US EPA RECORDS CENTER REGION 5
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APR 23 2002

SPECIAL NOTICE LETTER FOR REMEDIAL INVESTIGATION/FEASIBILITY STUDY (RI/FS)

URGENT LEGAL MATTER -- PROMPT REPLY NECESSARY

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

(See Attached List of Addressees)

Re: Old American Zinc Site
2575 Kings Highway, Fairmont City, St. Clair County, Illinois
(the "Site")

Dear Sir or Madam:

This letter follows a general notice letter that was issued on September 18, 2000 (to the non-federal Potentially Responsible Party), in connection with the above-referenced site. As the listed contact persons for the Potentially Responsible Parties (PRPs) identified within, this letter has been sent to your attention. This letter serves three basic functions. First, it contains a formal demand for reimbursement of costs that have been incurred, including interest thereon, and that are expected to be incurred, which are subject to interest, in response to the human health and environmental concerns at the site. Second, this letter notifies you that a 60 day period of formal negotiations with the U.S. Environmental Protection Agency (U.S. EPA) automatically begins with this letter. Third this letter provides general and site specific information to assist you in these negotiations.

NOTICE OF POTENTIAL LIABILITY

As indicated in the general notice letter previously sent regarding this site, U.S. EPA has information indicating that you may be a PRP as defined at Section 107(a) of the Comprehensive Environmental Response, Compensation, and Liability Act, 42 U.S.C. 9607(a), as amended (CERCLA), with respect to this Site.

SPECIAL NOTICE AND NEGOTIATION MORATORIUM

U.S. EPA has determined that use of the Section 122(e) special notice procedures specified in CERCLA will facilitate a settlement between U.S. EPA and PRPs for this site. Therefore, under CERCLA Section 122, this letter triggers a 60-day moratorium on certain U.S. EPA response activities at the site. During this 60 day period, the PRPs, including you, are invited to participate in formal negotiations with U.S. EPA. You are also encouraged to voluntarily negotiate a settlement providing for the PRPs, including yourself, to conduct or finance the response activities required at the site. The 60 day negotiation period ends on June 28, 2002. The 60 day negotiation moratorium will be extended for an additional 30 days if PRPs provide U.S. EPA with a good faith offer to conduct or finance the remedial investigation/feasibility study (RI/FS). Should a 90 day negotiation moratorium take place, negotiations will conclude on July 31, 2002. If settlement is reached between U.S. EPA and the PRPs within the 90 day negotiation moratorium, the settlement will be embodied in an Agreement on Consent (AOC) decree for RI/FS.

Further, U.S. EPA has determined that the above mentioned moratorium period shall in no way affect the removal action currently underway at the site.

FUTURE RESPONSE ACTIONS

U.S. EPA plans to conduct the following response activities at the site:

Task 1:	RI/FS Support Sampling Plan - submit within 90 days of effective date of the AOC
Task 2:	Community Relations Support
Task 3:	Remedial Investigation
Task 4:	RI/FS Report - submit within 180 days of last field sample
Task 5:	Monthly Progress Reports - submit first report within 30 days of effective date of AOC and subsequent reports by the 10th business day of each month.

WORK PLAN AND DRAFT AGREEMENT ON CONSENT DECREE

A copy of U.S. EPA's statement of work and draft AOC are attached. This is provided to assist you and other PRPs in developing a good faith offer for conducting the RI/FS.

GOOD FAITH OFFER

As indicated, the 60-day negotiation moratorium triggered by this letter is extended for 30 days if the PRPs submit a good faith offer to U.S. EPA. A good faith offer to conduct or finance the RI/FS is a written proposal that demonstrates the PRPs qualifications and willingness to conduct

or finance the RI/FS and includes the following elements:

1. A statement of willingness by the PRPs to conduct or finance the RI/FS which is consistent with EPA's statement of work and draft AOC decree and provides a sufficient basis for further negotiations.

2. A task-by-task response to EPA's statement of work and draft AOC decree including a response to any other attached documents.

3. A detailed description of the work plan identifying how the PRPs plan to proceed with the work.

4. A demonstration of the PRPs' technical capability to carry out the RI/FS including the identification of the firm(s) that may actually conduct the work or a description of the process they will use to select the firm(s).

5. A demonstration of the PRPs' capability to finance the RI/FS.

6. A statement of willingness by the PRPs to reimburse EPA for costs incurred in overseeing the PRPs conduct of the RI/FS.

7. The name, address, and phone number of the party or steering committee who will represent the PRPs in negotiations.

INFORMATION RELEASE

The parties are hereby notified that additional information has been obtained since the previous notice. U.S. EPA is providing the following information as an attachment to this letter:

1. An updated list of names and addresses of PRPs to whom this notification is being sent. Inclusion on, or exclusion from, the list does not constitute a final determination by EPA concerning the liability of any party for the release or threat of release of hazardous substances at the site.

2. A fact sheet that describes the site.

PRP STEERING COMMITTEE

U.S. EPA recommends that all PRPs meet to select a steering committee responsible for representing the group's interests. Establishing a manageable group is critical for successful negotiations with U.S. EPA. Alternatively, U.S. EPA encourages each PRP to select one person from its company or organization who will represent its interests.

ADMINISTRATIVE RECORD

Pursuant to CERCLA Section 113(k), U.S. EPA must establish an administrative record that contains documents that form the basis of U.S. EPA's decision on the selection of a response action for a site. The administrative record files, which contain the documents related to the response action selected for this site, are available to the public for inspection and comment. These files are located in the Superfund Records Center located at the U.S. EPA Regional office, 77 W. Jackson Blvd., Chicago, Illinois. Copies of documents in the administrative record file are also available for public inspection pursuant to 40 CFR 300.805 at the local Site Repository located at Washington Park Public Library, 5103 Bunkum Road, Washington Park, Illinois 62204.

PRP RESPONSE AND EPA CONTACT PERSON

You are encouraged to contact U.S. EPA within 7 days after your receipt of this letter to indicate your willingness to participate in future negotiations at this site. Otherwise, you have 60 calendar days from this notice to provide U.S. EPA in writing with a good faith offer demonstrating you willingness to perform the RI/FS. You may respond individually or through a steering committee if such a committee has been formed. If U.S. EPA does not receive a timely response, U.S. EPA will assume that you do not wish to negotiate a resolution of your liabilities in connection with the response, and that you have declined any involvement in performing the response activities. You may be held liable by U.S. EPA under Section 107 of CERCLA for the cost of the response activities EPA performs at the site and for any damages to natural resources.

Your response to this notice letter should be sent to:

U.S. Environmental Protection Agency
Ron Murawski, Remedial Project Manager
Superfund Division (SR-6J)
77 West Jackson Street
Chicago, Illinois 60604-3590
(312) 886-2940

with copies to:

U.S. Environmental Protection Agency
Tom Turner - ORC (C-14J)
77 West Jackson Street
Chicago, Illinois 60604-3590

and

U.S. Environmental Protection Agency
Carlton Cuffman, Enf. Spec., Superfund Division (SR-6J)
77 West Jackson Street
Chicago, Illinois 60604-3590

The factual and legal discussions contained in this letter are intended solely for notification and information purposes. They are not intended to be and cannot be relied upon as final U.S. EPA positions on any matter set forth herein. If you or your attorney have any questions pertaining to this matter, please direct them to Tom Turner at (312) 886-6613.

Sincerely,

Wendy L. Carney, Chief
Remedial Response Branch #1

Enclosures
1. Addressee List
2. Statement of Work
3. Draft Agreement on Consent
4. Site Fact Sheet

bcc: T. Turner, C-14J
R. Murawski, SR-6J

CONCURRENCE REQUESTED

REMEDIAL ENFORCEMENT SUPPORT SEC, RRB1, SFD

AUTHOR	SEC'TY	SEC CH	BR CH	RPM/WMD	ORC
4/18/02	RWM 4/19/02		4/20/02		TDT 4/19/02

ENCLOSURE ONE

OAZ Superfund Site - Addressee List

1. Blue Tee Corporation
   c/o: Terrance G. Faye, Esq.
   Babst, Calland, Clements and Zomnir
   1 North Maple Avenue
   Greensburg, PA 15601

2. XTRA Intermodal, Inc.
   c/o: Michael W. Steinberg, Esq.
   Morgan, Lewis & Bockius, LLP
   1111 Pennsylvania Avenue, NW
   Washington, DC 20004

3. General Services Administration
   c/o: Daniel Pinkston, Esq.
   United States Department of Justice
   Denver Field Office
   999 18th Street
   Suite 945 North
   Denver, CO 80202

7099 3400 0000 9592 0214

U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

Article Sent To:
Old Am Zinc SR-6J Cuffman

Postage	$ 2.87
Certified Fee	2.10
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	1.50
Total Postage & Fees	$ 6.47

Postmark Here
CHICAGO IL LOOP STA
APR 23 2002
USPO

Name (Plea
Street, Apt
City, State,

Blue Tee Corporation
c/o: Terrance G. Faye, Esq.
Babst, Calland, Clements and Zomnir
1 North Maple Avenue
Greensburg, PA 15601

PS Form 3800, July 1999 See Reverse for Instructions

SENDER: *COMPLETE THIS SECTION*

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Blue Tee Corporation
c/o: Terrance G. Faye, Esq.
Babst, Calland, Clements and Zomnir
1 North Maple Avenue
Greensburg, PA 15601

COMPLETE THIS SECTION ON DELIVERY

A. Received by *(Please Print Clearly)* Terri Faye
B. Date of Delivery 4-25-02

C. Signature
X Terri Faye
☐ Agent
☐ Addressee

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

GREENSBURG, PA
APR 25 2002

3. Service Type
☐ Certified Mail ☐ Express Mail
☐ Registered ☐ Return Receipt for Merchandise
☐ Insured Mail ☐ C.O.D.

4. Restricted Delivery? *(Extra Fee)* ☐ Yes

2. Article Number *(Copy from service label)*
7099 3400 0000 9592 0214

PS Form 3811, July 1999 Domestic Return Receipt 102595-99-M-1789

Old Am Zinc SR-6J Cuffman

7099 3400 0000 9592 0245

U.S. Postal Service
CERTIFIED MAIL RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

Article Sent To: Old Am Zinc SR-6J Cuffman

Postage	$ 3.50
Certified Fee	2.10
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	1.50
Total Postage & Fees	$ 7.10

Postmark Here: CHICAGO IL LOOP STA APR 23 2002 USPO

Name (Please Prin: XTRA Intermodal, Inc.
Street, Apt. No.; o: c/o: Michael W. Steinberg, Esq.
Morgan, Lewis & Bockius, LLP
City, State, ZIP+4: 1111 Pennsylvania Avenue, NW
Washington, DC 20004

PS Form 3800, July ... for Instructions

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
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1. Article Addressed to:

XTRA Intermodal, Inc.
c/o: Michael W. Steinberg, Esq.
Morgan, Lewis & Bockius, LLP
1111 Pennsylvania Avenue, NW
Washington, DC 20004

COMPLETE THIS SECTION ON DELIVERY

A. Received by *(Please Print Clearly)* B. Date of Delivery

C. Signature
X Reg Jones ☐ Agent ☐ Addressee

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

3. Service Type
☒ Certified Mail ☐ Express Mail
☐ Registered ☐ Return Receipt for Merchandise
☐ Insured Mail ☐ C.O.D.

4. Restricted Delivery? *(Extra Fee)* ☐ Yes

2. Article Number *(Copy from service label)* 7099 3400 0000 9592 0245

PS Form 3811, July 1999 Domestic Return Receipt 102595-99-M-1789

Old Am Zinc SR-6J Cuffman

ENCLOSURE TWO

revised March 26, 2002

STATEMENT OF WORK
FOR A STREAMLINED REMEDIAL INVESTIGATION AND FEASIBILITY STUDY
AT THE OLD AMERICAN ZINC PLANT SITE
IN FAIRMONT CITY, ST. CLAIR COUNTY, ILLINOIS

DRAFT

PURPOSE:

The purpose of this Statement of Work (SOW) is to set forth requirements for the preparation of a streamlined Remedial Investigation and Feasibility Study (RI/FS). The RI shall evaluate the nature and extent of contamination resulting from previous zinc smelting activities at the Old American Zinc Plant Site ("the Site") and also assess the risk from this contamination on human health and the environment. The FS shall evaluate alternatives for addressing the impact to human health and the environment from the contamination at the Site and nearby areas. The RI/FS Report shall be conducted, at a minimum, consistent with the "Guidance for Conducting Remedial Investigations and Feasibility Studies Under CERCLA" (U.S. EPA, Office of Emergency and Remedial Response, October, 1988) and any other guidance that U.S. EPA uses to conduct an RI/FS, as well as any additional requirements in the Administrative Order.

All documents or deliverables required as part of this SOW shall be submitted to U.S. EPA, with a copy to the State of Illinois Environmental Protection Agency (Illinois EPA), for review and approval by U.S. EPA, in consultation with Illinois EPA. The Respondents shall furnish all personnel, materials, and services necessary for, or incidental to, performing the RI/FS at the Site, except as otherwise specified herein.

At the completion of the RI/FS, U.S. EPA, in consultation with Illinois EPA, will be responsible for the selection of a Site remedy and will document this selection in a Record of Decision (ROD). The remedial action selected by U.S. EPA will meet the cleanup standards specified in CERCLA Section 121. That is, the selected remedial action will be protective of human health and the environment, will be in compliance with, or include a waiver of, applicable or relevant and appropriate requirements of other laws, will be cost-effective, will use permanent solutions and alternative treatment technologies or resource recovery technologies to the maximum extent practicable, and will address the statutory preference for treatment as a principal element. The final RI/FS Report as adopted by U.S. EPA will, with the administrative record, form the basis for the selection of the Site's remedy and will provide the information necessary to support the development of the ROD.

As specified in CERCLA Section 104(a)(1), as amended by SARA, U.S. EPA will provide oversight of the Respondents' activities throughout the RI/FS, including all field sampling activities. The Respondents will support U.S. EPA's initiation and conduct of activities related to the implementation of oversight activities.

SCOPE:

The tasks to be completed as part of this RI/FS are:

Task 1: RI/FS Support Sampling Plan
Task 2: Community Relations Support
Task 3: Remedial Investigation
Task 4: RI/FS Report
Task 5: Progress Reports

TASK 1: RI/FS SUPPORT SAMPLING PLAN

Within 90 calendar days of the effective date of the Administrative Order, Respondents shall submit a draft RI/FS Support Sampling Plan to U.S. EPA and Illinois EPA, in accordance with RI/FS guidance referenced in this SOW, that addresses all data acquisition activities. The objective of this RI/FS support sampling is to further determine the extent of contamination at the Site and nearby areas beyond that already identified by previous Site investigations. The plan shall contain a description of equipment specifications, required analyses, sample types, and sample locations and frequencies. The plan shall address specific hydrologic, hydrogeologic, and air transport characterization methods including, but not limited to, geologic mapping, geophysics, field screening, drilling and well installation, flow determination, and soil/groundwater/surface water/sediment/waste sampling to determine extent of contamination. Areas to be studied beyond the 132-acre Site boundary include nearby creeks and wetlands; and nearby residential, industrial, commercial, and school properties.

Respondents shall identify the data requirements of specific remedial technologies that may be necessary to evaluate remedial activities in the RI/FS, and the Respondents shall provide a schedule stating when events will take place and when deliverables will be submitted.

The RI/FS Support Sampling Plan shall include, at a minimum, the following information:

A. Site Background

A brief summary of the Site location, general Site physiography, hydrology, and geology shall be included. For purposes of a response action, the Site includes all suitable areas in very close proximity to the contamination. A summary description of the data already available shall be included which will highlight the areas of known contamination and the levels detected. Tables shall be included to display the minimum and maximum levels of detected contaminants across the Site and nearby areas.

The following two reports document previous investigations that have occurred at the Site and nearby areas: the 1995 Illinois EPA "CERCLA Integrated Site Assessment" and the 1999 Ecology and Environment, Inc. "Letter Report for Old American Zinc," prepared for U.S. EPA. The Respondents are encouraged to use these reports to obtain Site background and other information. The Respondents are also encouraged to use the Removal Administrative Order on Consent to obtain Site-related information.

B. Data Gap Description

Respondents shall make an analysis of the currently available data to determine the areas of the Site and nearby areas which require additional data in order to define the extent of contamination for purposes of implementing a remedial action. A description of the number, types, and locations of additional samples to be collected shall be included in this section of the sampling plan.

Descriptions of the following activities shall also be included. Sampling results of the media shall be considered in the human health and ecological risk assessments.

i. Waste Characterization

Respondents shall include a program for characterizing the waste materials at the Site. This shall include an analysis of current information/data on past disposal practices at the Site. For buried wastes, test pits/trenches and deep soil borings shall be proposed in the plan to determine waste depths and volume, and to determine the extent of cover over fill areas. Soil gas surveys shall also be proposed for the areas on and around fill areas of the Site. Geophysical characterization methods, such as ground penetrating radar or magnetometry to further delineate potential removal areas shall also be included.

ii. Hydrogeologic Investigation

The plan shall include the degree of hazard, the mobility of pollutants, discharges/recharge areas, regional and local flow direction and quality, and local uses of groundwater, including number, location, depth, and use of nearby private wells. The plan shall also develop a strategy to determine horizontal and vertical distribution of contaminants, including extent of any groundwater contaminant plume, and may include other hydraulic tests such as slug tests and grain size analyses to assist in determining future, potential remediation options where such information has not already been obtained. Upgradient samples shall be included in the plan.

iii. Soils and Sediments Investigation

Respondents shall include a program to determine the extent of contamination of surface and subsurface soils at the Site, and to determine the extent of contamination of surface soils near the Site, especially in residential areas. The plan shall include investigations to determine the leachability of Site contamination into the groundwater. The plan shall also determine the extent, including depth, of contamination of sediments in Rose Creek, Schoenberger Creek, any other nearby creeks that may exist, and the nearby wetlands. Samples of any leachate present from the areas described as fill shall also be collected.

iv. Surface Water Investigation

Respondents shall include a program to determine the areas of surface water contamination in Rose Creek, Schoenberger Creek, any other nearby creeks that may exist, and the nearby wetlands.

v. Air Investigation

Respondents shall include a program to determine the extent of atmospheric contamination from the various source areas at the Site. The program shall address the tendency of the substances identified through the waste characterization to enter the atmosphere, local wind patterns, and the degree of hazard posed by direct inhalation of contaminants in the air.

vi. Ecological Assessment

Respondents shall include a plan for collecting data for the purpose of assessing the impact, if any, to aquatic and terrestrial ecosystems within and adjacent to the Site, including within the nearby creeks and wetlands, as a result of the disposal, release, and migration of contaminants. The plan shall include a description of the ecosystems affected, an evaluation of toxicity, an assessment of endpoint organisms, and the exposure pathways. The plan shall also include a description of any toxicity testing or trapping to be included as part of the assessment. The ecological assessment shall be conducted in accordance with U.S. EPA guidance, including "Ecological Risk Assessment Guidance for Superfund: Process for Designing and Conducting Ecological Risk Assessments" (June 5, 1997; EPA 540-R-97-006).

vii. Pilot Tests

Respondents shall include a program for any pilot test(s) necessary, including treatability studies, to determine the implementability and effectiveness of technologies where sufficient information is not otherwise available.

C. Sampling Procedures

Respondents shall include a description of the depths of sampling, parameters to be analyzed, equipment to be used, decontamination procedures to be followed, sample quality assurance, data quality objectives, and sample management procedures to be used in the field. All sampling and analyses performed shall conform to U.S. EPA direction, approval, and guidance regarding sampling, quality assurance/quality control ("QA/QC") and management thereof, data validation, and chain of custody procedures. Respondents shall submit a copy of the proposed laboratory's Quality Management Plan (QMP) prepared in accordance with "EPA Requirements for Quality Management Plans (QA/R-2)," (EPA/240/B-01/002, March 2001) or equivalent documentation as determined by U.S. EPA.

Upon request by U.S. EPA, Respondents shall have such a laboratory analyze samples submitted by U.S. EPA for quality assurance monitoring. Respondents shall provide to U.S. EPA the QA/QC procedures followed by all sampling teams and laboratories performing data collection and/or analysis. Respondents shall also ensure provision of analytical tracking information consistent with OSWER Directive No. 9240.0-2B, "Extending the Tracking of Analytical Services to PRP-Lead Superfund Sites."

Upon request by U.S. EPA, Respondents shall allow U.S. EPA or its authorized representatives to take split and/or duplicate samples of any samples collected by Respondents or their contractors or agents. Respondents shall notify U.S. EPA and Illinois EPA not less than 10 business days in advance of any sample collection activity. U.S. EPA shall have the right to take any additional samples that it deems necessary.

When applicable, the "TRW Recommendations for Sampling and Analysis of Soil at Lead (Pb) Sites," OSWER 9285.7-38, April, 2000 guidance should be used to collect and analyze soil lead samples.

i. Quality Assurance Project Plan (QAPP)

The Respondents shall prepare a draft, Site-specific QAPP covering sample analysis and data handling for samples collected during the RI, based on the Administrative Order and guidance provided by U.S. EPA. The QAPP shall be consistent with the requirements of the U.S. EPA Contract Lab Program (CLP)

for laboratories proposed outside the CLP. The U.S. EPA strongly encourages the Respondents to follow U.S. EPA Region 5 Superfund Division Model QAPP guidance to prepare the QAPP.

The Respondents shall prepare a final QAPP after receiving comments from U.S. EPA on the draft QAPP. Draft and final submittals by the Respondents shall follow the schedule of the RI/FS Support Sampling Plan.

Prior to submitting the draft QAPP, the Respondents shall participate in a pre-QAPP meeting or conference call with U.S. EPA. The purpose of this meeting or conference call is to discuss QAPP requirements and obtain any clarification needed to prepare the QAPP.

ii. Field Sampling Plan

The Respondents shall develop a Field Sampling Plan, as described in "Guidance for Conducting Remedial Investigations and Feasibility Studies Under CERCLA," October, 1988. The Field Sampling Plan should supplement the QAPP and cover all RI sample collection activities. The Respondents shall submit draft and final versions of the Field Sampling Plan according to the schedule for the RI/FS Support Sampling Plan.

D. Health and Safety Plan

Respondents shall prepare a Site Health and Safety Plan which is designed to protect on-site personnel, area residents, and nearby workers from physical, chemical, and all other hazards posed by sampling events described in this SOW. The Health and Safety Plan shall develop the performance levels and criteria necessary to address the following areas:

- General requirements
- Personnel
- Levels of protection
- Safe work practices and safe guards
- Medical surveillance
- Personal and environmental air monitoring
- Personal hygiene
- Decontamination - personal and equipment
- Site work zones
- Contaminant control
- Contingency and emergency planning (including response to fires/explosions)
- Logs, reports, and record keeping

The Health and Safety Plan shall, at a minimum, follow U.S. EPA guidance document "Standard Operating Safety Guides" (Publication 9285.1-03, PB92-963414, June, 1992), and all OSHA requirements as outlined in 29 CFR 1910.

E. Schedule

Respondents shall include a schedule which identifies timing for initiation and completion of all tasks to be completed as part of this RI/FS Support Sampling Plan. An amended RI/FS Support Sampling Plan, if required, shall be submitted to U.S. EPA and Illinois EPA within 30 calendar days of the receipt of U.S. EPA's comments on the draft RI/FS Support Sampling Plan.

TASK 2: COMMUNITY RELATIONS SUPPORT

The development and implementation of community relations activities are the responsibility of U.S. EPA, in consultation with Illinois EPA. The critical community relations planning steps performed by U.S. EPA and Illinois EPA include conducting community interviews and developing a community relations plan. Although implementation of the community relations plan is the responsibility of U.S. EPA and Illinois EPA, the Respondents may assist by providing information regarding the Site's history, participating in public meetings, assisting in preparing fact sheets for distribution to the general public, or conducting other activities approved by U.S. EPA and Illinois EPA.

The U.S. EPA and Illinois EPA are not required to formally respond to significant comments except during the formal public comment period on the proposed plan after the RI/FS. The extent of Respondents' involvement in community relations activities is left to the discretion of U.S. EPA and Illinois EPA. The Respondents' community relations responsibilities, if any, shall be specified in the community relations plan. All Respondent-conducted community relations activities will be subject to oversight by U.S. EPA and Illinois EPA.

TASK 3: REMEDIAL INVESTIGATION

Respondents shall conduct the Remedial Investigation according to the U.S. EPA approved Sampling Plan and schedule. Respondents shall coordinate activities with U.S. EPA's Remedial Project Manager (RPM).

Respondents shall provide the RPM and the Illinois EPA Site Coordinator with analytical data within 45 days of each sampling activity in an electronic format showing location, medium, and results. Within seven days of completion of field activities, Respondents shall notify U.S. EPA and Illinois EPA in writing.

TASK 4: REMEDIAL INVESTIGATION/FEASIBILITY STUDY (RI/FS) REPORT

Within 180 calendar days of the collection of the last field sample (as designated by the U.S. EPA RPM) as part of the Remedial Investigation (Task 3), Respondents shall submit to U.S. EPA for approval a draft RI/FS Report addressing all of the Site and nearby areas. The RI/FS shall be consistent with the Administrative Order and this SOW. The RI/FS shall be completed in accordance with the following requirements:

1 Executive Summary

2 Site Characterization

2.1 Site Description and Background

2.1.1 Site Location and Physical Setting
2.1.2 Present and Past Facility Operations and Disposal Practices
2.1.3 Geology/Hydrology/Hydrogeology
2.1.4 Current and Past Groundwater Use in the Site Area
2.1.5 Surrounding Land Use and Populations
2.1.6 Sensitive Ecosystems
2.1.7 Meteorology/Climatology

2.2 Groundwater Fate and Transport

2.2.1 Contaminant Characteristics
2.2.2 Groundwater Fate and Transport Processes
2.2.3 Groundwater Contaminant Migration Trends
2.2.4 Groundwater Modeling

2.3 Characterization of Other Media

2.3.1 Surface Water
2.3.2 Air
2.3.3 Soil
2.3.4 Sediments

2.4 Previous Removal/Remedial Actions
2.5 Source, Nature, and Extent of Contamination
2.6 Analytical Data
2.7 Results of Pilot Tests
2.8 Human Health Risk Assessment
2.9 Ecological Risk Assessment

3 Identification of Remedial Action Objectives

- 3.1 Determination of Remedial Action Scope
- 3.2 Determination of Remedial Action Schedule
- 3.3 Identification of and Compliance with Applicable or Relevant and Appropriate Requirements (ARAR)

4 Identification and Analysis of Remedial Action Alternatives

5 Detailed Analysis of Alternatives

- 5.1 Effectiveness
  - 5.1.1 Overall Protection of Human Health and the Environment
  - 5.1.2 Compliance with ARARs and Other Criteria, Advisories, and Guidance
  - 5.1.3 Long-Term Effectiveness and Permanence
  - 5.1.4 Reduction of Toxicity, Mobility, or Volume through Treatment
  - 5.1.5 Short-Term Effectiveness
- 5.2 Implementability
  - 5.2.1 Technical Feasibility
  - 5.2.2 Administrative Feasibility
  - 5.2.3 Availability of Services and Materials
  - 5.2.4 State and Community Acceptance
- 5.3 Cost
  - 5.3.1 Direct Capital Costs
  - 5.3.2 Indirect Capital Costs
  - 5.3.3 Long-Term Operations and Maintenance Costs

6 Comparative Analysis of Remedial Action Alternatives

7 Schedule for RI/FS Report Submission

RI/FS Outline:

1 Executive Summary

The Executive Summary shall provide a general overview of the contents of the RI/FS. It shall contain a brief discussion of the Site and the current and/or potential threats posed by conditions at the Site.

2 Site Characterization

The RI/FS shall summarize available data on the physical, demographic, and other characteristics of the Site and the nearby areas. Specific topics which shall be addressed in the Site characterization are detailed below. The Site characterization shall concentrate on those characteristics necessary to evaluate and select an appropriate remedy.

2.1 Site Description and Background

The Site description includes current and historical information. The following types of information shall be included, where available and as appropriate, in the Site-specific conditions and the scope of the remedial action.

- 2.1.1 Site Location and Physical Setting
- 2.1.2 Present and Past Facility Operations and Disposal Practices
- 2.1.3 Geology/Hydrology/Hydrogeology
- 2.1.4 Current and Past Groundwater Use in the Site Area
- 2.1.5 Surrounding Land Use and Populations
- 2.1.6 Sensitive Ecosystems
- 2.1.7 Meteorology/Climatology

2.2 Groundwater Fate and Transport

- 2.2.1 Contaminant Characteristics
- 2.2.2 Groundwater Fate and Transport Processes
- 2.2.3 Groundwater Contaminant Migration Trends
- 2.2.4 Groundwater Modeling

2.3 Characterization of Other Media

- 2.3.1 Surface Water
- 2.3.2 Air
- 2.3.3 Soil
- 2.3.4 Sediments

2.4 Previous Removal Actions

The Site characterization section shall also describe any previous removal and remedial actions at the Site and nearby areas. Previous information shall be organized as follows:

- The scope and objectives of the previous removal action(s)
- The amount of time spent on the previous removal action(s)
- The nature and extent of hazardous substances, pollutants, or contaminants treated or controlled during the previous removal action(s) (including all monitoring conducted)
- The technologies used and/or treatment levels used for the previous removal action(s).

2.5 Source, Nature, and Extent of Contamination

This section shall summarize the available Site characterization data, including the locations of the hazardous substances, pollutants, or contaminants; the quantity, volume, size, or magnitude of the contamination; and the physical and chemical attributes of the hazardous pollutants or contaminants.

2.6 Analytical Data

This section shall present the available data, including, but not limited to, soil, groundwater, surface water, sediments, and air. This section should discuss any historical data gaps that were identified, and the measures taken to develop all necessary, additional data.

2.7 Results of Pilot Tests

This section shall document the results of any pilot tests, including treatability studies, as referenced in the RI/FS Support Sampling Plan.

2.8 Human Health Risk Assessment

The human health risk assessment shall focus on actual and potential risks to persons coming into contact with on-site contaminants as well as risks to the nearby residential and industrial worker populations from exposure to contaminated soils, sediments, surface water, air, and ingestion of contaminated organisms in nearby, impacted ecosystems. Central tendency and reasonable maximum estimates of exposure shall be defined for current land use conditions and reasonable future land use conditions. The risk assessment shall use data from the Site and nearby areas to identify the contaminants of concern (COC), provide an estimate of how and to what extent human receptors might

be exposed to these contaminants, and provide an assessment of the health effects associated with these contaminants. The evaluation shall project the potential risk of health problems occurring if no cleanup action is taken at the Site and/or nearby areas, and establish target action levels for COCs (carcinogenic and non-carcinogenic).

The risk evaluation shall be conducted in accordance with U.S. EPA guidance including, at a minimum: "Risk Assessment Guidance for Superfund (RAGS), Volume I - Human Health Evaluation Manual (Part A)," Interim Final (EPA-540-1-89-002)," OSWER Directive 9285.7-01A; December 1, 1989; and "Risk Assessment Guidance for Superfund (RAGS), Volume I - Human Health Evaluation Manual (Part D, Standardized Planning, Reporting, and Review of Superfund Risk Assessments)," Interim, (EPA 540-R-97-033), OSWER 9285.7-01D, January, 1998.

Additional guidance on performing the human health risk assessment is found in the following USEPA OSWER directives:

1) "Clarification to the 1994 Revised Interim Soil Lead Guidance for CERCLA Sites and RCRA Corrective Action Facilities," OSWER Directive 9200.4-27; August, 1998,

2) "Implementation of the Risk Assessment Guidance for Superfund (RAGS) Volume I - Human Health Evaluation Manual, (Part D, Standardized Planning, Reporting, and Review of Superfund Risk Assessments) (Interim)," OSWER Directive 9285.7-01D-1; December 17, 1997,

3) "Soil Screening Guidance: Technical Background Document," OSWER Directive 9355.4-17A; May 1, 1996,

4) "Soil Screening Guidance: User's Guide," Publication 9355.4-23; April, 1996,

5) "Revised Interim Soil Lead Guidance for CERCLA Sites and RCRA Corrective Action Facilities," OSWER Directive 9355.4-12; July 14, 1994,

6) "Guidance Manual for the Integrated Exposure Uptake Biokinetic (IEUBK) Model for Lead in Children," Publication 9285.7-15-1; February, 1994, and associated, clarifying Short Sheets on IEUBK Model inputs, including but not limited to OSWER 9285.7-32 through 34, as listed on the OSWER lead internet site at www.epa.gov/superfund/programs/lead/prods.htm.

7) "Integrated Exposure Uptake Biokinetic (IEUBK) Model for Lead in Children," Version 0.99D, NTIS PB94-501517, 1994 or "Integrated Exposure Uptake Biokinetic (IEUBK) Model for Lead in Children," Windows© version, 2001,

8) "Risk Assessment Guidance for Superfund: Volume I - Human Health Evaluation Manual: (Part B, Development of Risk-based Preliminary Remediation Goals)," Interim, OSWER Directive 9285.7-01B; December, 1991, and

9) "Human Health Evaluation Manual, Supplemental Guidance: Standard Default Exposure Factors," OSWER Directive 9285.6-03; March 25, 1991.

Guidance on assessing human health risk associated with adult exposures to lead in soil is found in the following document: "Recommendations of the Technical Review Workgroup for Lead for an Interim Approach to Assessing Risks Associated with Adult Exposures to Lead in Soil," December, 1996. This document may be downloaded from the Internet at the following address: www.epa.gov/superfund/programs/lead/prods.htm.

The human health risk assessment shall also include the following elements:

- Hazard Identification (sources). The Respondents shall review available information on the hazardous substances present at the Site and nearby areas, and identify the major COCs. COCs should be selected based on their detected concentrations and intrinsic toxicological properties.

- Conceptual Site Model and Exposure/Pathway Analysis.

- Characterization of Site and Potential Receptors.

- Exposure Assessment. Respondents shall develop central tendency and reasonable maximum estimates of exposure for current and potential land use conditions at and near the Site.

- Toxicity Assessment

- Risk Characterization.

- Identification of Limitations/Uncertainties.

2.9 Ecological Risk Assessment

The ecological risk assessment shall be conducted in accordance with U.S. EPA guidance including, at a minimum: "Ecological Risk Assessment Guidance for Superfund, Process for Designing and Conducting Ecological Risk Assessments," (EPA-540-R-97-006, June 1997), OSWER Directive 9285.7-25.

The ecological risk assessment shall describe the data collection activities conducted as part of Task 1(B)(vi) as well as the following information:

- Hazard Identification (sources). The Respondents shall review available information on the hazardous substances present at and adjacent to the Site and identify the major COCs.

- Dose-Response Assessment. COCs should be selected based on their intrinsic toxicological properties.

- Preparation of Conceptual Exposure/Pathway Analysis.

- Characterization of Site and Potential Receptors.

- Selection of Chemicals, Indicator Species, and End Points. In preparing the assessment, the Respondents shall select representative chemicals, indicator species (species that are especially sensitive to environmental contaminants), and end points on which to concentrate.

- Exposure Assessment. The exposure assessment will identify the magnitude of actual exposures, the frequency and duration of these exposures, and the routes by which receptors are exposed. The exposure assessment shall include an evaluation of the likelihood of such exposures occurring and shall provide the basis for the development of acceptable exposure levels.

- Toxicity Assessment/Ecological Effects Assessment. The toxicity and ecological effects assessment will address the types of adverse environmental effects associated with chemical exposures, the relationships between magnitude of exposures and adverse effects, and the related uncertainties for contaminant toxicity (e.g., weight of evidence for adverse effects).

- Risk Characterization. During risk characterization, chemical-specific toxicity information, combined with quantitative and qualitative information from the exposure assessment, shall be compared to measured levels of contaminant exposure levels and the levels predicted through environmental fate and transport modeling. These comparisons shall determine whether concentrations of contaminants at or near the Site are affecting or could potentially affect the environment.

- Identification of Limitations/Uncertainties. Respondents shall identify critical assumptions (e.g., background concentrations and conditions) and uncertainties in the report.

3 Identification of Remedial Action Objectives

The RI/FS shall develop remedial and, where appropriate, removal action objectives, taking into consideration the following factors:

- Prevention or abatement of actual or potential exposure to nearby human populations (including workers and residents), animals, and the food chain from hazardous substances, pollutants, or contaminants;
- Prevention or abatement of actual or potential contamination of drinking water supplies and ecosystems;
- Stabilization or elimination of hazardous substances in drums, barrels, tanks, or other bulk storage containers that may pose a threat of release;
- Treatment or elimination of hazardous substances, pollutants, or contaminants in soils, sediments, groundwater, surface water, or air that may migrate;
- Elimination of threat of fire or explosion;
- Acceptable chemical-specific contaminant levels or range of levels for all exposure routes; and
- Mitigation or abatement of other situations or factors that may pose threats to human health, welfare, or the environment.

3.1 Determination of Remedial Action Scope

The RI/FS shall define the broad scope and specific short-term and long-term objectives of the remedial action and address the protectiveness of the remedial action.

3.2 Determination of Remedial Action Schedule

The general schedule for remedial action and, where appropriate, removal activities shall be developed, including the start and completion times for the remedial action.

3.3 Identification of and Compliance with ARARs

The RI/FS Report shall identify all ARARs at the Federal and State levels, and other Federal or State advisories, criteria, or guidance to be considered (TBC) that will apply to the remedial action. The RI/FS shall also describe how the ARARs, advisories, criteria, and TBCs will be met.

4 Identification and Analysis of Remedial Action Alternatives

The RI/FS Report shall identify remedial alternatives. Development of alternatives shall be fully integrated with the Site characterization activities of the RI. The preliminary list of alternatives to address soil, sediments, surface water, groundwater, and air contamination at the Site and nearby areas shall consist of, but is not limited to, treatment technologies (i.e., thermal methods), removal and off-site treatment/disposal, removal and on-site disposal, and in-place containment for soils, sediments, and wastes.

Based on the analysis of the nature and extent of contamination and on the cleanup objectives developed in the previous sections, a limited number of alternatives appropriate for addressing the remedial action objectives shall be identified and assessed. The limited number of alternatives identified shall be a result of a preliminary screening and evaluation of the larger set of remedial alternatives initially identified. The limited number of alternatives shall include a "no-action alternative." Whenever practicable, the alternatives shall also consider the CERCLA preference for treatment over conventional containment or land disposal approaches.

The use of presumptive remedy guidance, if appropriate and applicable to any of the disposal areas of the Site, may also provide an immediate focus to the identification and analysis of alternatives. This guidance includes, but is not limited to: "Implementing Presumptive Remedies" (EPA 540-R-97-029, October 1997). Presumptive remedies involve the use of remedial technologies that have been consistently selected at similar sites or for similar contamination.

The limited number of alternatives selected for detailed analysis, including any identified presumptive remedies, shall be described with enough detail so that the entire treatment process can be understood. Technologies that may apply to the media or source of contamination shall be listed in the RI/FS Report.

5 Detailed Analysis of Alternatives

Defined alternatives are evaluated against the short and long-term aspects of three broad criteria: effectiveness, implementability, and cost.

5.1 Effectiveness

The effectiveness of an alternative refers to its ability to meet the objective regarding the scope of the remedial action. The "Effectiveness" discussion for each alternative shall evaluate the degree to which the technology would mitigate threats to human health and the environment. Criteria to be considered include:

5.1.1 Overall Protection of Human Health and the Environment

How well each alternative protects human health and the environment shall be discussed in a consistent manner. Assessments conducted under other evaluation criteria, including long-term effectiveness and permanence, short-term effectiveness, and compliance with ARARs shall be included in the discussion. Any unacceptable short-term impacts shall be identified. The discussion shall focus on how each alternative achieves adequate protection and describe how the alternative will reduce, control, or eliminate risks at the Site and nearby areas through the use of treatment, engineering controls, or institutional controls.

5.1.2 Compliance with ARARs and Other Criteria, Advisories, and Guidance

The detailed analysis shall summarize which requirements are applicable or relevant and appropriate to an alternative and describe how the alternative meets those requirements. A summary table may be employed to list potential ARARs. In addition to ARARs, TBCs may be identified.

5.1.3 Long-Term Effectiveness and Permanence

This evaluation assesses the extent and effectiveness of the controls that may be required to manage risk posed by treatment of residuals and/or untreated wastes at the Site. The following components shall be considered for each alternative: magnitude of risk, and adequacy and reliability of controls.

5.1.4 Reduction of Toxicity, Mobility, or Volume Through Treatment

Respondents' analysis shall address U.S. EPA's policy of preference for treatment including an evaluation based on the following subfactors for a particular alternative:

- The treatment process(es) employed and the material(s) it will treat
- The amount of the hazardous or toxic materials to be destroyed or treated
- The degree of reduction expected in toxicity, mobility, or volume
- The degree to which treatment will be irreversible
- The type and quantity of residuals that will remain after treatment
- Whether the alternative will satisfy the preference for treatment

5.1.5 Short-Term Effectiveness

The short-term effectiveness criterion addresses the effects of the alternative during implementation before the remedial objectives have been met.

Alternatives shall also be evaluated with respect to their effects on human health and the environment following implementation. The following factors shall be addressed as appropriate for each alternative:

- Protection of the community
- Protection of the workers
- Environmental impacts
- Time until response objectives are achieved

5.2 Implementability

This section is an assessment of the implementability of each alternative in terms of the technical and administrative feasibility and the availability of the goods and services necessary for each alternative's full execution. The following factors shall be considered under this criterion:

5.2.1 Technical Feasibility

The degree of difficulty to construct and operate the technology; the reliability of the technology, the availability of necessary services and materials; the scheduling aspects of implementing the alternatives during and after implementation; the potential impacts on the local community during construction operations; and the environmental conditions with respect to set-up, construction, and operation shall be described. Potential future removal actions shall also be discussed. The ability to monitor the effectiveness of the alternatives may also be described.

5.2.2 Administrative Feasibility

The administrative feasibility factor evaluates those activities needed to coordinate with other offices and agencies. The administrative feasibility of each alternative shall be evaluated, including the need for off-site permits, adherence to applicable non-environmental laws, and concerns of other regulatory agencies. Factors that shall be considered include, but are not limited to, the following: statutory limits, permits, and waivers.

5.2.3 Availability of Services and Materials

The RI/FS must determine if off-site treatment, storage, and disposal capacity; equipment, personnel, services and materials; and other resources necessary to implement an alternative shall be available in time to maintain the remedial schedule.

5.2.4 State and Community Acceptance

State and community acceptance will be considered by U.S. EPA before a final remedial action is decided. Respondents need only mention in the RI/FS that U.S. EPA will consider and address State and community acceptance of an alternative when making a recommendation and in the final selection of the alternative in the ROD.

5.3 Cost

Each alternative shall be evaluated to determine its projected costs. The evaluation should compare each alternative's capital, and operations and maintenance costs. The present worth of each alternative should be calculated.

5.3.1 Direct Capital Costs

Costs for construction, materials, land, transportation, analysis of samples, and treatment shall be presented.

5.3.2 Indirect Capital Costs

Costs for design, legal fees, and permits shall be presented.

5.3.3 Long-Term Operations and Maintenance Costs

Costs for maintenance and long-term monitoring shall be presented.

6 Comparative Analysis of Remedial Action Alternatives

Once remedial action alternatives have been described and individually assessed against the evaluation criteria described in Section 5 above, a comparative analysis shall be conducted to evaluate the relative performance of each alternative in relation to each of the criteria. The purpose of the analysis shall be to identify advantages and disadvantages of each alternative relative to one another so that key tradeoffs that would affect the remedy selection can be identified.

7 Schedule for RI/FS Report Submission

The Respondents shall hold monthly meetings with U.S. EPA and Illinois EPA to review the RI/FS progress.

Within 120 calendar days following the collection of the last field sample as part of the Remedial Investigation (Task 3), Respondents shall present at a meeting the alternatives to undergo a more detailed analysis. Respondents shall provide U.S. EPA and Illinois

EPA with enough information before the meeting, including an agenda, such that U.S. EPA and Illinois EPA are able to prepare for the meeting.

A draft RI/FS Report shall be submitted to U.S. EPA and Illinois EPA within 180 calendar days of the collection of the last field sample as part of the RI. The amended RI/FS, if required, shall be submitted to U.S. EPA and Illinois EPA within 45 calendar days of receipt of U.S. EPA's comments on the draft RI/FS.

Following U.S. EPA approval of the RI/FS, U.S. EPA will issue a Proposed Plan to the public wherein U.S. EPA will propose one alternative, or a combination of alternatives evaluated in the FS, as the preferred alternative. Public comments will be solicited and evaluated before U.S. EPA makes a final decision on a remedial plan. The final decision will be documented in the ROD for the Site and nearby areas.

TASK 5: PROGRESS REPORTS

Respondents shall submit monthly written progress reports to U.S. EPA and Illinois EPA concerning actions undertaken pursuant to the Administrative Order and this SOW, beginning 30 calendar days after the effective date of the Administrative Order, until termination of the Administrative Order, unless otherwise directed in writing by the RPM. These reports shall describe all significant developments during the preceding period, including the work performed and problems encountered, analytical data received during the reporting period, and developments anticipated during the next reporting period, including a schedule of work to be performed, anticipated problems, and actual or planned resolutions of past or anticipated problems.

SCHEDULE FOR MAJOR DELIVERABLES

Deliverable	Deadline
TASK 1: Draft RI/FS Support Sampling Plan	90 calendar days after effective date of Order
TASK 1: Final RI/FS Support Sampling Plan	30 calendar days after receipt of U.S. EPA comments
TASK 3: RI	
Analytical Data of Each Sampling Activity	Within 45 days of each sampling activity
Notification of Completion of Field Activities	Within 7 days of completion of field activities
TASK 4: Draft RI/FS Report	180 calendar days following collection of last field sample as part of RI (Task 2), to be designated by RPM
TASK 4: Final RI/FS Report	45 calendar days after receipt of U.S. EPA comments on draft RI/FS Report
TASK 5: Monthly Progress Reports	10th business day of each month (commencing 30 days after effective date of Order)
Miscellaneous Documents	In accordance with submittal date provided by RPM

REFERENCES

The following list, although not comprehensive, comprises many of the regulations and guidance documents that apply to the RI/FS process:

RI/FS Process:

"National Oil and Hazardous Substances Pollution Contingency Plan (NCP); Final Rule" (40 CFR Part 300)

"Guidance for Conducting Remedial Investigations and Feasibility Studies Under CERCLA," U.S. EPA, Office of Emergency and Remedial Response, October 1988, OSWER Directive No. 9355.3-01.

"Guidance on Conducting Non-Time Critical Removal Actions Under CERCLA" (Publication 9360.0-32, August 1993)

"Interim Guidance on Potentially Responsible Party Participation in Remedial Investigation and Feasibility Studies," U.S. EPA, Office of Waste Programs Enforcement, Appendix A to OSWER Directive No. 9355.3-01.

"Guidance on Oversight of Potentially Responsible Party Remedial Investigations and Feasibility Studies," U.S. EPA, Office of Waste Programs Enforcement, OSWER Directive No. 9835.3

"A Compendium of Superfund Field Operations Methods," Two Volumes, U.S. EPA,.Office of Emergency and Remedial Response, EPA/540/P-87/001a, August 1987, OSWER Directive No. 9355.0-14.

"EPA NEIC Policies and Procedures Manual," May 1978, revised November 1984, EPA-330/9-78-001-R.

"Data Quality Objectives for Remedial Response Activities," U.S. EPA, Office of Emergency and Remedial Response and Office of Waste Programs Enforcement, EPA/540/G-87/003, March 1987, OSWER Directive No. 9335.0-7B.

"Interim Guidance on Compliance with Applicable or Relevant and Appropriate Requirements," U.S. EPA, Office of Emergency and Remedial Response, July 9, 1987, OSWER Directive No. 9234.0-05.

"CERCLA Compliance with Other Laws Manual," Two Volumes, U.S. EPA, Office of Emergency and Remedial Response, August 1988 (draft), OSWER Directive No. 9234.1-01 and -02.

"Guidance on Remedial Actions for Contaminated Ground Water at Superfund Sites," U.S. EPA, Office of Emergency and Remedial Response, (draft), OSWER Directive No. 9283.1-2.

"Draft Guidance on Preparing Superfund Decision Documents," U.S. EPA, Office of Emergency and Remedial Response, March 1988, OSWER Directive No. 9355.3-02

"Implementing Presumptive Remedies" (EPA 540-R-97-029, October 1997)

Quality Assurance Project Plans (QAPP) and Quality Management Plans (QMP)
"Guidelines and Specifications for Preparing Quality Assurance Project Plans," U.S. EPA, Office of Research and Development, Cincinnati, OH, QAMS-004/80, December 29, 1980.

"Interim Guidelines and Specifications for Preparing Quality Assurance Project Plans," U.S. EPA, Office of Emergency and Remedial Response, QAMS-005/80, December 1980.

"Users Guide to the EPA Contract Laboratory Program," U.S. EPA, Sample Management Office, August 1982.

"Extending the Tracking of Analytical Services to PRP-Lead Superfund Sites" OSWER Directive No. 9240.0-2B

"EPA Guidance for Quality Assurance Project Plans (QA/G-5)"(EPA/600/R-98/018, February 1998).

"EPA Requirements for Quality Assurance Project Plans (QA/R-5)" (EPA 240/B-01/003, March 2001).

"EPA Requirements for Quality Management Plans (QA/R-2)" (EPA/240/B-01/002, March 2001).

Health and Safety Requirements
"Health and Safety Requirements of Employees Employed in Field Activities," U.S. EPA, Office of Emergency and Remedial Response, July 12, 1981, EPA Order No. 1440.2.

OSHA Regulations in 29 CFR 1910.120 (Federal Register 45654, December 19, 1986).

"Interim Guidance on Administrative Records for Selection of CERCLA Response Actions," U.S. EPA, Office of Waste Programs Enforcement, March 1, 1989, OSWER Directive No. 9833.3A.

Community Relations
"Community Relations in Superfund: A Handbook," U.S. EPA, Office of Emergency and Remedial Response, June 1988, OSWER Directive No. 9230.0#3B.

"Community Relations During Enforcement Activities And Development of the Administrative Record," U.S. EPA, Office of Programs Enforcement, November 1988, OSWER Directive No. 9836.0-1A.

Human Health Risk Assessment

"Performance of Risk Assessments in Remedial Investigation /Feasibility Studies (RI/FSs) Conducted by Potentially Responsible Parties (PRPs)," August 28, 1990, OSWER Directive No. 9835.15.

"Role of the Baseline Risk Assessment in Superfund Remedy Selection Decisions," April 22, 1991, OSWER Directive No. 9355.0-30.

"Risk Assessment Guidance for Superfund (RAGS), Volume I - Human Health Evaluation Manual (Part A)," Interim Final (EPA-540-1-89-002)," OSWER Directive 9285.7-01A; December 1, 1989;

"Risk Assessment Guidance for Superfund (RAGS), Volume I - Human Health Evaluation Manual (Part D, Standardized Planning, Reporting, and Review of Superfund Risk Assessments)," Interim, (EPA 540-R-97-033), OSWER 9285.7-01D, January, 1998.

"Risk Assessment Guidance for Superfund - Volume II Environmental Evaluation Manual," March 1989, EPA/540/1-89/001

"Implementation of the Risk Assessment Guidance for Superfund (RAGS) Volume I - Human Health Evaluation Manual, (Part D, Standardized Planning, Reporting, and Review of Superfund Risk Assessments) (Interim)," OSWER Directive 9285.7-01D-1; December 17, 1997,

"Guidance for Data Usability in Risk Assessment," October, 1990, EPA/540/G-90/008

"Performance of Risk Assessments in Remedial Investigation /Feasibility Studies (RI/FSs) Conducted by Potentially Responsible Parties (PRPs)," August 28, 1990, OSWER Directive No. 9835.15.

"Role of the Baseline Risk Assessment in Superfund Remedy Selection Decisions," April 22, 1991, OSWER Directive No. 9355.0-30.

"Soil Screening Guidance: Technical Background Document," OSWER Directive 9355.4-17A; May 1, 1996,

"Soil Screening Guidance: User's Guide," Publication 9355.4-23; April, 1996,

"Risk Assessment Guidance for Superfund: Volume I - Human Health Evaluation Manual: (Part B, Development of Risk-based Preliminary Remediation Goals)," Interim, OSWER Directive 9285.7-01B; December, 1991, and

"Human Health Evaluation Manual, Supplemental Guidance: Standard Default Exposure Factors," OSWER Directive 9285.6-03; March 25, 1991.

Lead in Soil

"Revised Interim Soil Lead Guidance for CERCLA Sites and RCRA Corrective Action Facilities," OSWER Directive 9355.4-12; July 14, 1994,

"Clarification to the 1994 Revised Interim Soil Lead Guidance for CERCLA Sites and RCRA Corrective Action Facilities," OSWER Directive 9200.4-27; August, 1998,

"Guidance Manual for the Integrated Exposure Uptake Biokinetic (IEUBK) Model for Lead in Children," Publication 9285.7-15-1; February, 1994, and associated, clarifying Short Sheets on IEUBK Model inputs, including but not limited to OSWER 9285.7-32 through 34, as listed on the OSWER lead internet site at www.epa.gov/superfund/programs/lead/prods.htm,

"Integrated Exposure Uptake Biokinetic (IEUBK) Model for Lead in Children," Version 0.99D, NTIS PB94-501517, 1994 or "Integrated Exposure Uptake Biokinetic (IEUBK) Model for Lead in Children," Windows© version, 2001,

"TRW Recommendations for Sampling and Analysis of Soil at Lead (Pb) Sites," OSWER 9285.7-38, April, 2000

"Recommendations of the Technical Review Workgroup for Lead for an Interim Approach to Assessing Risks Associated with Adult Exposures to Lead in Soil," December, 1996. (www.epa.gov/superfund/programs/lead/prods.htm)

Ecological Risk Assessment

"U.S. EPA Ecological Risk Assessment Guidance for Superfund: Process for Designing and Conducting Ecological Risk Assessments." Office of Ecological and Remedial Response, Washington, D.C. 1997 (EPA-540-R-97-006, June 1997; OSWER Directive 9285.7-25).

ENCLOSURE THREE

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 5

IN THE MATTER OF: Old American Zinc (OAZ) Site Blue Tee Corp., XTRA Intermodal, Inc., General Services Administration RESPONDENTS. Proceeding Under Sections 104, 122(a), and 122(d)(3) of the Comprehensive Environmental Response, Compensation, and Liability Act as amended (42 U.S.C. Sections 9604, 9622(a), 9622(d)(3)).	)	U.S. EPA Docket No.

DRAFT

ADMINISTRATIVE ORDER ON CONSENT
FOR REMEDIAL INVESTIGATION/FEASIBILITY STUDY

I. INTRODUCTION

1. This Administrative Order on Consent (Consent Order) is entered into voluntarily by the United States Environmental Protection Agency (EPA), Blue Tee Corporation, XTRA Intermodal, Inc., and the General Services Administration (GSA), the Respondents. The Consent Order concerns the preparation of, performance of, and reimbursement for all costs incurred by EPA in connection with a remedial investigation and feasibility study (RI/FS) for the Old American Zinc (OAZ) Superfund Site in Fairmont City, Illinois (the Site), which is generally depicted in Attachment A, as well as past response costs (with the exception of Blue Tee Corp. as to past response costs incurred through the execution of the Removal Action Administrative Order on Consent).

II. JURISDICTION

2. This Consent Order is issued under the authority

122(a) and 122(d)(3) of the Comprehensive Environmental Response, Compensation, and Liability Act, as amended, 42 U.S.C. Sections 9604, 9622(a), 9622(d)(3) (CERCLA). This authority was delegated to the Administrator of EPA on January 23, 1987, by Executive Order 12580, 52 Fed. Reg. 2926 (1987), and further delegated to Regional Administrators as of January 16, 2002, by U.S. EPA Delegation Nos. 14-1 and 14-2, and to the Director, Superfund Division, Region 5, by Regional Delegation Nos. 14-1 and 14-2.

3. The Respondents agree to undertake all actions required by the terms and conditions of this Consent Order. In any action by EPA or the United States to enforce the terms of this Consent Order, Respondents consent to and agree not to contest the authority or jurisdiction of the Regional Administrator or the Superfund Division Director to issue or enforce this Consent Order, and agree not to contest the validity of this Order or its terms.

III. PARTIES BOUND

4. This Consent Order shall apply to and be binding upon EPA and shall be binding upon the Respondents, their agents, successors, assigns, officers, directors and principals. Each Respondent is jointly and severally responsible for carrying out all actions required of it by this Consent Order. The signatories to this Consent Order certify that they are authorized to execute and legally bind the parties they represent to this Consent Order. No change in the ownership or corporate status of the Respondents or of the facility or site shall alter Respondents' responsibilities under this Consent Order.

5. The Respondents shall provide a copy of this Consent Order to any subsequent owners or successors before ownership rights or stock or assets in a corporate acquisition are transferred. Respondents shall provide a copy of this Consent Order to all contractors, subcontractors, laboratories, and consultants which are retained to conduct any work performed under this Consent Order, within 14 days after the effective date of this Consent Order or the date of retaining their services, whichever is later. Respondents shall condition any such contracts upon satisfactory compliance with this Consent Order. Notwithstanding the terms of any contract, Respondents are responsible for compliance with this Consent Order and for ensuring that their subsidiaries, employees, contractors, consultants, subcontractors, agents and attorneys comply with this Consent Order.

IV. STATEMENT OF PURPOSE

6. In entering into this Consent Order, the objectives of EPA and the Respondents are: (a) to determine the nature and extent of contamination and any threat to the public health, welfare, or the environment caused by the release or threatened release of hazardous substances, pollutants or contaminants at or from the site or facility, by conducting a remedial investigation; (b) to determine and evaluate alternatives for remedial action (if any) to prevent, mitigate or otherwise respond to or remedy any release or threatened release of hazardous substances, pollutants, or contaminants at or from the site or facility, by conducting a feasibility study; and (c) to recover response and oversight costs incurred by EPA with respect to the Site.

7. The activities conducted under this Consent Order are subject to approval by EPA and shall provide all appropriate necessary information for the RI/FS, the baseline risk assessment, and for a record of decision that is consistent with CERCLA and the National Contingency Plan (NCP), 40 C.F.R. Part 300. The activities conducted under this Consent Order shall be conducted in compliance with all applicable EPA guidance, policies, and procedures.

V. FINDINGS OF FACT

Based on available information, including the Administrative Record in this matter, U.S. EPA hereby finds, and, for purposes of enforceability of this Order only, the Respondents stipulate that the factual statutory prerequisites under CERCLA necessary for issuance of this Order have been met. U.S. EPA's findings and this stipulation include the following:

8. The Site is located in Fairmont City, Illinois and consists of an approximately 132 acre industrial facility, as well as nearby creeks and wetlands; and nearby or adjacent residential, industrial, commercial and school properties.

9. The Site is generally depicted in a map attached as Attachment A.

10. Granby Mining and Smelting Company built a primary zinc smelter on the Site in 1912 and operated the facility until 1916. American Zinc Company of Illinois, a subsidiary of American Zinc, Lead and Smelting Company, purchased the smelter in 1916 and continued smelting operations at the facility until 1967.

11. In 1941, the Defense Plant Corporation (DPC), a federally established entity, leased property from American Zinc at Fairmont City, Illinois. DPC contracted with American Zinc to have facilities, equipment and machinery added to the leased property. DPC then leased the same property back to American Zinc. In 1941, another federally created entity, the Metals Reserve Company (MRC), contracted with American Zinc in order to supply and store zinc concentrates on American Zinc property. In 1943, MRC contracted to buy metallic zinc residues from American Zinc. In 1950, American Zinc purchased the additions to the Fairmont City, Illinois property. The federal entity known as the "General Services Administration" is the current successor to DPC and MRC.

12. In 1967, American Zinc discontinued operations at the Site and dismantled the facility. In 1976, XTRA Intermodal, Inc. ("XTRA") leased, and in 1979 purchased, the Site property from Azcon Corporation, a successor to American Zinc (and predecessor of Blue Tee Corp.)

13. XTRA Intermodal, Inc. used the property to store truck semi- trailers. During its ownership, XTRA Intermodal spread some of the remaining zinc slag piles over various sections of the Site to provide a level surface for semi-trailer truck movement and storage.

14. In November of 1994 the Illinois Environmental Protection Agency (IEPA) conducted an Integrated Site Assessment (ISA) at this Site. Laboratory analysis of samples taken from the Site showed high levels of arsenic, cadmium, copper, lead, mercury, and zinc. Numerous soil samples were also taken from the OAZ industrial property and surrounding areas. An analysis of these soil samples showed elevated levels of arsenic, lead, and zinc.

15. On February 14, 1996 the Illinois Department of Public Health prepared a Health Consultation Report on this Site. The report concluded that:

a. The OAZ Site in Fairmont City, Illinois poses a public threat based on chronic exposure of children to arsenic, cadmium, and lead in residential soils surrounding the OAZ industrial property.

b. Nearby residents are exposed to contaminated airborne particles which originate on-Site. This exposure would be the highest during dry windy periods or when Site activity is high. The extent of this exposure and resulting health effects (if

any) cannot be determined without sufficient air monitoring data.

c. Worker exposure to on-Site contaminants certainly occurs. The highest exposures would likely occur during activities which disturb the waste material.

16. On November 2, 1999 U.S. EPA conducted a follow-up Site assessment at this Site, including surrounding residential areas. An analysis of samples taken during this Site assessment revealed high lead levels in samples taken from the former OAZ property and samples taken from adjacent residential properties. The lead concentrations in the samples taken exceed the U. S. EPA removal action levels of 400 mg/kg for lead in residential soils and 1000 mg/kg for lead in industrial soils.

17. On March 22, 2002, U.S. EPA entered into a CERCLA Section 106 Administrative Order by Consent (AOC) with Blue Tee Corp. The AOC requires the performance of sampling and, as necessary, removal actions at the residential and other at-risk properties adjacent to the Site, and prevention of recontamination of these adjacent properties. In return for performing this clean up, Blue Tee Corp. will receive a covenant for all removal activities at the adjacent properties to the Site, contribution protection for the value of the clean up performed and a waiver of U.S. EPA past costs incurred through the execution of the AOC.

VI. CONCLUSIONS OF LAW AND DETERMINATIONS

18. The OAZ site, as described above, is a "facility" as defined in Section 101(9) of CERCLA, 42 U.S.C. Section 9601(9).

19. Lead, arsenic, cadmium, mercury and zinc wastes and constituents thereof at the site, sent to the site, disposed of at the site, and/or transported to the site identified in paragraphs 11 and 13 through 16 are "hazardous substances" as defined in Section 101(14) of CERCLA, 42 U.S.C. Section 9601(14), or constitute "any pollutant or contaminant" that may present an imminent and substantial danger to public health or welfare under Section 104(a)(1) of CERCLA.

20. The presence of hazardous substances at the site or the past, present or potential migration of hazardous substances currently located at or emanating from the site, constitute actual and/or threatened "releases" as defined in Section 101(22) of CERCLA, 42 U.S.C. Section 9601(22).

21. Each Respondent (Blue Tee Corp., XTRA Intermodal, Inc., and GSA) is a "person" as defined in Section 101(21) of CERCLA, 42 U.S.C. Section 9601(21).

22. Each Respondent is a responsible party under Sections 104, 107 and 122 of CERCLA, 42 U.S.C. Sections 9604, 9607 and 9622.

23. The actions required by this Consent Order are necessary to protect the public health or welfare or the environment, or in the public interest, 42 U.S.C. Section 9622(a), are consistent with CERCLA and the NCP, 42 U.S.C. Sections 9604(a)(1), 9622(a), and will expedite effective remedial action and minimize litigation, 42 U.S.C. Section 9622(a).

VII. NOTICE

24. By providing a copy of this Consent Order to the state, EPA is notifying the state of Illinois that this Order is being issued and that EPA is the lead agency for coordinating, overseeing, and enforcing the response action required by the Order.

VIII. WORK TO BE PERFORMED

25. All work performed under this Consent Order shall be under the direction and supervision of qualified personnel. Within 15 days of the effective date of this Order, and before the work outlined below begins, the Respondents shall notify EPA in writing of the names, titles, and qualifications of the personnel, including contractors, subcontractors, consultants and laboratories to be used in carrying out such work. With respect to any proposed contractor, the Respondents shall demonstrate that the proposed contractor has a quality system which complies with ANSI/ASQC E4-1994, "Specifications and Guidelines for Quality Systems for Environmental Data Collection and Environmental Technology Programs," (American National Standard, January 5, 1995), by submitting a copy of the proposed contractor's Quality Management Plan (QMP). The QMP should be prepared in accordance with "EPA Requirements for Quality Management Plans (QA/R-2)," (EPA/240/B-01/002, March 2001) or equivalent documentation as determined by EPA. The qualifications of the persons undertaking the work for Respondents shall be subject to EPA's review, for verification that such persons meet minimum technical background and experience requirements. This Order is contingent on Respondents' demonstration to EPA's satisfaction that

Respondents are qualified to perform properly and promptly the actions set forth in this Consent Order. If EPA disapproves in writing of any person's technical qualifications, Respondents shall notify EPA of the identity and qualifications of the replacement within 15 days of the written notice. If EPA subsequently disapproves of the replacement, EPA reserves the right to terminate this Order and to conduct a complete RI/FS, and to seek reimbursement for costs and penalties from Respondents. During the course of the RI/FS, Respondents shall notify EPA in writing of any changes or additions in the personnel used to carry out such work, providing their names, titles, and qualifications. EPA shall have the same right to approve changes and additions to personnel as it has hereunder regarding the initial notification.

26. Respondents shall conduct activities and submit deliverables as provided by the attached RI/FS Statement of Work (SOW), which is incorporated by reference, for the development of the RI/FS. All such work shall be conducted in accordance with CERCLA, the NCP, and EPA guidance including, but not limited to, the "Interim Final Guidance for Conducting Remedial Investigations and Feasibility Studies under CERCLA" (OSWER Directive # 9355.3-01), "Guidance for Data Usability in Risk Assessment" (OSWER Directive #9285.7-05) and guidance referenced therein, and guidance referenced in the SOW, as may be amended or modified by EPA. The general activities that Respondents are required to perform are identified below, followed by a list of deliverables. The tasks that Respondents must perform are described more fully in the SOW and guidance. The activities and deliverables identified below shall be developed as provisions in the work plan and sampling and analysis plan, and shall be submitted to EPA as provided. All work performed under this Consent Order shall be in accordance with the schedules herein, and in full accordance with the standards, specifications, and other requirements of the work plan and sampling and analysis plan, as initially approved or modified by EPA, and as may be amended or modified by EPA from time to time. For the purpose of this Order, day means calendar day unless otherwise noted in the Order.

A. Task 1. RI/FS Support Sampling Plan.

1. Within 90 days of the effective date of this Order, Respondents shall submit to EPA a complete RI/FS Support Sampling Plan (SSP). If EPA disapproves of or requires revisions to the RI/FS SSP, in whole or in part, Respondents shall amend and submit to EPA a revised RI/FS SSP which incorporates all EPA comments, within 30 days of receiving EPA's

comments.

a. Sampling and Analysis Plan. As part of the SSP, Respondents shall submit to EPA a Sampling and Analysis Plan. This plan shall consist of a field sampling plan (FSP) and a quality assurance project plan (QAPP), as described in the SOW and guidances.

b. Site Health and Safety Plan. As part of the SSP, Respondents shall submit to EPA a Site Health and Safety Plan.

Following approval or modification by EPA, the RI/FS SSP is incorporated by reference herein.

B. Task II: Community Relations Support. Respondents shall provide community relations support for EPA and Illinois EPA as described in the SOW.

C. Task III: Remedial Investigation. Following EPA approval or modification of the SSP, Respondents shall implement the provisions of the plan to characterize the site. Respondents shall provide EPA with analytical data within 45 days of each sampling activity, in an electronic format (i.e., computer disk) showing the location, medium and results. Within 7 days of completion of field activities, Respondents shall notify EPA in writing.

D. Task IV: Remedial Investigation/Feasibility Study Report/Baseline Risk Assessment. Within 180 days following completion of the investigation activities set forth in the SOW and RI/FS SSP, Respondents shall submit a draft RI/FS Report and Baseline Risk Assessment consistent with the SOW and RI/FS SSP. The major components of the baseline risk assessment include contaminant identification, exposure assessment, toxicity assessment, and human health and ecological risk characterization. If EPA disapproves of or requires revisions to the RI/FS Report, in whole or in part, Respondents shall amend and submit to EPA a revised RI/FS Report which incorporates all of EPA's required revisions, within 45 days of receiving EPA's comments.

27. EPA reserves the right to comment on, modify and direct changes to all deliverables. At EPA's discretion, Respondents must fully correct all deficiencies and incorporate and integrate all information and comments supplied by EPA either in subsequent or resubmitted deliverables.

28. Respondents shall not proceed further with any

subsequent activities or tasks until receiving EPA approval for the following deliverables: RI/FS SSP, and RI/FS Report. While awaiting EPA approval on these deliverables, Respondents shall proceed with all other tasks and activities which may be conducted independently of these deliverables, in accordance with the schedule set forth in the SOW or other relevant portions of this Consent Order.

29. For all remaining deliverables not enumerated above in paragraph 28, Respondents shall proceed with all subsequent tasks, activities and deliverables without awaiting EPA approval on the submitted deliverable. EPA reserves the right to stop Respondents from proceeding further, either temporarily or permanently, on any task, activity or deliverable at any point during the RI/FS.

30. In the event that Respondents amend or revise a report, plan or other submittal upon receipt of EPA comments, if EPA subsequently disapproves of the revised submittal, or if subsequent submittals do not fully reflect EPA's directions for changes, EPA retains the right to seek stipulated or statutory penalties; perform its own studies, complete the RI/FS (or any portion of the RI/FS) under CERCLA and the NCP, and seek reimbursement from the Respondents for EPA costs; and/or seek any other appropriate relief.

31. In the event that EPA takes over some of the tasks, but not the preparation of the RI/FS, Respondents shall incorporate and integrate information supplied by EPA into the final RI/FS report.

32. Neither failure of EPA to expressly approve or disapprove of Respondents' submissions within a specified time period(s), nor the absence of comments, shall be construed as approval by EPA.

33. Respondents shall, prior to any off-site shipment of hazardous substances from the site to an out-of-state waste management facility, provide written notification to the appropriate state environmental official in the receiving state and to EPA's Designated Project Coordinator of such shipment of hazardous substances. However, the notification of shipments shall not apply to any such off-site shipments when the total volume of such shipments will not exceed 10 cubic yards.

(a) The notification shall be in writing, and shall include the following information, where available: (1) the name and location of the facility to which the hazardous

substances are to be shipped; (2) the type and quantity of the hazardous substances to be shipped; (3) the expected schedule for the shipment of the hazardous substances; and (4) the method of transportation. Respondents shall notify the receiving state of major changes in the shipment plan, such as a decision to ship the hazardous substances to another facility within the same state, or to a facility in another state.

(b) The identity of the receiving facility and state will be determined by Respondents following the award of the contract for the remedial investigation and feasibility study. Respondents shall provide all relevant information, including information under the categories noted in paragraph 33(a) above, on the off-site shipments, as soon as practical after the award of the contract and before the hazardous substances are actually shipped.

IX. MODIFICATION OF THE SUPPORT SAMPLING PLAN

34. If at any time during the RI/FS process, Respondents identify a need for additional data, a memorandum documenting the need for additional data shall be submitted to the EPA Project Coordinator within 20 days of identification. EPA in its discretion will determine whether the additional data will be collected by Respondents and whether it will be incorporated into reports and deliverables.

35. In the event of conditions posing an immediate threat to human health or welfare or the environment, Respondents shall notify EPA immediately. In the event of unanticipated or changed circumstances at the site, Respondents shall notify the EPA Project Coordinator by telephone within 24 hours of discovery of the unanticipated or changed circumstances. In addition to the authorities in the NCP, in the event that EPA determines that the immediate threat or the unanticipated or changed circumstances warrant changes in the RI/FS SSP, EPA shall modify or amend the RI/FS SSP in writing accordingly. Respondents shall perform the RI/FS SSP as modified or amended.

36. EPA may determine that in addition to tasks defined in the initially approved RI/FS SSP, other additional work may be necessary to accomplish the objectives of the RI/FS as set forth in the SOW for this RI/FS. EPA may require that the Respondents perform these response actions in addition to those required by the initially approved RI/FS SSP, including any approved modifications, if it determines that such actions are necessary for a complete RI/FS. Respondents shall confirm their willingness to perform the additional work in writing to EPA

within 7 days of receipt of the EPA request or Respondents shall invoke dispute resolution. Subject to EPA resolution of any dispute, Respondents shall implement the additional tasks which EPA determines are necessary. The additional work shall be completed according to the standards, specifications, and schedule set forth or approved by EPA in a written modification to the SSP or written RI/FS SSP supplement. EPA reserves the right to conduct the work itself at any point, to seek reimbursement from Respondents, and/or to seek any other appropriate relief.

X. QUALITY ASSURANCE

37. Respondents shall assure that work performed, samples taken and analyses conducted conform to the requirements of the SOW, the QAPP and guidance identified therein. Respondents shall assure that field personnel used by Respondents are properly trained in the use of field equipment and in chain of custody procedures. Respondents shall only use laboratories which have a documented quality system that complies with ANSI/ASQC E4-1994, "Specifications and Guidelines for Quality Systems for Environmental Data Collection and Environmental Technology Programs," (American National Standard, January 5, 1995) and "EPA Requirements for Quality Management Plans (QA/R-2)" (EPA/240/B-01/002, March 2001) or equivalent documentation as determined by EPA. EPA may consider laboratories accredited under the National Environmental Laboratory Accreditation Program (NELAP) to meet the quality system requirements.

XI. FINAL RI/FS, PROPOSED PLAN, PUBLIC COMMENT, RECORD OF DECISION, ADMINISTRATIVE RECORD

38. EPA retains the responsibility for the release to the public of the RI/FS Report and Baseline Risk Assessment. EPA retains responsibility for the preparation and release to the public of the Proposed Plan and Record of Decision in accordance with CERCLA and the NCP.

39. EPA will determine the contents of the administrative record file for selection of the remedial action. Respondents must submit to EPA documents developed during the course of the RI/FS upon which selection of the response action may be based. Respondents shall provide copies of plans, task memoranda for further action, quality assurance memoranda and audits, raw data, field notes, laboratory analytical reports and other reports. Respondents must additionally submit any previous studies conducted under state, local or other federal authorities relating to selection of the response action, and

all communications between Respondents and state, local or other federal authorities concerning selection of the response action. At EPA's discretion, Respondents may establish a community information repository at or near the site, to house one copy of the administrative record.

XII. PROGRESS REPORTS AND MEETINGS

40. Respondents shall make presentations at, and participate in, meetings at the request of EPA during the initiation, conduct, and completion of the RI/FS. In addition to discussion of the technical aspects of the RI/FS, topics will include anticipated problems or new issues. Meetings will be scheduled at EPA's discretion.

41. In addition to the deliverables set forth in this Order, Respondents shall provide to EPA monthly progress reports by the 10th day of the following month. At a minimum, with respect to the preceding month, these progress reports shall (1) describe the actions which have been taken to comply with this Consent Order during that month, (2) include all results of sampling and tests and all other data received by the Respondents, (3) describe work planned for the next two months with schedules relating such work to the overall project schedule for RI/FS completion and (4) describe all problems encountered and any anticipated problems, any actual or anticipated delays, and solutions developed and implemented to address any actual or anticipated problems or delays.

XIII. SAMPLING, ACCESS, AND DATA AVAILABILITY/ADMISSIBILITY

42. All results of sampling, tests, modeling or other data (including raw data) generated by Respondents, or on Respondents' behalf, during implementation of this Consent Order, shall be submitted to EPA in the subsequent monthly progress report as described in Section XII of this Order. EPA will make available to the Respondents validated data generated by EPA unless it is exempt from disclosure by any federal or state law or regulation.

43. Respondents will verbally notify EPA at least 15 days prior to conducting significant field events as described in the SOW or SSP. At EPA's verbal or written request, or the request of EPA's oversight assistant, Respondents shall allow split or duplicate samples to be taken by EPA (and its authorized representatives) of any samples collected by the Respondents in implementing this Consent Order. All split samples of Respondents shall be analyzed by the methods identified in the

QAPP.

44. At all reasonable times, EPA and its authorized representatives shall have the authority to enter and freely move about all property at the site and off-site areas where work, if any, is being performed, for the purposes of inspecting conditions, activities, the results of activities, records, operating logs, and contracts related to the site or Respondents and its contractor pursuant to this order; reviewing the progress of the Respondents in carrying out the terms of this Consent Order; conducting tests as EPA or its authorized representatives deem necessary; using a camera, sound recording device or other documentary type equipment; and verifying the data submitted to EPA by the Respondents. The Respondents shall allow these persons to inspect and copy all records, files, photographs, documents, sampling and monitoring data, and other writings related to work undertaken in carrying out this Consent Order. Nothing herein shall be interpreted as limiting or affecting EPA's right of entry or inspection authority under federal law. All parties with access to the site under this paragraph shall comply with all approved health and safety plans.

45. The Respondents may assert a claim of business confidentiality covering part or all of the information submitted to EPA pursuant to the terms of this Consent Order under 40 C.F.R. Section 2.203, provided such claim is allowed by Section 104(e)(7) of CERCLA, 42 U.S.C. Section 9604(e)(7). This claim shall be asserted in the manner described by 40 C.F.R. Section 2.203(b) and substantiated at the time the claim is made. Information determined to be confidential by EPA will be given the protection specified in 40 C.F.R. Part 2. If no such claim accompanies the information when it is submitted to EPA, it may be made available to the public by EPA or the state without further notice to the Respondents. Respondents agree not to assert confidentiality claims with respect to any data related to site conditions, sampling, or monitoring.

46. In entering into this Order, Respondents waive any objections to any data gathered, generated, or evaluated by EPA, the state or Respondents in the performance or oversight of the work that has been verified according to the quality assurance/quality control (QA/QC) procedures required by the Consent Order or any EPA-approved SSPs. If Respondents object to any other data relating to the RI/FS, Respondents shall submit to EPA a report that identifies and explains its objections, describes the acceptable uses of the data, if any, and identifies any limitations to the use of the data. The

report must be submitted to EPA within 15 days of the monthly progress report containing the data.

47. If the site, or the off-site area that is to be used for access or is within the scope of the RI/FS, is owned in whole or in part by parties other than those bound by this Consent Order, Respondents will obtain, or use their best efforts to obtain, site access agreements from the present owner(s) within 45 days of the effective date of this Consent Order. Such agreements shall provide access for EPA, its contractors and oversight officials, the state and its contractors, and the Respondents or its authorized representatives, and such agreements shall specify that Respondents are not EPA's representative with respect to liability associated with site activities. Copies of such agreements shall be provided to EPA prior to Respondents' initiation of field activities. Respondents' best efforts shall include providing reasonable compensation to any off-site property owner. If access agreements are not obtained within the time referenced above, Respondents shall immediately notify EPA of its failure to obtain access. EPA may obtain access for the Respondents, perform those tasks or activities with EPA contractors, modify or terminate the Consent Order in the event that Respondents cannot obtain access agreements. In the event that EPA performs those tasks or activities with EPA contractors and does not terminate the Consent Order, Respondents shall perform all other activities not requiring access to that site, and shall reimburse EPA for all costs incurred in performing such activities. Respondents additionally shall integrate the results of any such tasks undertaken by EPA into its reports and deliverables. Furthermore, the Respondents agree to indemnify the U.S. Government as specified in Section XXVII of this Order. Respondents also shall reimburse EPA for all costs and attorney fees incurred by the United States to obtain access for the Respondents pursuant to paragraph 47.

XIV. DESIGNATED PROJECT COORDINATORS

48. Documents, including reports, approvals, disapprovals, and other correspondence which must be submitted under this Consent Order, shall be sent by certified mail, return receipt requested, to the following addressees or to any other addressees which the Respondents and EPA designate in writing:

(a) Documents to be submitted to EPA should be sent to:

Ron Murawski
Remedial Project Manager
United States Environmental Protection Agency
77 West Jackson Blvd., mail code: SR-6J
Chicago, Illinois 60604-3590
Phone (312) 886-2940
FAX (312) 886-4071
E-mail "murawski.ronald@epa.gov"

With copies to:

Pete Sorensen
Project Manager - Div. of Land Pollution Control
Illinois Environmental Protection Agency
1021 North Grand Avenue East
Springfield, IL 62702
Phone: (217) 524-1657
Fax: (217) 782-3258
E-mail "epa4412@epa.state.il.us"

Tom Turner
Associate Regional Counsel
U.S. EPA - Region 5
77 West Jackson Boulevard, C-14J
Chicago, Illinois 60604-3590
Phone (312) 886-6613
FAX (312) 886-0747
E-mail "turner.thomas@epa.gov"

(b) Documents to be submitted to the Respondents should be sent to:

Blue Tee Corp.
c/o Terri G. Faye, Esq.
Babst, Calland, Clements & Zomnir
1 North Maple Avenue
Greensburg, Pennsylvania 15601

XTRA Intermodal, Inc.
c/o Michael W. Steinberg, Esq.
Morgan, Lewis & Bockius
1111 Pennsylvania Avenue, NW
Washington, DC 20004

General Services Administration

c/o: Dan Pinkston, Esq.
U.S. Department of Justice, ENRD/EDS
Denver Field Office
999 18th Street - Suite 945 North
Denver, CO 80202

49. On or before the effective date of this Consent Order, EPA and the Respondents shall each designate their own Project Coordinator. Each Project Coordinator shall be responsible for overseeing the implementation of this Consent Order. To the maximum extent possible, communications between the Respondents and EPA shall be directed to the Project Coordinator by mail, with copies to such other persons as EPA, the state, and Respondents may respectively designate. Communications include, but are not limited to, all documents, reports, approvals, and other correspondence submitted under this Consent Order.

50. EPA and the Respondents each have the right to change their respective Project Coordinator. The other party must be notified in writing at least 10 days prior to the change.

51. EPA's Project Coordinator shall have the authority lawfully vested in a Remedial Project Manager (RPM) and On-Scene Coordinator (OSC) by the NCP. In addition, EPA's Project Coordinator shall have the authority consistent with the National Contingency Plan, to halt any work required by this Consent Order, and to take any necessary response action when s/he determines that conditions at the site may present an immediate endangerment to public health or welfare or the environment. The absence of the EPA Project Coordinator from the area under study pursuant to this Consent Order shall not be cause for the stoppage or delay of work.

52. EPA shall arrange for a qualified person to assist in its oversight and review of the conduct of the RI/FS, as required by Section 104(a) of CERCLA, 42 U.S.C. Section 9604(a). The oversight assistant may observe work and make inquiries in the absence of EPA, but is not authorized to modify the SSP.

XV. OTHER APPLICABLE LAWS

53. Respondents shall comply with all laws that are applicable when performing the RI/FS. No local, state, or federal permit shall be required for any portion of any action conducted entirely on-site, including studies, where such action is selected and carried out in compliance with Section 121 of CERCLA, 42 U.S.C. Section 9621.

XVI. RECORD PRESERVATION

54. All records and documents in Respondents' possession that relate in any way to the site shall be preserved during the conduct of this Consent Order and for a minimum of 10 years after commencement of construction of any remedial action. The Respondents shall acquire and

retain copies of all documents that relate to the site and are in the possession of its employees, agents, accountants, contractors, or attorneys. After this 10 year period, the Respondents shall notify EPA at least 90 days before the documents are scheduled to be destroyed. If EPA requests that the documents be saved, the Respondents shall, at no cost to EPA, give EPA the documents or copies of the documents.

XVII. DISPUTE RESOLUTION

55. Any disputes concerning activities or deliverables required under this Order for which dispute resolution has been expressly provided for, shall be resolved as follows: If the Respondents object to any EPA notice of disapproval or requirement made pursuant to this Consent Order, Respondents shall notify EPA's Project Coordinator in writing of their objections within 14 days of receipt of the disapproval notice or requirement. Respondents' written objections shall define the dispute, state the basis of Respondents' objections, and be sent certified mail, return receipt requested. EPA and the Respondents then have an additional 14 days to reach agreement. If an agreement is not reached within 14 days, Respondents may request a determination by EPA's Superfund Division Director. The Superfund Division Director's determination is EPA's final decision. Respondents shall proceed in accordance with EPA's final decision regarding the matter in dispute, regardless of whether Respondents agree with the decision. If the Respondents do not agree to perform or do not actually perform the work in accordance with EPA's final decision, EPA reserves the right in its sole discretion to conduct the work itself, to seek reimbursement from the Respondents, to seek enforcement of the decision, to seek stipulated penalties, and/or to seek any other appropriate relief.

56. Respondents are not relieved of their obligations to perform and conduct activities and submit deliverables on the schedule set forth in the RI/FS SSP, while a matter is pending in dispute resolution. The invocation of dispute resolution does not stay stipulated penalties under this Order.

XVIII. DELAY IN PERFORMANCE/STIPULATED PENALTIES

57. For each day that the Respondents fail to complete a deliverable in a timely manner or fail to produce a deliverable of acceptable quality, or otherwise fail to perform in accordance with the requirements of this Order, Respondents shall be liable for stipulated penalties. Penalties begin to accrue on the day that performance is due or a violation occurs, and extend through the period of correction. Where a revised submission by Respondents is required, stipulated penalties shall continue to accrue until a satisfactory deliverable is produced. EPA will provide written notice for violations that are not based on timeliness; nevertheless, penalties shall accrue from the day a violation commences. Payment shall be due within 30 days of receipt of a demand letter from EPA.

58. Respondents shall pay interest on the unpaid balance, which shall begin to accrue at the end of the 30-day period, at the rate established by the Department of Treasury pursuant to 30 U.S.C. Section 3717. Respondents shall further pay a handling charge of 1 percent, to be assessed at the end of each 31 day period, and a 6 percent per annum penalty charge, to be assessed if the penalty is not paid in full within 90 days after it is due.

59. Respondents shall make all payments by forwarding a check to:

U.S. Environmental Protection Agency
Superfund Accounting
P.O. Box 70753
Chicago, Illinois 60673

Checks should identify the name of the site, the site identification number (B5A1), the account number, and the title of this Order. A copy of the check and/or transmittal letter shall be forwarded to the EPA Project Coordinator.

60. For the following major deliverables, stipulated penalties shall accrue:

Deliverable/Activity	Penalty For Days 1-7	Penalty For ≥ 7 Days
Failure to Submit a Draft SSP or RI/FS Report	$1500/Day	$5000/Day
Failure to Submit a revised SSP or RI/FS Report	$1500/Day	$5000/Day
Failure to Submit a Data Report	$500/Day	$1,000/Day
Late Submittal of Progress Reports or Other Miscellaneous Reports/Submittals	$250/Day	$ 500/Day
Failure to Meet any Scheduled Deadline	$250/Day	$ 500/Day

61. Respondents may dispute EPA's right to the stated amount of penalties by invoking the dispute resolution

procedures under Section XVII herein. Penalties shall accrue but need not be paid during the dispute resolution period. If Respondents do not prevail upon resolution, all penalties shall be due to EPA within 30 days of resolution of the dispute. If Respondents prevail upon resolution, no penalties shall be paid.

62. In the event that EPA provides for corrections to be reflected in the next deliverable and does not require resubmission of that deliverable, stipulated penalties for that interim deliverable shall cease to accrue on the date of such decision by EPA.

63. The stipulated penalties provisions do not preclude EPA from pursuing any other remedies or sanctions which are available to EPA because of the Respondents' failure to comply with this Consent Order, including but not limited to conduct of all or part of the RI/FS by EPA. Payment of stipulated penalties does not alter Respondents' obligation to complete performance under this Consent Order.

XIX. FORCE MAJEURE

64. "Force majeure", for purposes of this Consent Order, is defined as any event arising from causes entirely beyond the control of the Respondents and of any entity controlled by Respondents, including their contractors and subcontractors, that delays the timely performance of any obligation under this Consent Order notwithstanding Respondents' best efforts to avoid the delay. The requirement that the Respondents exercise "best efforts to avoid the delay" includes using best efforts to anticipate any potential force majeure event and best efforts to address the effects of any potential force majeure event (1) as it is occurring and (2) following the potential force majeure event, such that the delay is minimized to the greatest extent practicable. Examples of events that are not force majeure events include, but are not limited to, increased costs or expenses of any work to be performed under this Consent Order or the financial difficulty of Respondents to perform such work.

65. If any event occurs or has occurred that may delay the performance of any obligation under this Consent Order, whether or not caused by a force majeure event, Respondents shall notify by telephone the Remedial Project Manager or, in his or her absence, the Director of the Superfund Division, EPA Region 5, within 48 hours of when the Respondents knew or should have known that the event might cause a delay. Within five business days thereafter, Respondents shall provide in writing the

reasons for the delay; the anticipated duration of the delay; all actions taken or to be taken to prevent or minimize the delay; a schedule for implementation of any measures to be taken to mitigate the effect of the delay; and a statement as to whether, in the opinion of Respondents, such event may cause or contribute to an endangerment to public health, welfare or the environment. Respondents shall exercise best efforts to avoid or minimize any delay and any effects of a delay. Failure to comply with the above requirements shall preclude Respondents from asserting any claim of force majeure.

66. If EPA agrees that the delay or anticipated delay is attributable to force majeure, the time for performance of the obligations under this Order that are directly affected by the force majeure event shall be extended by agreement of the parties, pursuant to Section XXVIII of this Order, for a period of time not to exceed the actual duration of the delay caused by the force majeure event. An extension of the time for performance of the obligation directly affected by the force majeure event shall not, of itself, extend the time for performance of any subsequent obligation.

67. If EPA does not agree that the delay or anticipated delay has been or will be caused by a force majeure event, or does not agree with Respondents on the length of the extension, the issue shall be subject to the dispute resolution procedures set forth in Section XVII of this Order. In any such proceeding, to qualify for a force majeure defense, Respondents shall have the burden of demonstrating by a preponderance of the evidence that the delay or anticipated delay has been or will be caused by a force majeure event, that the duration of the delay was or will be warranted under the circumstances, that Respondents did exercise or are exercising due diligence by using their best efforts to avoid and mitigate the effects of the delay, and that Respondents complied with the requirements of paragraph 65.

68. Should Respondents carry the burden set forth in paragraph 64, the delay at issue shall be deemed not to be a violation of the affected obligation of this Consent Order.

XX. REIMBURSEMENT OF PAST COSTS

69. Within 45 days of the EPA's submission of an itemized cost summary, Respondents (with the exception of Blue Tee Corp., for all EPA past costs accrued through the execution of the previous AOC for removal) shall remit a certified or cashiers check to EPA in the specified amount, together with interest

that has accrued thereon at the rate of interest specified for the Hazardous Substances Superfund under CERCLA Section 107(a), for all past response costs incurred by the United States at the site.

70. Checks should be made payable to the Hazardous Substances Superfund and should include the name of the site, the site identification number, the Regional Lock Box Number account number and the title of this Order. Checks should be forwarded to:

U.S. Environmental Protection Agency
Superfund Accounting
P.O. Box 70753
Chicago, Illinois 60673

71. A copy of the check should be sent simultaneously to the EPA Project Coordinator.

XXI. REIMBURSEMENT OF RESPONSE AND OVERSIGHT COSTS

72. Following the issuance of this Consent Order, EPA shall submit to the Respondents on a yearly basis an accounting of all oversight costs including EPA's itemized cost summary (ICS). Oversight costs may include, but are not limited to, costs incurred by the United States in overseeing Respondents' implementation of the requirements of this Order and activities performed by the government as part of the RI/FS and community relations, including any costs incurred while obtaining access. Costs shall include all direct and indirect costs, including, but not limited to, time and travel costs of EPA personnel and associated indirect costs, contractor costs, cooperative agreement costs, compliance monitoring, including the collection and analysis of split samples, inspection of RI/FS activities, site visits, discussions regarding disputes that may arise as a result of this Consent Order, review and approval or disapproval of reports, and costs of redoing any of Respondents' tasks. The ICS shall serve as basis for payment demands.

73. Respondents shall, within 30 days of receipt of each accounting, remit a certified or cashier's check for the amount of those costs. Interest shall accrue from the date payment of a specified amount is demanded in writing. The interest rate is the rate of interest on investments for the Hazardous Substances Superfund in Section 107(a) of CERCLA.

74. Checks should be made payable to the Hazardous Substances Superfund and should include the name of the site, the site identification number, the account number and the title of this Order. Checks should be forwarded to:

U.S. Environmental Protection Agency
Superfund Accounting
P.O. Box 70753
Chicago, Illinois 60673

75. Copies of the transmittal letter and check should be sent simultaneously to the EPA Project Coordinator.

76. Respondents agree to limit any disputes concerning costs to accounting errors and the inclusion of costs outside the scope of this Consent Order. Respondents shall identify any contested costs and the basis of their objection. All undisputed costs shall be remitted by Respondents in accordance with the schedule set forth above. Disputed costs shall be paid by Respondents into an escrow account while the dispute is pending. Respondents bear the burden of establishing an EPA accounting error or the inclusion of costs outside the scope of this Consent Order.

XXII. RESERVATIONS OF RIGHTS AND REIMBURSEMENT OF OTHER COSTS

77. EPA reserves the right to bring an action against the Respondents under Section 107 of CERCLA for recovery of all response costs including oversight costs, incurred by the United States at the site that are not reimbursed by the Respondents, any costs incurred in the event that EPA performs the RI/FS or any part thereof, and any future costs incurred by the United States in connection with response activities conducted under CERCLA at this site.

78. EPA reserves the right to bring an action against Respondents to enforce the past costs and response and oversight cost reimbursement requirements of this Consent Order (except as noted in paragraph 69), to collect stipulated penalties assessed pursuant to Section XVIII of this Consent Order, and to seek penalties pursuant to Section 109 of CERCLA, 42 U.S.C. Section 9609.

79. Except as expressly provided in this Order, each party reserves all rights and defenses it may have. Nothing in this Consent Order shall affect EPA's removal authority or EPA's response or enforcement authorities including, but not limited

to, the right to seek injunctive relief, stipulated penalties, statutory penalties, and/or punitive damages.

80. Following satisfaction of the requirements of this Consent Order, Respondents shall have resolved their liability to EPA for the work performed by Respondents pursuant to this Consent Order. Respondents are not released from liability, if any, for any response actions taken beyond the scope of this Order regarding removals, other operable units, remedial design/remedial action of this operable unit, or activities arising pursuant to Section 121(c) of CERCLA, 42 U.S.C. Section 121(c).

XXIII. DISCLAIMER

81. By signing this Consent Order and taking actions under this Order, the Respondents do not agree with EPA's Findings of Fact and Conclusions of Law. Furthermore, the participation of the Respondents in this Order shall not be considered an admission of liability and is not admissible in evidence against the Respondents in any judicial or administrative proceeding other than a proceeding by the United States, including EPA, to enforce this Consent Order or a judgment relating to it. Respondents retain their rights to assert claims against other potentially responsible parties at the site. However, the Respondents agree not to contest the validity or terms of this Order, or the procedures underlying or relating to it in any action brought by the United States, including EPA, to enforce its terms.

XXIV. OTHER CLAIMS

82. In entering into this Order, Respondents waive any right to seek reimbursement under Section 106(b) of CERCLA, 42 U.S.C. Section 9606(b). Respondents also waive any right to present a claim under Sections 111 or 112 of CERCLA, 42 U.S.C. Sections 9611 or 9612. This Order does not constitute any decision on preauthorization of funds under Section 111(a)(2) of CERCLA, 42 U.S.C. Sections 9611(a)(2). Respondents further waive all other statutory and common law claims against EPA, including, but not limited to, contribution and counterclaims, relating to or arising out of conduct of the RI/FS.

83. Nothing in this Order shall constitute or be construed as a release from any claim, cause of action or demand in law or equity against any person, firm, partnership, subsidiary or corporation not a signatory to this Consent Order for any

liability it may have arising out of or relating in any way to the generation, storage, treatment, handling, transportation, release, or disposal of any hazardous substances, pollutants, or contaminants found at, taken to, or taken from the site.

84. Each Respondent shall bear its own costs and attorneys fees.

XXV. COVENANT NOT TO SUE

85. Except as otherwise specifically provided in this Order, upon termination of this Order pursuant to Section XXIX (Termination and Satisfaction), U.S. EPA covenants not to sue Respondents for judicial imposition of costs, damages or civil penalties or to take administrative action against Respondents for any failure to perform actions agreed to in this Order except as otherwise reserved herein.

86. Except as otherwise specifically provided in this Order, in consideration and upon Respondents' payment of the Past and Oversight Costs specified in Sections XX and XXI of this Order, U.S. EPA covenants not to sue or to take administrative action against Respondents under Section 107(a) of CERCLA, 42 U.S.C. § 9607(a), for recovery of Past and Oversight Costs incurred by the United States in connection with this action or this Order. This covenant not to sue shall take effect upon the receipt by U.S. EPA of the payments required by Sections XX and XXI.

87. These covenants not to sue are conditioned upon the complete and satisfactory performance by Respondents of their obligations under this Order. These covenants not to sue extend only to the Respondents and do not extend to any other person.

XXVI. CONTRIBUTION PROTECTION

88. With regard to claims for contribution against Respondents for matters addressed in this Order, the Parties hereto agree that the Respondents are entitled to protection from contribution actions or claims to the extent provided by Sections 113(f)(2) and 122(h)(4) of CERCLA, 42 U.S.C. Sections 9613(f)(2) and 9622(h)(4).

Nothing in this Order precludes Parties to this Order from asserting any claims, causes of action or demands against any persons not parties to this Order for indemnification, contribution, or cost recovery.

XXVII. INDEMNIFICATION

89. The Respondents agree to indemnify and hold the United States Government, its agencies, departments, agents, and employees harmless from any and all claims or causes of action arising from or on account of acts or omissions of Respondents, its employees, agents, servants, receivers, successors, or assignees, or any persons including, but not limited to, firms, corporations, subsidiaries and contractors, in carrying out activities under this Consent Order. The United States Government or any agency or authorized representative thereof shall not be held as a party to any contract entered into by Respondents in carrying out activities under this Consent Order.

XXVIII. EFFECTIVE DATE AND SUBSEQUENT MODIFICATION

90. The effective date of this Consent Order shall be the date it is signed by EPA.

91. This Consent Order may be amended by mutual agreement of EPA and Respondents. Amendments shall be in writing, and project managers do not have the authority to sign amendments to the Consent Order.

92. No informal advice, guidance, suggestions, or comments by EPA regarding reports, plans, specifications, schedules, and any other writing submitted by the Respondents will be construed as relieving the Respondents of their obligation to obtain such formal approval as may be required by this Order. Any deliverables, plans, technical memoranda, reports (other than progress reports), specifications, schedules and attachments required by this Consent Order are, upon approval by EPA, incorporated into this Order.

XXIX. TERMINATION AND SATISFACTION

93. This Consent Order shall terminate when the Respondents demonstrate in writing and certify to the satisfaction of EPA that all activities required under this Consent Order, including any additional work, payment of past costs, response and oversight costs, and any stipulated penalties demanded by EPA, have been performed and EPA has approved the certification. This notice shall not, however, terminate Respondents' obligation to comply with Sections XX, XXI, and XXII of this Consent Order.

94. The certification shall be signed by a responsible

official representing each Respondent. Each representative shall make the following attestation: "I certify that the information contained in or accompanying this certification is true, accurate, and complete." For purposes of this Consent Order, a responsible official is a corporate official who is in charge of a principal business function.

BY:_____ DATE:_____
Respondent Title

BY:_____ DATE:_____
Respondent Title

BY:_____ DATE:_____
Respondent Title

BY:_____ DATE:_____

William E. Muno, Director
Superfund Division
U.S. Environmental Protection Agency
Region 5

ENCLOSURE FOUR

Site History

From 1913 until 1967, Old American Zinc operated a primary smelter facility on the property, producing slab zinc, zinc oxides, zinc carbonate, cadmium, lead, sulfuric acid, and waste slag. Old American Zinc piled the slag along the northern portion of the site. Over the years, these piles grew to the size of small hills. XTRA Intermodal spread a good deal of this material around to level the site, and some of it may have been spread on icy streets by Fairmont City. It is unknown what Old American Zinc did with the coal tar that was also generated as a byproduct of smelter operations; some of it may remain on site.

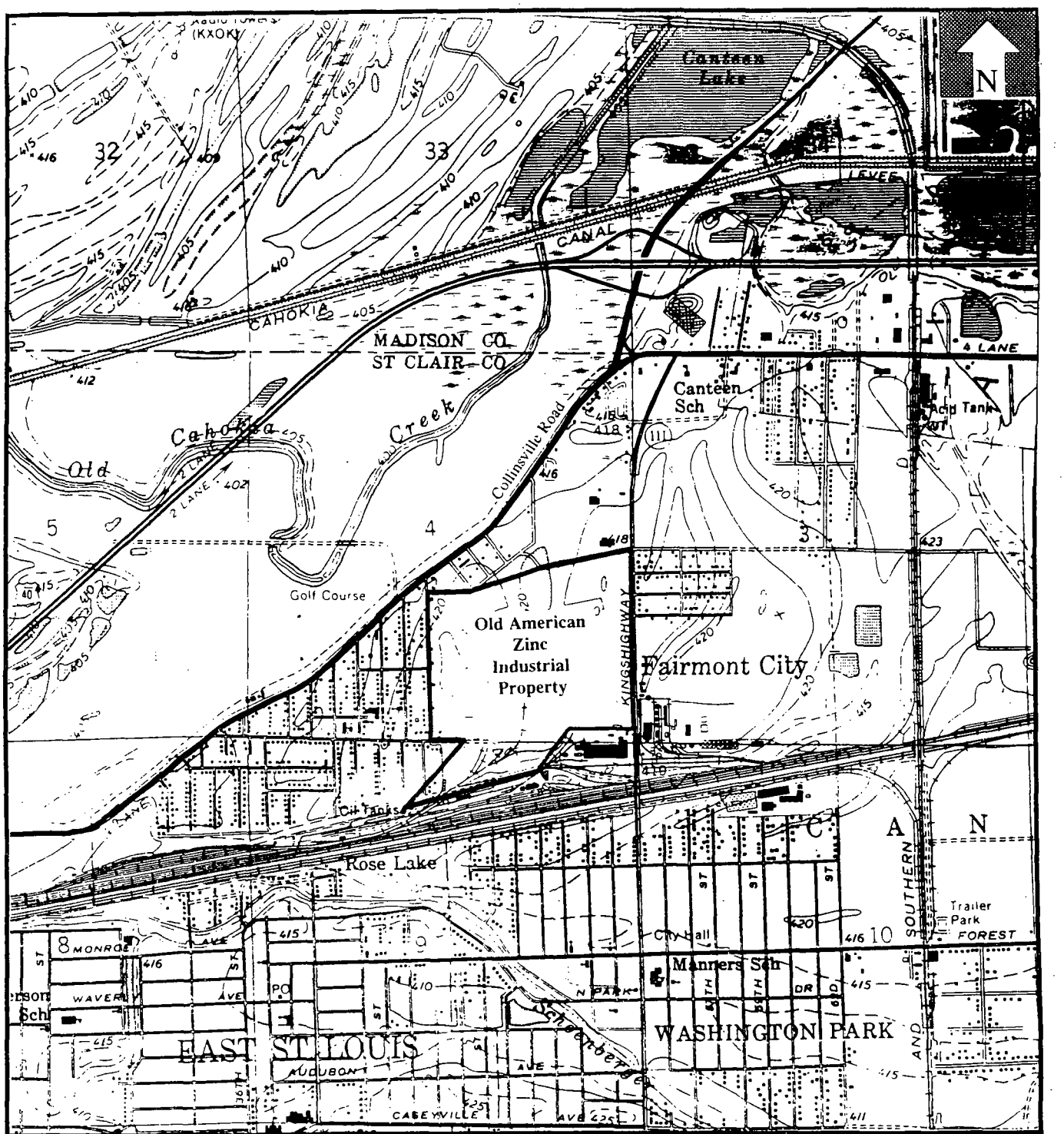
The property lay vacant from 1967, when Old American Zinc discontinued its Fairmont City operation, until 1976. In 1976, XTRA Intermodal, a division of Boston-based X-L Company, leased the site to store semi-trailers. In 1979, the bought the property and have operated their trailer leasing operation until the present.

In 1994, the Illinois Environmental Protection agency (Illinois EPA) conducted a site assessment of the OAZ site as result of complaints by local residents about smelter slag dust blowing onto their properties to the extent of inhibiting lawn growth. During their investigation, Illinois EPA interviewed other neighbors and collected soil and sediment samples. Samples were collected on the industrial property, in residential yards, in Rose Creek, and in the wetland north of Collinsville Road (Illinois Environmental Protection Agency, CERCLA Integrated Site Assessment, no date). Results from analysis of these samples indicated the presence of elevated levels of: 10 semivolatile compounds and numerous inorganic substances, especially arsenic, cadmium, copper, lead, mercury, and zinc, in soils and slag on the industrial property; arsenic, cadmium, copper, lead, and zinc in residential soils; and heavy metals, especially cadmium, copper, lead, mercury, and zinc, in Rose creek an the wetland, Local residents who were interviewed complained of black dust blowing off the industrial property and inhibiting plant growth in their yards.

The Old American Zinc (OAZ) site consists of two parts: a 132-acre industrial property located at 2575 Kingshighway in Fairmont City, St. Clair County, Illinois; and an unknown number of residential properties surrounding the industial property. Coordinates for the industrial property, as represented by the front gate on Kingshighway, are latitude 38 39'06.9 north by longitude 90 05'35.8" west. There are residential areas in all directions from the property, as well as industrial sites to the south and east. The property is bordered by Delmar Street on the north, Kingshighway and Rose Creek on the east, 45th Street on the west, and railroad tracks of the Penn Central and Baltimore & Ohio lines on the south. Rail car loading and unloading facilities border the property on the south. After flowing south between the eastern edge of the industrial property and Kingshighway, Rose Creek cuts southwest across the property to the southern edge, then westward off site, and eventually into a wetland north of Collinsville Road.

Except for three large slage piles and ditch-like Rose Creek, most of the industrial property is flat. All of the once numerous American Zinc buildings have been demolished and only their foundations can now been seen in many locations around the property. The property is almost

entirely covered with a layer of dark brown to black slag, a waste product of the smelting furnaces. Crushed limestone has been placed over the slag in many locations to construct roadways and parking areas. Sparse vegetation over most of the property consists mainly of moss patches, but wetland plants grow along the course of Rose Creek and in a poorly-drained low-lying area of approximately 3 to 4 acres located in the southeastern corner of the property. The property is entirely fenced with access via the main gate on Kingshighway and another unpaved road at the southwest corner of the property. Relatively new buildings immediately inside the Kingshighway gate house the offices and operations of XTRA Intermodal, the current site owner.



Quadrangle Location

Illinois

ecology and environment, inc.

Region 5 - Superfund Technical Assessment and Response Team

33 North Dearborn Street, Chicago, Illinois 60602

TITLE Site Location Map	FIGURE 1
SITE Old American Zinc	SCALE 1:24,000
CITY Fairmont City STATE Illinois	TDD S05-9907-013
SOURCE USGS 7.5 Minute Series, Monks Mound, IL Quadrangle	DATE 1954 REVISED 1968;1974