

**VILLAGE OF ROYAL PALM BEACH**

Agenda Item Summary

**AGENDA ITEM: Approval and authorization for the Mayor to execute the “Consent to Assignment of Franchise Agreement” in order to assign the current Franchise Agreement with Republic Services of Florida, Limited Partnership to Waste Pro of Florida, Inc. in accordance with Section 36 of the Franchise Agreement.**

**ISSUE:** On June 15, 2017, the Village entered into a Franchise Agreement with Republic Services of Florida, Limited Partnership for residential and commercial garbage, trash, vegetation and recycling collection services in the Village, effective October 1, 2017. On October 21, 2019, the Village was notified by Republic Services of Florida, Limited Partnership that it had sold certain of its assets to Waste Pro of Florida, Inc. Section 36 of the Franchise Agreement provides that the Village must give written consent to any assignment of the Agreement.

**RECOMMENDED ACTION:** Motion to Approve

Initiator	Village Manager Approval	Agenda Date	Village Council Action
Stanley G. Hochman Finance Director		11/07/19	

### **Consent to Assignment of Franchise Agreement**

On October 21, 2019, Republic Services of Florida, Limited Partnership (“Republic”) notified the Village of Royal Palm Beach (“Village”) that Republic recently agreed to sell certain of its assets to Waste Pro of Florida, Inc. (“Waste Pro”), correspondence which is appended hereto Exhibit “A” and incorporated by reference.

Pursuant to Section 36 of the Franchise Agreement between Republic and the Village, entered into on June 15, 2017, effective October 1, 2017, the Village hereby consents to the assignment of the agreement in its entirety to Waste Pro.

The undersigned has executed this Consent to Assignment of the Franchise Agreement this 7th day of November, 2019.

Village of Royal Palm Beach

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

Name: **Fred Pinto**

Title: **Mayor**



October 21, 2019

Village of Royal Palm Beach  
Attention: Ray Liggins  
1050 Royal Palm Beach Blvd  
Royal Palm Beach, FL 33411

Re: Agreement for Services – Village of Royal Palm Beach (the "Village") and Republic Services of Florida, Limited Partnership ("Republic") – Franchise Agreement, dated as of June 15, 2017 (the "Contract")

We are pleased to advise that Republic recently agreed to sell certain of its assets (the "Sale") to Waste Pro of Florida, Inc. ("Waste Pro").

The Contract identified above is among the assets proposed to be sold to Waste Pro as part of the Sale. We are confident that Waste Pro will continue the business relationship embodied in the Contract and will continue to provide services to the Village at the highest level.

The Sale will constitute an assignment of the Contract (the "Assignment") requiring the Village's consent. Accordingly, we kindly request that the Village acknowledge and consent to the Assignment. Specifically, by signing this letter, the Village: (i) acknowledges and consents to the Assignment; (ii) waives any right to terminate the Contract as a result of the Assignment; (iii) acknowledges and ratifies the terms of the Contract; (iv) acknowledges and confirms that the Village is not in default or breach of any term or provision of the Contract; (v) acknowledges that the Contract will continue in full force and effect in accordance with its terms following the Assignment; and (vi) acknowledges and confirms that there is no outstanding defense, offset, claim or counterclaim by or in favor of the Village against Republic under the Contract or against the obligations of Republic under the Contract. If the Sale is not consummated for any reason, this letter will cease to have effect and the Contract will remain in place between Republic and the Village in accordance with its terms.

Please note that we expect to complete the transaction on or around November 15, 2019. Accordingly, we would appreciate your prompt attention to this matter. The terms of the Sale are also confidential, and we request that, to the extent possible, the Village keep the proposed sale and the terms of this letter confidential. If you have any questions, please contact Joanne Stanley at 561-719-8638. Otherwise, kindly sign and return this letter to me via email by .pdf at [jstanley@republicservices.com](mailto:jstanley@republicservices.com).

Republic Services of Florida, Limited Partnership

By: 

Luis A. Franceschi

AGREED AND ACKNOWLEDGED:

Village of Royal Palm Beach

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

Name: Ray Liggins

Title: Village Manager