

1 Introduced by Council Member White and amended by the Neighborhoods,
2 Community Services, Public Health and Safety Committee:

3
4
5 **ORDINANCE 2024-994-E**

6 AN ORDINANCE APPROVING, AND AUTHORIZING THE
7 MAYOR, OR HER DESIGNEE, AND CORPORATION
8 SECRETARY TO EXECUTE AND DELIVER: (1) AN AMENDED
9 AND RESTATED LANDFILL GAS RIGHTS AGREEMENT
10 BETWEEN THE CITY OF JACKSONVILLE ("CITY") AND
11 TRAIL RIDGE ENERGY, LLC ("PRODUCER"); (2) A FIRST
12 AMENDMENT TO THE LEASE AGREEMENT BETWEEN THE
13 CITY AND PRODUCER; (3) AN EASEMENT AGREEMENT
14 BETWEEN THE CITY AND PRODUCER; AND (4) A FIRST
15 AMENDMENT TO THREE PARTY CONTRACT AMONG THE
16 CITY, PRODUCER, AND TRAIL RIDGE LANDFILL, INC.,
17 A WASTE MANAGEMENT COMPANY; ALL FOR THE PURPOSE
18 OF PROVIDING FOR THE EXPANSION OF THE EXISTING
19 COOPERATIVE LANDFILL GAS RECOVERY INSTALLATION
20 AT THE TRAILRIDGE LANDFILL; PROVIDING FOR
21 ADDITIONAL AUTHORIZATION TO GRANT PROPERTY
22 ACCESS AND USE RIGHTS TO THIRD PARTIES AS
23 NECESSARY; PROVIDING AN EFFECTIVE DATE.

24
25 **WHEREAS,** the City of Jacksonville ("City") owns the Trail Ridge
26 Landfill located at 5110 U.S. Highway 301 South in Duval County,
27 Florida, ("Landfill"); and

28 **WHEREAS,** as authorized by Ordinance 2007-1133-E, the City has
29 previously entered into that certain: Landfill Gas Rights Agreement
30 between City and Producer dated April 1, 2008; (ii) Lease Agreement
31 between the City and Producer dated April 1, 2008; and (iii)

1 Three-Party Contract among City, Producer and Trail Ridge Landfill,
2 Inc., a Waste Management Company ("Operator") dated April 1, 2008
3 (collectively, the "2008 Agreements"); and

4 **WHEREAS,** the City has evaluated the feasibility of expanding
5 the existing landfill gas recovery installation with respect to its
6 Trail Ridge Landfill (the "Project Site"); and

7 **WHEREAS,** Trail Ridge Energy, LLC ("Producer") presented its
8 proposal for expansion of its existing landfill gas recovery
9 installation and the City has negotiated amending the 2008 Agreements
10 as authorized hereby for expansion of Producer's existing landfill gas
11 recovery installation at the Landfill; and

12 **WHEREAS,** the City and Producer desire to enter into a First
13 Amendment to Lease Agreement and an Amended and Restated Gas Rights
14 Agreement to authorize Producer to expand its landfill gas recovery
15 installation at the Landfill; and

16 **WHEREAS,** the City has contracted with Trail Ridge Landfill,
17 Inc., a Waste Management company ("Landfill Operator") to operate the
18 Project Site pursuant to a Landfill Operation Agreement; and

19 **WHEREAS,** Producer, City and Landfill Operator desire to enter
20 into a First Amendment to the Three-Party Contract (the "Amended
21 Three Party Contract") in order to ensure the smooth implementation
22 of the Amended and Restated Gas Rights Agreement and the uninterrupted
23 performance of the Landfill Operation Agreement to avoid or minimize
24 any problems in carrying out the terms of all agreements authorized
25 hereby; now therefore

26 **BE IT ORDAINED** by the Council of the City of Jacksonville:

27 **Section 1. Recitals.** The recitals above are true and
28 correct and incorporated herein by reference.

29 **Section 2. Amended and Restated Landfill Gas Rights**
30 **Agreement, First Amendment to Lease Agreement, Easement Agreement**
31 **Approved, and First Amendment to Three-Party Contract.** There is

1 hereby approved, and the Mayor, or her designee, and Corporation
2 Secretary are hereby authorized to execute and deliver: (i) that
3 certain Amended and Restated Landfill Gas Rights Agreement between
4 the City Trail Ridge Energy, LLC ("Producer"); (ii) that certain First
5 Amendment to Lease Agreement between the City and Producer; and (iii);
6 that certain Easement Agreement between the City and Producer and (iv)
7 that certain First Amendment to Three-Party Contract among the City,
8 Producer, and Trail Ridge Landfill, Inc. (collectively, the
9 "Agreements"), in substantially the forms placed **Revised On File** with
10 the Legislative Services Division. The Agreements authorize the
11 Producer to expand its existing landfill gas cooperative recovery
12 installation at the Landfill.

13 The Agreements may include such additions, deletions and changes
14 as may be reasonable, necessary and incidental for carrying out the
15 purposes thereof, as may be acceptable to the Mayor, or her designee,
16 with such inclusion and acceptance being evidenced by execution of
17 the Agreements by the Mayor or her designee. No modification to the
18 Agreements may increase the financial obligations or the liability of
19 the City and any such modification shall be technical only and shall
20 be subject to appropriate legal review and approval of the General
21 Counsel, or his or her designee, and all other appropriate action
22 required by law. "Technical" is herein defined as including, but not
23 limited to, changes in legal descriptions and surveys, descriptions
24 of infrastructure improvements and/or any road project, ingress and
25 egress, easements and rights of way, design standards, access and site
26 plan, which have no financial impact.

27 **Section 3. Additional authorization approved.** The Mayor,
28 or her designee, and Corporation Secretary are hereby authorized to
29 execute and deliver additional easements or other agreements to provide
30 property access and use rights to third parties as necessary within the
31 Easement Area (as described in the Easement Agreement) for any

1 additional utilities or other facilities required by Producer to satisfy
2 its obligations under the Amended and Restated Landfill Gas Rights
3 Agreement. Any property access and use rights granted by the City
4 pursuant to this section shall be reviewed and approved by the Office
5 of General Counsel as to form and by the Risk Management Division as
6 to appropriate insurance and indemnification requirements.

7 **Section 4. Effective Date.** This Ordinance shall become
8 effective upon signature by the Mayor or upon becoming effective
9 without the Mayor's signature.

10
11 Form Approved:

12
13 /s/ Mary E. Staffopoulos

14 Office of General Counsel

15 Legislation Prepared By: John Sawyer

16 GC-#1670911-v1-2024-994-E.docx