

**THIRD AMENDMENT TO THE EXCLUSIVE NEGOTIATION AGREEMENT**  
**Between Renewable Sonoma and City of Santa Rosa**  
**Regarding**  
**Laguna Treatment Plant Biosolids Program**  
**Sonoma County Waste Management Agency Organics Processing Project**

This Third Amendment to the Exclusive Negotiation Agreement (“Third Amendment”), dated as of \_\_\_\_\_, 2021, is by and between the City of Santa Rosa (“City”) and Renewable Sonoma, a California limited liability company.

A. The City and Renewable Sonoma entered into that certain Exclusive Negotiation Agreement effective as of February 21, 2019.

B. The City and Renewable Sonoma executed a First Amendment to the Exclusive Negotiation Agreement effective as of August 15, 2019 to extend the agreement for a period of 180-days.

C. The City and Renewable Sonoma executed a Second Amendment to the Exclusive Negotiation Agreement effective as of February 20, 2020 to extend the agreement for a period of 360-days.

D. The Parties have made progress in their negotiations but have not yet completed an agreement on terms and wish to again extend the term of the Agreement to allow more time for discussions.

NOW THEREFORE, for good and valuable consideration the receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. The term of the Exclusive Negotiation Period as set forth and described in section one of the Agreement is hereby extended until December 31, 2021.

2. All other terms and provisions of the Agreement shall remain unchanged and in full force and effect.

AGREED

City of Santa Rosa.,  
A municipal corporation

By: \_\_\_\_\_  
Daniel J. Galvin III  
Chair of the BPU  
Renewable Sonoma, LLC  
A California limited liability company

Date: \_\_\_\_\_, 2021

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

Date: \_\_\_\_\_, 2021

Name: \_\_\_\_\_

Title: \_\_\_\_\_

APPROVED AS TO FORM:

\_\_\_\_\_  
Santa Rosa City Attorney's Office