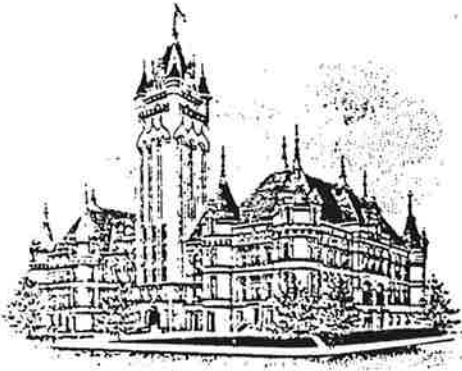


Exhibit J

APPENDIX A
Zoning Considerations



SPOKANE COUNTY PROSECUTING ATTORNEY

Donald C. Brockett

County-City Public Safety Building
West 1100 Mallon Avenue
Spokane, Washington 99260-0270
(509) 456-3662

August 20, 1987

CRIMINAL DIVISION

County-City Public Safety Bldg.
W. 1100 Mallon
Spokane, WA 99260-0270
(509) 456-3662

FRED J. CARUSO
Chief Criminal Deputy

Deputies

Clark D. Colwell
Patricia A. Thompson
Robert P. Kingsley
Ronald W. Skibbie
Charles P. Schumacher
Salvatore F. Cozza
Dennis J. O'Shea
David J. Carlson
Paul B. Mack
Virginia Greaney
D. Clinton Francis, Jr.
John F. Driscoll
William H. Reeves
Suzanne Franks
Jennifer A. Boharski
Aaron L. Lowe
Paul E. Smith
Donald J. Colistro
Richard L. Mount

JUVENILE DEPARTMENT

W. 1209 Mallon
Spokane, WA 99260-0270
(509) 456-6046

Deputies

Norris V. Barnhill
C. Bradley Chinn
James R. Sweetser

CIVIL DIVISION

W. 1115 Broadway
Spokane, WA 99260-0270
(509) 456-5764

JAMES P. EMACIO
Chief Deputy

Deputies

Garald A. Gesinger
Robert B. Binger
Ronald P. Arkills

Mr. Greg Smith, Assistant Corporation Counsel
City of Spokane, City Hall
West 808 Spokane Falls Blvd.
Spokane, Washington 99201

Re: COMPLIANCE WITH PROVISIONS OTHER THAN "USE" WITHIN THE
SPOKANE COUNTY ZONING ORDINANCE IN CONJUNCTION WITH THE
WASTE-TO-ENERGY PROJECT

Dear Mr. Smith:

Recently, I received correspondence from Tom Loder, Engineer with Century West Engineering Corporation, concerning compliance with provisions within the Spokane County Zoning Ordinance, other than "use", in conjunction with the siting of the Regional Waste-to-Energy facility.

In particular, Mr. Loder has advised that there are two (2) provisions of the Zoning Ordinance which the present facility does not meet, and which would require variances, namely:

(1) Spokane County Code Section 4.11.140, which provides that no building constructed in a Restricted Industrial Zone shall exceed three (3) stories, or a maximum of thirty-five feet (35'); and

(2) Spokane County Code Chapter 4.16, which limits the height of structures within the airport overlay zone, and requires administrative variances by the Planning Director.

Mr. Loder and Dave Birks, Project Manager, have requested clarification from project counsel on whether or not the facility must comply with other than "use restrictions" within the Spokane County Zoning Ordinance.

It is the opinion of the Prosecuting Attorney's office, statutory attorney for the Spokane County Planning Department, that the facility itself need not comply with either the "use restrictions" or "other restrictions" within the Spokane County Zoning Ordinance.

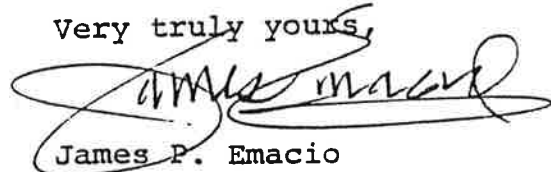
In arriving at this decision, the Prosecuting Attorney's office has very carefully reviewed again the cases of South Hill Sewer District v. Pierce County, 22 Wn.App. 738, 591 P.2d 877 (1979); Snohomish County v. State, 97 Wn.2d 646, 648 P.2d 430 (1982); and Edmonds School District v. Mt. Lake, 77 Wn.2d 609, 465 P.2d 177 (1970).

After such a review, it is my opinion that none of the above cases dealt with the precise issues set forth hereinabove, although both the South Hill Sewer District case and the Edmonds School District case did discuss compliance with other ordinances, outside of zoning ordinances, in conjunction with one municipal corporation's acting in a governmental capacity within the jurisdiction of another municipal corporation. It appears to counsel to be consistent, however, that if project counsel takes the position that the project need not comply with the "use" requirements within the Spokane County Zoning Ordinance, inasmuch as the facility will be owned by the City, that it is consistent to also conclude that the project need not either comply with the "other restrictions" within the Spokane County Zoning Ordinance.

Accordingly, pursuant to this letter, the Spokane County Prosecuting Attorney's office has concluded that the Regional Waste-to-Energy project, including the facility, does not legally have to comply with either the "use" or "non-use" provisions within the Spokane County Zoning Ordinance.

I trust this correspondence adequately responds to the inquiry posed.

Very truly yours,



James P. Emacio

JPE:lw

cc: David Birks
Wallis Hubbard