

**EXHIBIT**

**"A"**

October 30, 2023

City Manager  
221 East Main Street  
Round Rock, Texas 78664

City Attorney  
309 East Main Street  
Round Rock, Texas 78664

**Re: That certain Franchise Agreement for Collection and Disposal of Solid Waste for Temporary Services approved on April 28, 2022 by the City of Round Rock, Texas (the "City", and such agreement, the "Agreement").**

We are pleased to advise that Integrated Waste Solutions Group, LLC, a Delaware limited liability company ("IWSG"), recently agreed to sell its one hundred percent (100%) membership interest in Central Texas Refuse, LLC, a Delaware limited liability company ("CTR") to Allied Waste Systems, Inc., a Delaware corporation, an indirect wholly owned subsidiary of Republic Services, Inc. ("Republic Services, and such sale, the "Sale"). Republic Services is a reputable waste management company that is one of the largest providers of environmental services in the United States, as measured by revenue, and has experience working with private and government entities.

The provisions of the Agreement require CTR to provide written notification to the City and to obtain its express written consent in connection with the Sale. Accordingly, we kindly request that the City acknowledge and consent to the Sale. Specifically, by signing this letter, the City: (i) acknowledges and consents to the Sale; (ii) waives any right to terminate the Agreement as a result of the Sale; (iii) acknowledges and agrees that the Sale shall not constitute, or be construed as, a breach or violation of, or default under, any provision of the Agreement; (iv) waives any rights under the Agreement that may arise in the City's favor from or in connection with the consummation of the Sale and (v) acknowledges and ratifies the terms of the Agreement. If the Sale is not consummated for any reason, this letter will cease to have effect and the Agreement will remain in place in accordance with its terms.

Additionally, the Agreement appears to have erroneously named the grantee party as "Central Texas Refuse, Inc." when the correct legal name of the grantee party is "Central Texas Refuse, LLC." The City agrees by execution of this letter that the correct grantee to the Agreement is Central Texas Refuse, LLC and agrees to formally amend the Agreement to correct this error.

We would appreciate your prompt attention to this matter. If you have any questions, please contact me. Otherwise, kindly sign and return this letter to [sdelcorso@iwsghusa.com](mailto:sdelcorso@iwsghusa.com) via email by .pdf. This letter may be executed in one or more counterparts, each of which shall be deemed an original and all of which, taken together, shall constitute one and the same instrument. Exchange of executed copies of this letter in pdf or other electronic form shall constitute and be deemed to be originals and shall constitute valid execution of this letter.

**Integrated Waste Solutions Group, LLC**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**Central Texas Refuse, LLC**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**AGREED AND ACKNOWLEDGED:**

**City of Round Rock, Texas**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**Allied Waste Systems, Inc.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

*[Signature Page to Consent – City of Round Rock]*