

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

In the Matter of Remedial Action by:

Touchstone SLU LLC
Troy Laundry Site
Seattle, Washington

FIRST AMENDMENT OF
AGREED ORDER

No. DE 8996

The Parties hereby agree to modify Agreed Order No. DE 8996 as follows:

A. Section I (Introduction) is modified to add the following sentence: "If the benchmarks identified in Section VII.H.1 are met, Touchstone will also be required to conduct an interim action consistent with the Interim Action Plan, which is described in Exhibit B.

B. Section IV (Definitions) is modified to add a new section, IV.E, which reads as follows: "Property: Refers to 307 Fairview North in Seattle, WA."

C. Section VI (Ecology Determinations) is modified to add a new section, VI.E, which reads as follows: "Under WAC 173-340-430, an interim action is a remedial action that is technically necessary to reduce a threat to human health or the environment by eliminating or substantially reducing one or more pathways for exposure to a hazardous substance; that corrects a problem that may become substantially worse or cost substantially more to address if the remedial action is delayed; or that is needed to provide for completion of a site hazard assessment, remedial investigation/feasibility study or design of a cleanup action. An interim action may be conducted at the Property, subject to the completion by Touchstone of three benchmarks, in order to address contamination located beneath the Property and portions of the right-of-ways on Boren Avenue North and Thomas Street. The interim action is currently intended to be performed during the proposed redevelopment of the Property, which will include shoring and excavation activities. The circumstances at this Site warrant an interim action consistent with WAC 173-340-430.

D. Section VII (Work to be Performed) is modified as follows:

1. Section VII.C, second sentence is modified to read as follows: "Touchstone shall perform the RI, FS, and any implemented interim action in accordance with the Health and Safety Plan."

2. New Section VII.H reads as follows: "The Work to be Performed may also include an interim action conducted as part of planned property redevelopment, in accordance with the Interim Action Plan (Exhibit B), which was submitted to Ecology for its review on January 30, 2013. The Interim Action Plan (Exhibit B) provides a description of the interim action components that will be implemented to remediate soil and groundwater contamination, which exceed MTCA cleanup standards at the Site, including compliance monitoring in accordance with WAC 173-340-410, following Site Health and Safety protocols, documenting subsurface conditions, and disposing of contaminated material at regulated facilities."

3. New Section VII.H.1 reads as follows: "Ecology and Touchstone agree that the Interim Action Plan will be implemented only upon notification to Ecology of Touchstone's achievement of all of the following benchmarks associated with the planned Property redevelopment project: (a) Submittal of City of Seattle permit applications for the redevelopment project; (b) Receipt of a City of Seattle building permit for the redevelopment project; and (c) Receipt of commitments for the financing necessary for project completion."

4. New Section VII. H. 2 reads as follows: "Pursuant to the written progress reports required by this Order in Paragraph VII. H.1, Touchstone shall notify Ecology of the completion of each of the benchmarks set out in Paragraph VII. H.1. Within ninety (90) days of achievement of all three benchmarks, Touchstone shall submit a letter to Ecology indicating that all benchmarks have been achieved and that Touchstone will proceed with implementing the Interim Action Plan (Exhibit B). This letter will also include a schedule for implementing the Interim Action Plan. Once all the benchmarks have been achieved, the Interim Action Plan shall become an integral and enforceable part of this Order and shall be implemented in accordance with the schedule."

5. New Section VII. H.3 reads as follows: "If Touchstone proceeds with implementing the Interim Action Plan, Ecology shall incorporate the SEPA review conducted by the City of Seattle for the planned Property redevelopment (Exhibit C), consistent with WAC 197-11."

6. New Section VII. H.4 reads as follows: "If Touchstone proceeds with implementing the Interim Action Plan, within sixty (60) days of completing the interim action, Touchstone shall submit an initial Interim Action Completion Report for Ecology's review and approval, which details the actions taken at the Site, if any, the results of the interim action, and any data collected during the interim action."

E. Table 1 is modified by deleting the existing table and replacing it with the following:

Table 1: Schedule

Health and Safety Plan.	Within thirty (30) calendar days of the effective date of this Order.
Identify all applicable state, federal and local requirements.	Within thirty (30) calendar days of the effective date of this Order.
Sampling and Analysis Plan	Within sixty (60) calendar days of the effective date of this Order.
Draft RI Report	Within thirty (30) calendar days of receipt of all analytical data from investigations, but no later than 115 days from the effective date of this Order.
If additional RI Activities are required based upon Ecology's review, Touchstone will develop a RI work plan for Ecology review and approval.	Within thirty (30)-calendar days of the receipt of Ecology's comments on the draft RI.
Touchstone will implement the Final RI work plan.	Within thirty (30)-calendar days of Ecology's review and written approval of the final RI work plan.
Revised Draft RI Report for Ecology review and approval.	Within thirty (30) calendar days of the receipt of Ecology's comments on the final draft RI Report.
Draft FS Report.	Within one hundred and twenty (120)-calendar days of Ecology's approval of the final draft Remedial Investigation Report.
Touchstone shall incorporate Ecology's comments and submit a draft FS Report for review.	Within thirty (30)-calendar days of receipt of Ecology's comments.

Draft CAP	Within 180 calendar days of Ecology's approval of the FS report.
Interim Action Benchmark 1: Notification to Ecology of submittal of City of Seattle permit applications for the redevelopment project.	No later than September 10, 2013.
Interim Action Benchmark 2: Notification to Ecology of receipt of a City of Seattle building permit for the redevelopment project.	Within seven (7) calendar days of receipt of the building permit.
Interim Action Benchmark 3: Notification to Ecology of receipt of commitments for financing necessary for redevelopment project completion.	Within seven (7) calendar days of receipt of commitments for financing.
Notification Letter to Ecology regarding implementation of the Interim Action Plan.	Within ninety (90) calendar days of completion of all three interim action benchmarks
Draft Interim Action Completion Report.	Within sixty (60) calendar days of completing the interim action.
Final Interim Action Completion Report.	Within thirty (30) calendar days of receipt of Ecology's comments on the Draft Interim Action Completion Report.

F. Section VII. H is renumbered to become Section VII. I. The second sentence is modified to read as follows: "Progress reports shall include information addressing the RI, FS, Draft CAP and any implemented interim action.

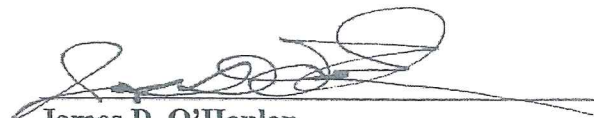
G. Section VII.I is renumbered to become Section VII.J.

H. Section VII. J is renumbered to become Section VII. K.

L. Except as provided in this First Amendment, all provisions of Order No. DE 8996 remain unmodified and in effect.

J. This First Amendment shall be effective on the date it is signed by the authorized representative of the Department of Ecology.

TOUCHSTONE SLU LLC



James D. O'Haulon
Manager
Seattle, WA
206-727-2393

**STATE OF WASHINGTON,
DEPARTMENT OF ECOLOGY**



8-28-13

Robert W. Warren, P.Hg., MBA
Section Manager
Toxics Cleanup Program
Northwest Regional Office
425-649-7054