



Public Works Committee

Tuesday, September 5, 2023 3:30PM
40 McMaster Street, Ballston Spa, NY

Chair: Philip Barrett

Members: Diana Edwards, Jack Lawler, Ian Murray, Jonathan Schopf (vc), Mike Smith, Matt Veitch

Agenda

- I. Welcome and Attendance
- II. Approval of the minutes of the August 1, 2023 meeting.
- III. Authorizing an amended agreement with Consolidated Waste Services, LLC D/B/A/ Twin Bridges Waste & Recycling for consent to the assignment and payment to Casella Waste Management of NY, Inc. for refuse pick-up services - Chad Cooke, Public Works
- IV. Other Business
- V. Adjournment



SARATOGA COUNTY

AGENDA ITEM REQUEST FORM

TO: Steve Bulger, County Administrator
Ridge Harris, Deputy County Administrator
Michelle Granger, County Attorney
Therese Connolly, Clerk of the Board
Stephanie Hodgson, Director of Budget

CC: John Warmt, Director of Purchasing
Jason Kemper, Director of Planning and Economic Development
Bridget Rider, Deputy Clerk of the Board
Matt Rose, Management Analyst
Audra Hedden, County Administrator's Office

DEPARTMENT: Department of Public Works

DATE: 8/24/23

COMMITTEE: Public Works

1. Is a Resolution Required:

Yes, Other

2. Proposed Resolution Title:

Amend Resolution 60 of 2022 to authorize payment and consent of the assignment to Casella Waste Management of NY, Inc. for the provision of refuse pick-up service per Bid Specification 21-BRP-1.

3. Specific Details on what the resolution will authorize:

Amend Resolution 60 of 2022 to authorize payment and consent of the assignment to Casella Waste Management of NY, Inc. for the provision of refuse pick-up service per Bid Specification 21-BRP-1.

This column must be completed prior to submission of the request.

County Attorney's Office
Consulted Yes

4. Is a Budget Amendment needed: YES or NO
If yes, budget lines and impact must be provided.
Any budget amendments must have equal and offsetting entries.

County Administrator's Office
Consulted

Please see attachments for impacted budget lines.
(Use ONLY when more than four lines are impacted.)

Revenue

Account Number	Account Name	Amount
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Expense

Account Number	Account Name	Amount
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Fund Balance (if applicable): (Increase = additional revenue, Decrease = additional expenses)

Amount:

5. Identify Budget Impact (**Required**):

No Budget Impact

- a. G/L line impacted
- b. Budget year impacted
- c. Details

6. Are there Amendments to the Compensation Schedule?

YES or NO (If yes, provide details)

a. Is a new position being created? Y N

Effective date

Salary and grade

b. Is a new employee being hired? Y N

Effective date of employment

Salary and grade

Appointed position:

Term

c. Is this a reclassification? Y N

Is this position currently vacant? Y N

Is this position in the current year compensation plan? Y N

Human Resources Consulted

7. Does this item require the awarding of a contract: Y N

a. Type of Solicitation

b. Specification # (BID/RFP/RFQ/OTHER CONTRACT #)

c. If a sole source, appropriate documentation, including an updated letter, has been submitted and approved by Purchasing Department? Y N N/A

d. Vendor information (including contact name):

e. Is the vendor/contractor an LLC, PLLC, or partnership:

f. State of vendor/contractor organization:

g. Commencement date of contract term:

h. Termination of contract date:

i. Contract renewal date and term:

k. Is this a renewal agreement: Y N

l. Vendor/Contractor comment/remarks:

Purchasing Office Consulted

County Administrator's Office
Consulted

8. Is a grant being accepted: YES or NO
- a. Source of grant funding:
 - b. Agency granting funds:
 - c. Amount of grant:
 - d. Purpose grant will be used for:
 - e. Equipment and/or services being purchased with the grant:
 - f. Time period grant covers:
 - g. Amount of county matching funds:
 - h. Administrative fee to County:

9. Supporting Documentation:

- Marked-up previous resolution
- No Markup, per consultation with County Attorney
- Information summary memo
- Copy of proposal or estimate
- Copy of grant award notification and information
- Other Letter from Casella Waste Management of NY, Inc.

10. Remarks:

Casella Waste Management of NY, Inc. (Casella) has submitted a letter to the County regarding its intent to purchase Consolidated Waste Services, LLC DBA Twin Bridges Waste and Recycling, LLC (Twin Bridges) on or about September 1, 2023. Casella is requesting the County assign all of the provisions of our contract with Twin Bridges to them at the same terms.



ESTABLISHED 1975

August 22nd, 2023

Saratoga County Department of Public Works
3654 Galway Road
Ballston Spa, NY 12020-2517

RE: Request for consent pursuant to that certain Facilities Maintenance Agreement, dated October 13, 2022 by and between Saratoga County Department of Public Works and Consolidated Waste Services, LLC, including any amendments or attachments thereto (the "Contract").

Ladies and Gentlemen:

Casella Waste Management of N.Y., Inc., a New York corporation (the "Purchaser"), and Consolidated Waste Services, LLC, a New York limited liability company (the "Company"), have entered into an Asset Purchase Agreement (the "Purchase Agreement") pursuant to which, among other things, the Company will assign to the Purchaser, and the Purchaser will assume, certain assets, rights, and obligations of the Company, including the Contract (the "Assignment").

We expect the closing of the transactions contemplated by the Purchase Agreement, including the Assignment, to occur on or about September 1, 2023. The Purchaser and the Company hereby represent and warrant that, from and after the closing of the transactions contemplated by the Purchase Agreement, (i) the Purchaser will have the requisite power, authority, and right to assume and perform under the Contract, (ii) the Purchaser will have the ability to perform any obligation of the Company set forth in the Contract at the same level the Company has performed its obligations under the Contract, and (iii) to the extent applicable, the Purchaser shall provide ongoing services to you in accordance with the Contract, for the term of the current Contract and subject to its terms and conditions.

The purpose of this letter is to notify you of, and request your consent to, the Assignment, as required by Section 35 of the General Conditions portion of the Contract.

By signing below, you hereby (i) consent to the Assignment, and (ii) acknowledge and agree that: (a) the Assignment will not constitute a breach of or default under, or give you a termination right or right to obtain damages under, the Contract; (b) the Purchaser will be entitled to the same rights under the Contract immediately after the consummation of the Assignment as the Company is entitled as of immediately prior to the consummation of the Assignment; and (c) the Contract will continue in full force and effect on the terms and conditions set forth therein without regard to the Assignment.

Please be advised that, except as publicly disclosed, all aspects of the Purchase Agreement, and the transactions contemplated by the Purchase Agreement, including the Assignment,

[Signature Page to Consent to Assignment]

are highly confidential. Thus, by countersigning this letter, you also agree to keep any non-public information that you may receive about the Purchase Agreement and the transactions contemplated by the Purchase Agreement, including the Assignment, strictly confidential, and not to disclose any such information to any third party.

Please acknowledge your consent and agreement with the matters set forth above by signing a copy of this letter in the space provided below and returning a copy to the Company at your earliest convenience. Thank you for your prompt attention to this matter. Please do not hesitate to contact me should you have any questions.

We would appreciate receiving such countersigned copy of this letter as soon as possible, and in any event no later than August 25, 2023.

Very truly yours,

Casella Waste Management of N.Y., Inc.

By: _____

Name:

Title:

Consolidated Waste Services, LLC

By:  _____

Name: John Brady

Title: President

ACKNOWLEDGED AND AGREED:

Saratoga County Department of Public Works

By: _____

Name:

Title:

Date: