



WOODWORTH CAPITAL, Inc.

July 5, 2016

Mr. Nicholas Acklam
VCP Unit Manager
Washington State Department of Ecology
PO Box 47775
Olympia, Washington 98504-7775

**RE: WOODWORTH LAKEVIEW FACILITY
2800 104TH STREET SOUTH
LAKEWOOD, WASHINGTON
VCP IDENTIFICATION NUMBER: SW1012
FARALLON PN: 188-002**

Dear Mr. Acklam:

Woodworth Capital, Inc. (Woodworth) has prepared this letter to express concern regarding repeated changes of Washington State Department of Ecology (Ecology) project managers, inconsistent interpretation of the documents with each new Ecology project manager, and reopening of issues that were closed and approved by Ecology for the above-referenced facility (herein referred to as the Site). These inefficiencies have significantly delayed completion of the cleanup action at the Site and have created unreasonable and unexpected expenses.

Woodworth entered into the Voluntary Cleanup Program (VCP) with Ecology in February 2009 to conduct a remedial investigation and feasibility study (RI/FS) that was completed and documented in an RI/FS Report issued to Ecology on August 19, 2009. Mr. Charles Cline, the Ecology project manager at that time, issued an Opinion Letter dated June 17, 2010 confirming that characterization of the Site was sufficient to establish cleanup standards and select a cleanup action, and that no further action would be necessary upon completion of the selected remedial action presented in the RI/FS Report. Ecology issued another Opinion Letter dated February 15,

2011 approving the use of Washington State Model Toxics Control Cleanup Regulation (MTCA) Method B cleanup levels for Areas of Concern (AOCs) 2 and 3, and again stating that no further action would be necessary upon completion of the remedial action presented in the RI/FS Report for AOCs 1, 2, 3, 4 and 5.

Excavation and off-Site disposal of soil with concentrations of petroleum hydrocarbons in AOCs 1, 2, and 3 were completed in 2010. An air sparging and soil vapor extraction (AS/SVE) system was installed and operated in AOC 4 from November 2010 through March 2013. The SVE component of the AS/SVE system continued to operate through September 2014. The AS/SVE system was shut down due to decreasing effect.

Ecology project management was then transferred to Mr. Scott Rose. Mr. Rose confirmed that implementation of the selected cleanup action would result in a No Further Action (NFA) determination for AOCs 1 through 4, excepting AOC 5. Mr. Rose requested additional groundwater evaluation of the nature and extent of arsenic and lead in shallow groundwater in the northeastern portion of the Site. Woodworth completed the investigation and documented the results in a letter to Ecology from Farallon Consulting, L.L.C. (Farallon) dated December 22, 2014.

Woodworth met with Ecology on March 10, 2015 to discuss the path forward to obtain an NFA determination for the Site. In accordance with the path forward defined in the meeting, Farallon prepared a Focused Feasibility Study and Disproportionate Cost Analysis Report (FFS/DCA Report) dated April 16, 2015 for submittal to Ecology for review and comment.

Ecology project management was then transferred to Mr. Jason Cook. Mr. Cook requested that a draft Environmental Covenant and a Groundwater Monitoring Plan be provided for Ecology review. Farallon submitted the draft Environmental Covenant and the Groundwater Monitoring Plan to Ecology in June 2015. Mr. Cook issued an Opinion Letter dated October 6, 2015 that additional investigation should be conducted in AOCs 4 and 5. Even though the nature and extent of contamination had been adequately defined in the Ecology-approved RI/FS Report and subsequent additional characterization and compliance sampling work, Woodworth agreed to conduct additional investigations.

Ecology project management was then transferred to Mr. Eugene Radcliff, who requested a number of additional characterization work elements during 1 month as project manager and who is no longer involved with the project.

No Ecology project manager is assigned to this project currently.

Woodworth has spent over \$1,640,915.00 to date to meet the Ecology requirements for investigation and cleanup, and remains committed to cleaning up the Site to protect human health and the environment. Woodworth has worked directly with each new Ecology project manager assigned to the Site and has made every effort to respond to questions and additional information; however, recent comments in an e-mail from Mr. Radcliff dated March 10, 2016 have reopened the entire project for reevaluation in spite of approval from prior Ecology project managers Messrs. Cline, Rose, and Cook regarding the constituents of concern, cleanup standards and cleanup levels, and cleanup actions presented in the RI/FS and FFS/DCA Reports. Farallon is providing a detailed technical response to Mr. Radcliff's comments under separate cover.

Woodworth is extremely concerned about the expense and inefficiency resulting from revolving project managers and changing interpretations of documents that have been approved, in writing, by Ecology. The costs incurred to date to respond to each new project manager have been excessive. Woodworth has received an invoice (attached) for review of the file by Mr. Radcliff, who left the project after only 1 month. Because of this, Woodworth requests that Ecology rescind this invoice.

In addition, Woodworth requests the following from Ecology:

- Issuance of an NFA determination for AOCs 1, 2, and 3, as agreed to by Mr. Rose and Mr. Cook;
- Issuance of an NFA determination with an Environmental Covenant for AOC 5, as agreed to by Mr. Rose and Mr. Cook now that the additional investigation has been completed;

- Confirmation that completion of the additional investigation in AOC 4, as requested by Mr. Cook, will be sufficient to meet the requirements for an NFA determination with an Environmental Covenant restricting the groundwater use for drinking water purposes; and
- Confirmation that the requests for reevaluation from Mr. Radcliff, to which responses were provided under separate cover, are not appropriate and that the Ecology-approved RI/FS Report is sufficient to meet MTCA requirements.

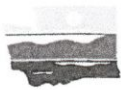
Woodworth appreciates the opportunity to provide comments to Ecology. We look forward to resolving these issues and continue our commitment to completing the cleanup of the Site.

Sincerely,

Woodworth Capital, Inc.



Jeffrey A. Woodworth
President



DEPARTMENT OF
ECOLOGY
State of Washington

Invoice Request for Payment Report

Voluntary Toxics Cleanup
Page 2 of 2 Pages

Account ID: SW1012
FSID: 1372
Site Name: Woodworth & Co Inc Lakeview Plant
2800 104TH STREET CT S
TACOMA 98499

Invoice Number: VL10065013
Invoice Due Date: 05/10/2016

FARALLON CONSULTING
Attn: BRANISLAV JURISTA
975 5TH AVE NW
ISSAQUAH, WA 98027

REQUEST FOR PAYMENT

PLEASE RETURN THIS PAGE WITH YOUR PAYMENT

Department of Ecology
Cashiering Unit
PO Box 47611
Olympia WA 98504-7611

Coding: 062 173-VCPREC-0434005001-5001-10

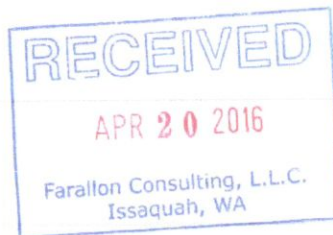
Invoice Number:	Invoice Due:	Sum of Charges:
VL10065013	05/10/2016	\$1,254.15
Total Amount Due:		\$1,254.15

PAY THIS AMOUNT



\$1,254.15

Do not send cash
Use enclosed envelope and make payments to DEPARTMENT OF ECOLOGY



Invoice Report
Voluntary Toxics Cleanup
Page 1 of 2 Pages

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FARALLON CONSULTING
Attn: BRANISLAV JURISTA
975 5TH AVE NW
ISSAQUAH, WA 98027

PM APPROVAL
INITIALS: _____ DATE: _____
PROJECT: _____
TASK: _____ SUBTASK: _____
ACCOUNT: _____

Detailed Transactions for Invoice VL10065013

VL10065013 Itemized Charges

Item Type	Item Description	Date of Service	Quantity Amount	Unit Amount	Total Amount
Billable Hours	Eugene Radcliff, HYDROGEOLOGIST 3	03/03/2016	3.0	\$117.21	\$351.63
Billable Hours	Eugene Radcliff, HYDROGEOLOGIST 3	03/08/2016	1.0	\$117.21	\$117.21
Billable Hours	Eugene Radcliff, HYDROGEOLOGIST 3	03/07/2016	3.0	\$117.21	\$351.63
Billable Hours	Eugene Radcliff, HYDROGEOLOGIST 3	03/10/2016	2.7	\$117.21	\$316.47
Billable Hours	Eugene Radcliff, HYDROGEOLOGIST 3	03/09/2016	1.0	\$117.21	\$117.21

Sum of Itemized Charges for Invoice VL10065013: **\$1,254.15**

Current Balance for Invoice VL10065013: **\$1,254.15 ***

* See Page 2 Request for Payments for total amount due of \$1,254.15

For Questions Concerning Billable Hours, Contact Eugene Radcliff at (360) 407-7404
For Questions Concerning Other Charges, Contact Matthew Alexander at (360) 407-7230
For Questions Concerning Payment, Contact Stephanie Bussell at (360) 407-7081

Totals for All Invoices

Charges: \$10,968.11
Adjustments: \$0.00
Payments: (\$9,713.96)
Balance: \$1,254.15