

RESOLUTION NO. 30-1999

**A RESOLUTION OF THE CITY COUNCIL FOR THE CITY OF MILWAUKIE, OREGON
CONSENTING TO THE MERGER OF WASTE MANAGEMENT OF OREGON, INC. WITH
USA WASTE OF OREGON, INC.**

WHEREAS, Waste Management of Oregon, Inc. holds a franchise for solid waste management and recycling collection in the City of Milwaukie; and

WHEREAS, no such interest granted by franchise may be merged without prior written consent of the City Council pursuant to Section 13.24.120 of the Milwaukie Municipal Code; and

WHEREAS, in making a determination on a request for merger, the Council is required by the Code to consider the public interest and general welfare; and

WHEREAS, based on the analysis and review of City staff and the written assurances of the franchisee, the Council finds that in fact the proposed merger of Waste Management of Oregon, Inc. with USA Waste, Inc. will not negatively impact the service Waste Management of Oregon, Inc. provides its Milwaukie customers, and therefore approval of such merger is in the public interest and promotes the general welfare;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF MILWAUKIE that consent is hereby granted to the proposed merger of Waste Management of Oregon, Inc. with USA Waste of Oregon, Inc. Such consent is subject to the following conditions:

1. The merger which is approved is as described in the letter from Waste Management's Associate Area General Counsel to City Manager Dan Bartlett dated June 29, 1999. The name of the franchise holder, as represented in this request for approval, will be "Waste Management of Oregon, Inc."
2. The franchisee shall file with the City Manager written documentation that:
 - a. The merger has become legally and finally effective; and
 - b. The new franchisee has obtained all appropriate licenses and registrations to conduct business within the State of Oregon and City of Milwaukie, including a City Business License; and
 - c. The new franchisee has obtained the insurance and performance security required by MMC 13.24.080.H and .I; and
 - d. The authorized representative of the new franchisee accepts the terms and conditions of this Resolution.

Such filings shall be made within thirty calendar days of the passage of this Resolution, or within thirty days of the final effective date of the proposed merger, whichever occurs first.

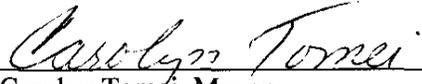
3. All terms and conditions of the existing franchise granted to Waste Management of Oregon, Inc. remain in full force and effect. The franchise and new franchisee continue to be subject to the requirements of Milwaukie Municipal Code Chapter 13.24 and all other applicable regulations. In

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particular, it is the Council's intent that solid waste management and recycling services to Milwaukie citizens be seamless and uninterrupted as a result of the merger approved by this Resolution.

INTRODUCED AND ADOPTED by the City Council of the City of Milwaukie, Oregon, this 20th day of July, 1999.



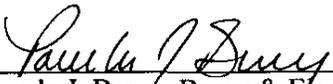
Carolyn Tomei, Mayor

ATTEST:



Pat DuVal, City Recorder

APPROVED AS TO FORM:



Pamela J. Beery, Beery & Eisner
Legal Counsel

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