

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

In the Matter of Remedial Action by:

White Birch Group, LLC,
E. I. du Pont de Nemours and Company,
Superlon Plastics, Inc. and
The Chemours Company FC, LLC

FIRST AMENDMENT OF
AGREED ORDER

No. DE 5940

TO:

White Birch Group, LLC and Superlon Plastics, Inc.
c/o Eivor Donahue
Superlon Plastics, Inc.
2116 Taylor Way
Tacoma, WA 98421

E. I. du Pont de Nemours and Company
c/o. Tom A Ei
DuPont Corporate Remediation Group
974 Centre Road – CRP 730
Wilmington, DE 19805

E. I. du Pont de Nemours and Company
c/o. Chief Environmental Counsel
DuPont Legal
974 Centre Road – CRP 721
Wilmington, DE 19805

The Chemours Company FC, LLC
c/o Kevin Garon
1007 Market Street P.O. Box 2047
Wilmington, DE 19899

The Chemours Company FC, LLC
c/o Stephen H. Shoemaker
1007 Market Street
P.O. Box 2047
Wilmington, DE 19899

The Chemours Company FC, LLC
Attn: Environmental Counsel
1007 Market Street
P.O. Box 2047
Wilmington, DE 19899

WBG &
Superlon
orig. sig. ✓

The Parties hereby agree to modify Agreed Order No. DE 5940 as follows:

A. On July 1, 2015 The Chemours Company FC, LLC (Chemours) assumed E. I. du Pont de Nemours and Company (DuPont) responsibility and joint and several liability for the Superlon Plastics Site (Site).

B. Chemours is therefore added as a party to this Agreed Order as a former "owner or operator" of the Site in the same manner as DuPont.

C. Superlon Plastics, Inc. is the current operator of the Site, which is referred to as Superlon Plastics Company, Inc and is generally located at 2116 Taylor Way, Tacoma, WA.

D. Superlon Plastics, Inc. is therefore added as a party to this Agreed Order as the current operator of the Site.

E. Section I (Introduction) is modified to read as follows: "The mutual objective of the **State of Washington, Department of Ecology (Ecology), White Birch Group, LLC, Superlon Plastics, Inc., E. I. du Pont de Nemours and Company (DuPont) and The Chemours Company FC, LLC (Chemours)** under this Agreed Order (Order) is to provide for remedial action at a facility where there has been a release or threatened release of hazardous substances. This Order requires White Birch Group, LLC, Superlon Plastics, Inc., DuPont and Chemours to **conduct a Remedial Investigation, Interim Actions, and a Feasibility Study and to prepare a draft Cleanup Action Plan.** Ecology believes the actions required by this Order are in the public interest.

F. Section III (Parties Bound) is hereby modified to read as follows: This Agreed Order shall apply to and be binding upon the Parties to this Order, their successors and assigns. The undersigned representative of each Party hereby certifies that he or she is fully authorized to enter into this Order and to execute and legally bind such Party to comply with the Order. White Birch Group, LLC, Superlon Plastics, Inc., DuPont, and Chemours agree to undertake all actions required by the terms and conditions of this Order. No change in ownership or corporate status shall alter the responsibility of White Birch Group, LLC, Superlon Plastics, Inc., DuPont, and Chemours under this Order. White Birch Group, LLC, Superlon Plastics, Inc., DuPont, and

Chemours shall provide a copy of this Order to all agents, contractors, and subcontractors retained to perform work required by this Order, and shall ensure that all work undertaken by such agents, contractors, and subcontractors complies with this Order.

G. Section IV.B (Definitions) is modified to read: “Parties as: Refers to the State of Washington, Department of Ecology, White Birch Group, LLC, Superlon Plastics, Inc., DuPont and Chemours.”

H. Section IV.C (Definitions) is modified to read: “Potentially Liable Person (PLP): Refers to White Birch Group, LLC, Superlon Plastics, Inc., DuPont and Chemours.”

I. Section V (Findings of Fact) is modified to add the following new sections:

1. New Section V.B. 6, which reads as follows: “Superlon Plastics, Inc. has operated a plastics manufacturing facility at the Site since 1972, manufacturing extruded plastic pipe products.
2. New section, V.B.7, which reads as follows: “On July 1, 2015, DuPont entered into a Separation Agreement with Chemours. Pursuant to that Separation Agreement, Chemours assumed responsibility and liability for the Superlon Site.” On or about June 26, 2015, Chemours requested Ecology to add it as a party to the Agreed Order.
3. New section V.M which reads as follows: “Through a series of inspections, conducted by Ecology in 2008, it was determined that Superlon was pumping standing water from an area below what is now called Building B. Superlon was pumping this water to a ditch behind the facility that drains to Hylebos Waterway. This near-surface ground water was found to be highly contaminated with lead and arsenic. Upon notification of the conditions by Ecology, Superlon immediately discontinued pumping water. Historical research revealed that Building B was part of the Latimer–Goodwin and later, Graselli facility where lead-arsenate pesticides were manufactured. (See Exhibit G – References).”

- J. Old Section V.M is renumbered to become Section V.N.
- K. Section VI (Ecology Determinations) is modified as follows:
 - 1. New Section VI.C reads as follows: “**Chemours** is an “owner or operator” as defined in RCW 70.105D.020(22), of a “facility” as defined in RCW 70.105D.020(8).”
 - 2. New Section VI.D reads as follows: “**Superlon Plastics, LLC** is an “owner or operator” as defined in RCW 70.105D.020(22), of a “facility” as defined in RCW 70.105D.020(8).”
 - 3. Old Section VI.C is renumbered to become Section VI.E.
 - 4. Section VI.D. is renumbered to become Section VI.F and is modified to read as follows: “Based on upon credible evidence, Ecology issued potentially liable person status letters to White Birch Group, LLC and DuPont dated April 18, 2008, and to Superlon dated September 23, 2015, pursuant to RCW 70.105D.040, .020(16) and WAC 173-340-500. After providing for notice and opportunity for comment, reviewing any comments submitted, and concluding that credible evidence supported a finding of potential liability, Ecology issued a determination that White Birch Group, LLC, DuPont and Superlon are potentially liable persons (PLPs) under RCW 70.105D.040. White Birch Group, LLC was notified of this determination by letter dated June 19, 2008. DuPont was notified of its status as a PLP by letter dated September 29, 2008, and Superlon was notified of its status as a PLP by letter dated October 30, 2015. By its signature below Chemours waives its right to notice of PLP status and comment under WAC 173-340-500(1) – (3) and accepts Ecology’s signature on this amendment as Ecology’s determination of Chemours’ PLP status under WAC 173-340-500(4).
 - 5. Old Section VI. E. is renumbered to become Section VI.G.
 - 6. Old Section VI.F. is renumbered to become Section VI.H.

L. In Sections VII through X, including all exhibits, all references to “White Birch Group, LLC, and DuPont” shall be replaced with “the PLPs.”

M. Section VII (Work To Be Performed) is modified as follows:

1. New Section VII.K reads as follows: “**Draft Cleanup Action Plan**: Prepare a draft Cleanup Action Plan (draft CAP) describing the implementation of the preferred alternative in the Feasibility Study report. The draft CAP shall be completed in accordance with WAC 173-340-360 and 173-340-380. The draft CAP shall be submitted within 60 days of Ecology’s approval of the Final Site-wide RI/FS.
2. Old Section VII.K is renumbered to become Section VII.L.
3. Old Section VII.L is renumbered to become Section VII.M.
4. Old Section VII.M is renumbered to become Section VII.N.

N. Section VIII. D (Designated Project Coordinators) is modified as follows:

The project coordinator for White Birch, LLC and Superlon Plastics, Inc. is:

Eivor Donahue
Superlon Plastics, Inc.
2116 Taylor Way
Tacoma, WA 98421
(253) 383-5877

The project coordinator for Chemours is:

Kevin Garon, Senior Project Director
The Chemours Company FC, LLC
1007 Market Street
P.O. Box 2047
Wilmington, DE 19899(704) 560-6435

The project coordinator for DuPont is:

Tom Ei, Leader – Corporate Remediation Group
E.I. DuPont de Nemours and Company
DuPont Corporate Remediation Group
974 Centre Road – CRP 730
Wilmington, DE 19805
(302) 999-2659

The project coordinator for Ecology is:

Marv Coleman
Washington State Department of Ecology

300 Desmond Dr SE
Lacey, WA 98503
(360) 407-6259

With the exception of these modifications, Section VIII.D remains otherwise unchanged.

- O. Section VIII.J (Resolution of Disputes) is modified to add New Section 4, which reads as follows:

In case of a dispute, failure to either proceed with the work required by this Order or timely invoke dispute resolution may result in Ecology's determination that insufficient progress is being made in preparation of a deliverable, and may result in Ecology undertaking the work under Section VII (Work to be Performed) or initiating enforcement under Section X (Enforcement).

- P. Exhibit E (Scope of Work/Schedule of Deliverables) is modified to add a new line to the table, which reads as follows:

• Draft Cleanup Action Plan	• Within 60 days of Ecology's approval of the Final RI/FS
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- Q. Except as provided in this First Amendment, all provisions of Order No. DE 5940 remain unmodified and in effect.

R. The undersigned representative of each Party hereby certifies that he or she is fully authorized to enter into this First Amendment of Agreed Order and to execute and legally bind such Party to this Amendment.

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

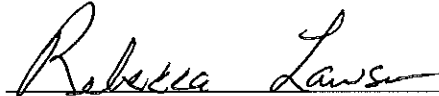
Effective date of this Order: 6/27/2016

White Birch Group, LLC



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Superlon Plastics, Inc.

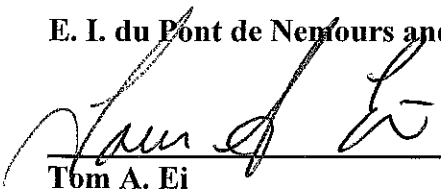


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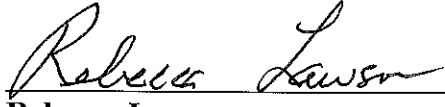


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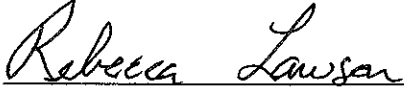
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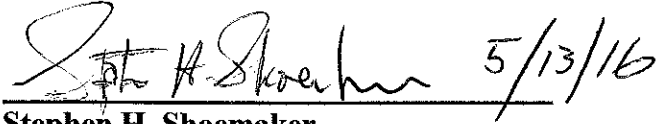
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EXHIBIT G REFERENCES

Ecology & Environment, Inc. 1991 – *Technical Assistance Team Report on Taylor Way Drums*. February 1991.

Ecology Urban Bay Action Team Report 1992 – Source discovery report documenting findings of UBAT inspection and historical research by Joyce Mercuri. July 1992.

Department of Ecology 2007 – ERTS Report #562248, filed by Joyce Mercuri. March 2007.

Tacoma Pierce County Health Dept. 2007 – Initial Investigation Report by Sharon Bell. May 2007.

City of Tacoma, Environmental Services/Science & Engineering 2007 – Personal Communication from Richard Fuller, City to Laura Klasner, Ecology. August 2007.

Landau & Associates 2008a – *Phase I Environmental Site Assessment, 2116 Taylor Way, Tacoma, Washington*. February 2008.

Ecology Water Quality Program 2008 – Inspection Report based on a compliance inspection conducted 5/28/2008 by Paul Stasch and Adonia McKinzi. June 2008.

Dept. of Labor & Industries/DOSH 2008 – Personal communication from Frank Wenzel, L. & I., to Lisa Pearson, Ecology. June 2008.

PERC. 2012a – *Phase I Interim Action Report for the Superlon Plastics Site, Tacoma, Washington*. March 2012.

PERC. 2013 – *Remedial Investigation Report for On-Property Soils and Surface Water at the Superlon Plastics Property, Tacoma, Washington*. August 2013.