

**STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY**

In the Matter of Remedial Action by:

AGREED ORDER

The Boeing Company
Boeing Kent Space Center
20403 68th Avenue South
Kent, Washington

No. DE 12820

TO: The Boeing Company
c/o Mr. Steven Shestag
Director, Environmental Remediation
P.O. Box 3707, MS 74-25
Seattle, WA 98124-2207

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I. INTRODUCTION

The mutual objective of the State of Washington, Department of Ecology (Ecology) and The Boeing Company (Boeing) 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 Boeing to investigate soil and groundwater potentially contaminated at various locations at the Boeing Kent Space Center and property potentially affected by release(s) or threatened release(s) of hazardous substances from the Boeing Kent Space Center (Facility). Ecology believes the actions required by this Order are in the public interest.

II. JURISDICTION

This Agreed Order is issued pursuant to the authority of the Model Toxics Control Act (MTCA), RCW 70.105D.050(1). This Order also satisfies the requirements of WAC 173-303-646 through -64630.

III. PARTIES BOUND

This 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. Boeing agrees to undertake all actions required by the terms and conditions of this Order. No change in ownership or corporate status shall alter Boeing's responsibility under this Order. Boeing 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.

IV. DEFINITIONS

Unless otherwise specified herein, the definitions set forth in RCW 70.105D and WAC 173-340 and WAC 173-303 shall control the meanings of the terms used in this Order.

A. Additional Work: Any activity or requirement not expressly covered by this Order (including the Order's incorporated attachments and Ecology approved submittals), but

determined by Ecology and Boeing to be necessary to meet objectives of this Order. If the “additional work” results in a substantial change to the work to be performed, it shall be necessary to amend this Order pursuant to Section VIII.J (Amendment of Order).

B. Agreed Order or Order: Refers to this Order and each of the exhibits to this Order. All exhibits are integral and enforceable parts of this Order. The terms “Agreed Order” or “Order” shall include all exhibits to this Order.

C. Area of Concern (AOC): Refers to any area of the Facility where a release of dangerous constituents (including dangerous waste and hazardous substances) at or from the Boeing Kent Space Center has occurred, is occurring, is suspected to have occurred, or threatens to occur.

D. Boeing Kent Space Center: Refers to all contiguous property located at 20403 68th Avenue South, Kent, Washington, which is owned and/or controlled by Boeing as of the issuance of this Order. The boundaries of the Boeing Kent Space Center as of the date of this Order are depicted on Exhibit A.

E. Cleanup Standards: Refers to the standards promulgated under RCW 70.105D.030(2)(e) and include (1) hazardous substance concentrations (cleanup levels) that protect human health and the environment, (2) the location at the Facility where those cleanup levels must be attained (points of compliance), and (3) additional regulatory requirements that apply to a cleanup because of the type of action and/or the location of the Facility.

F. Corrective Action: Refers to any activities including investigations, studies, characterizations, and corrective measures, including actions taken pursuant to RCW 70.105D and WAC 173-340, undertaken in whole or in part to fulfill the requirements of WAC 173-303-64620.

G. Corrective Measure: Refers to any measure or action to control, prevent, or mitigate release(s) and/or potential release(s) of dangerous constituents (including dangerous

waste and hazardous substances) reviewed and approved by Ecology for the Facility and set forth in a Facility-specific CAP prepared in compliance with the requirements of WAC 173-340, including WAC 173-340-360. Corrective measures may include interim actions as defined by WAC 173-340. Interim actions will not necessarily be set forth in a Facility-specific CAP.

H. Dangerous Constituent or Dangerous Waste Constituent: Refers to any constituent identified in WAC 173-303-9905 or 40 C.F.R. Part 264, Appendix IX; any constituent that caused a waste to be listed or designated as dangerous under the provisions of WAC 173-303; and any constituent defined as a hazardous substance under RCW 70.105D.020(13).

I. Dangerous Waste: Refers to any solid waste designated in WAC 173-303-070 through -100 as dangerous or extremely hazardous or mixed waste. Dangerous wastes are considered hazardous substances under RCW 70.105D.020(13).

J. Dangerous Waste Management Facility: Used interchangeably in this document with the term “Facility.”

K. Dangerous Waste Management Unit (DWMU): Refers to a contiguous area of land on or in which dangerous waste is placed, or the largest area in which there is a significant likelihood of mixing dangerous waste constituents in the same area, as defined in WAC 173-303-040.

L. Facility: Refers to the Boeing Kent Space Center; all property contiguous to the Boeing Kent Space Center also controlled by Boeing; and all property, regardless of control, affected by release(s) or threatened release(s) of hazardous substances, including dangerous wastes and dangerous constituents, at and from these areas. “Facility” also includes the definition found in RCW 70.105D.020(8).

M. Feasibility Study (FS): Refers to the investigation and evaluation of potential corrective measures performed in accordance with the FS requirements of WAC 173-340-350, which includes the substantive requirements for a Resource Conservation and Recovery Act

(RCRA) Corrective Measures Study, and which is undertaken in whole or in part to fulfill the corrective action requirements of WAC 173-303-64620.

N. Parties: Refers to the State of Washington, Department of Ecology and Boeing

O. Potentially Liable Person (PLP): Refers to Boeing

P. Permit or Permitting Requirement: Unless otherwise specified, refers to the requirements of WAC 173-303 for applying for, obtaining, maintaining, modifying, and terminating Dangerous Waste Management Facility permits.

Q. RCRA: Refers to the Resource Conservation and Recovery Act, 42 U.S.C. §§ 6901–6992k.

R. RCRA Facility Assessment (RFA): Refers to the United States Environmental Protection Agency (EPA) conducted investigation of release(s) and potential release(s) at the Dangerous Waste Management Facility and the information contained in the report entitled *RCRA Facility Assessment, PR/VSI Report, Boeing Kent Space Center, Kent, Washington, prepared by Science Applications International Corporation, August 1991* (RFA Report). The RFA Report is incorporated into this Order by this reference as if fully set forth herein.

S. Release: Refers to any intentional or unintentional spilling, leaking, pouring, emitting, emptying, discharging, injecting, pumping, escaping, leaching, dumping, or disposing of dangerous waste or dangerous constituents into the environment. It also includes the abandonment or discarding of barrels, containers, and other receptacles containing dangerous waste or dangerous constituents, and includes the definition of “release” in RCW 70.105D.020(32).

T. Remedial Investigation (RI): Refers to a facility-wide investigation and characterization performed in accordance with the requirements of WAC 173-340, which includes the substantive requirements for a RCRA facility investigation, undertaken in whole or in part to fulfill the corrective action requirements of WAC 173-303-64620.

U. Solid Waste Management Unit (SWMU): Refers to any discernible location at the Boeing Kent Space Center where solid wastes have been placed at any time, irrespective of whether the location was intended for the management of solid or dangerous waste. Such locations include any area at the Boeing Kent Space Center at which solid wastes, including spills, have been routinely and systematically released, and include regulated units as defined by WAC 173-303.

V. FINDINGS OF FACT

Ecology makes the following Findings of Fact, without any express or implied admissions of such facts by Boeing.

A. Boeing owned and operated the Kent Space Center as a Dangerous Waste Management Facility on or after November 19, 1980, the date which subjects facilities to RCRA permitting requirements, including interim status requirements pursuant to RCRA, 42 U.S.C. § 6925, and implementing regulations thereunder, and including authorized state regulations promulgated in WAC 173-303.

B. On August 6, 1980, Boeing notified EPA of its dangerous waste management activities. In the notification, Boeing identified itself as managing the following dangerous wastes at the Kent Space Center: F001 and F002 (halogenated solvents including tetrachloroethylene, trichloroethylene, methylene chloride, 1,1,1-trichloroethane, carbon tetrachloride, chlorinated fluorocarbons, chlorobenzene, 1,1,2-trichloro-1,2,2-trifluoroethane, ortho-dichlorobenzene, trichlorofluoromethane, 1,1,2 trichloroethane); F003 (xylene, acetone, ethyle acetate, ethyl benzene, ethyl ether, methyl isobutyl ketone, n-butyl alcohol, cyclohexanone, methanol); F005 (toluene, methyl ethyl ketone, carbon disulfide, isobutanol, pyridine, benzene, 2-ethoxyethanol, 2-nitropropane); F007, F008, F009, and F015 (cyanide plating bath solutions and residues, and stripping and cleaning bath solutions from electroplating operations); F017 (paint residue generated from industrial painting); D001 (ignitable wastes); D002 (corrosive wastes); D003 (reactive wastes); and D004 (toxic wastes). This notification was

revised on June 24, 1992 and the following waste codes were added: F006 (wastewater treatment sludge from electroplating operation), D005 (Barium), D006 (Cadmium), D007 (Chromium), D008 (Lead), D010 (Selenium), D011 (Silver), D035 (Methyl Ethyl Ketone), and WT02 (State-only toxic dangerous waste), and 350,000 pounds of dangerous waste generation per month was reported. On April 21, 1993, Boeing made the second revision of the notification. The following waste codes were added: D009 (Mercury), D018 (Benzene), D019 (Carbon Tetrachloride), D022 (Chloroform), WT01 (State-only toxic dangerous waste), WP01 and WP02 (State-only persistent dangerous wastes halogenated organic compounds), WC01 and WC02 (State-only carcinogenic dangerous wastes).

C. Pursuant to the August 6, 1980 notification, Boeing Kent Space Center was issued identification number WAD061670766 by EPA.

D. On November 18, 1980, Boeing submitted to EPA Region 10 the Part A of the RCRA permit application. In the Part A application, Boeing identified itself as managing the following dangerous wastes at the Boeing Kent Space Center: F001 and F002 (halogenated solvents including tetrachloroethylene, trichloroethylene, methylene chloride, 1,1,1-trichloroethane, carbon tetrachloride, chlorinated fluorocarbons, chlorobenzene, 1,1,2-trichloro-1,2,2-trifluoroethane, ortho-dichlorobenzene, trichlorofluoromethane, 1,1,2 trichloroethane); F003 (xylene, acetone, ethyle acetate, ethyl benzene, ethyl ether, methyl isobutyl ketone, n-butyl alcohol, cyclohexanone, methanol); F005 (toluene, methyl ethyl ketone, carbon disulfide, isobutanol, pyridine, benzene, 2-ethoxyethanol, 2-nitropropane); and F009 (spent stripping and cleaning bath solutions from electroplating operations where cyanides are used in the process). A 7,800 gallon container storage area and total 5,000 gallons of tank units of process design capacity were listed in this original Part A permit application.

E. Boeing has amended Part A of the dangerous waste permit application five times. During the amendments of the Part A permit application, container storage capacity was increased from 7,800 gallons to 10,560 gallons, tank storage capacity was changed from 5,000

gallons to 35,700 gallons, estimated annual quantity of wastes was increased from 575,190 pounds to 7,350,000 pounds, number of waste codes were added (F006, D004, D005, D006, D007, D008, D009, D010, D011, D018, D019, D022, D035, WT01, WT02, WP02, WC01, and WC02), and the property boundary was changed after a portion of the Kent Space Center property was sold.

F. Boeing completed closure of all RCRA interim status dangerous waste management units: a storage tank in Building 18-67 in 1997; a container storage area in Building 18-59 in 1998; and two storage tanks in Building 18-62 in 1999.

G. In August 1991, EPA performed an RCRA Facility Assessment (RFA) at the Boeing Kent Space Center. The purpose of an RFA is to identify those areas at Dangerous Waste Management Facility where release(s) of hazardous substances, as defined in RCW 70.105D.020(13), may have occurred or may be occurring.

H. Pursuant to the RFA Report and other information, Ecology has identified the areas where further investigation is needed (see EXHIBIT B):

- SWMU-86: storm sewer system;
- SWMU-88 and SWMU-89: former underground storage tanks (KS-25 and KS-26) in Building 18-43;
- AOC-1 and AOC-3: former underground storage tanks (KS-5 and KS-6), north side on Building 18-54;
- AOC-2: former underground storage tank (KS-7), north side on Building 18-35
- Former milling machine area in Building 18-62;
- Former underground storage tank area adjacent Building 18-67;
- Former underground storage tank location near Door W-3 west side of Building 18-42;
- Former leaking underground storage tank at Buildings 18-41; and
- Site wide arsenic contamination in soil and groundwater.

I. Release(s) and/or potential release(s) of hazardous substances from the SWMUs and AOCs where further investigation was recommended or no sufficient information was available in the RFA including, but not limited to: polychlorinated biphenyls (PCBs); polyaromatic hydrocarbons (PAHs); metals including chromium, arsenic, silver, copper, zinc, nickel, lead; volatile organic compounds including tetrachloroethylene, trichloroethylene, cis-1,2-dichloroethylene, vinyl chloride, benzene, ethylbenzene, toluene, and xylene; and total petroleum hydrocarbon (TPH). The sources of these release(s) and/or potential release(s) are: SWMU-86, storm sewer system; SMWU-88 and SWMU-89, former underground storage tanks (KS-25 and KS-26) in Building 18-43; AOC-1 and AOC-3, former underground storage tanks (KS-5 and KS-6) north side on Building 18-54; and AOC-2, former underground storage tank KS-7, north side on Building 18-35.

J. A milling machine cooling oil release in Building 18-62 was reported to Ecology on July 13, 1995. An independent cleanup was conducted, and a no further action opinion was issued by Ecology Toxics Cleanup Program. However, potentially contaminated groundwater was not investigated.

K. Jet fuel was released from underground storage tanks adjacent to Building 18-67. Cleanup was completed in this area under the Ecology Voluntary Cleanup Program. However, groundwater flow direction varies in this area. Further investigation is needed in the west side of the former underground storage tanks area.

L. TPH-D was released from a former UST location near Door W-3 west side of Building 18-42. Contaminated soils were excavated and soil confirmation sampling showed all contaminated soil was removed. Further investigation of groundwater in this location is needed.

M. Ecology Toxics Cleanup Program Cleanup Integrated Site Information System Database indicates that there was hazardous material release from leaking underground storage tank at Buildings 18-41 (TPH-G). Independent remedial action was initiated in this area but not completed yet.

N. Arsenic contamination in soil and groundwater is likely an area wide issue in the vicinity of the Kent Space Center. Further investigation of arsenic in soil and groundwater at the Boeing Kent Space Center is needed.

O. Hazardous substances may have been and might continue to be released from the Dangerous Waste Management Facility into the environment including surface water drainage areas; groundwater beneath and beyond the Dangerous Waste Management Facility; air; human work areas; and floral and faunal habitats.

VI. ECOLOGY DETERMINATIONS

A. Boeing is a person within the meaning of RCW 70.105D.020(24).

B. Boeing is the owner and operator of a Dangerous Waste Management Facility that has operated, is operating, or should have been operating under interim status or a final facility permit, subject to RCRA, 42 U.S.C. §§ 6924 and 6925, and regulations promulgated thereunder, including authorized state regulations in WAC 173-303. Boeing is also an “owner or operator” as defined by RCW 70.105D.020(22) of a “facility” as defined by RCW 70.105D.020(8).

C. Certain waste and constituents found at the Facility are dangerous wastes and/or dangerous constituents as defined by WAC 173-303 and in Section IV (Definitions) of this Order.

D. These dangerous wastes and dangerous constituents are considered hazardous substances within the meaning of RCW 70.105D.020(13).

E. Based on the Findings of Fact and the administrative record, Ecology has determined that release(s) and potential release(s) of hazardous substances at and/or from the Facility present a threat or potential threat to human health and the environment.

F. Based on credible evidence, Ecology issued a PLP status letter to Boeing dated September 4, 2014, pursuant to RCW 70.105D.040, .020(26), and WAC 173-340-500. By letter dated October 3, 2014, Boeing voluntarily waived its rights to notice and comment and accepted Ecology’s determination that Boeing is a PLP under RCW 70.105D.040. Ecology issued a

determination that Boeing is a PLP under RCW 70.105D.040 and notified Boeing of this determination by a letter dated October 8, 2014.

G. Pursuant to RCW 70.105D.030(l) and .050(1), Ecology may require Boeing to investigate or conduct other remedial actions with respect to any release or threatened release of hazardous substances, whenever it believes such action to be in the public interest. Based on the foregoing facts, Ecology believes the remedial actions required by this Order are in the public interest.

H. 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 plan. Either party may propose an interim action under this Order. If the Parties are in agreement concerning the interim action, the Parties will follow the process in Section VII.H. If the Parties are not in agreement, Ecology reserves its authority to require interim action(s) under a separate order or other enforcement action under RCW 70.105D, or to undertake the interim action itself.

VII. WORK TO BE PERFORMED

Based on the Findings of Fact and Ecology Determinations, it is hereby ordered that Boeing take the following remedial action(s) and that this (these) action(s) be conducted in accordance with WAC 173-340 unless otherwise specifically provided for herein.

A. Within ninety (90) calendar days of the effective date of this order, Boeing shall provide the Washington State Department of Ecology - Northwest Regional Office ("Ecology - NWRO") a draft remedial investigation ("RI") work plan which discusses procedures for investigating the subsurface soil and groundwater at the Facility, and for characterizing the concentration, chemical nature, extent (horizontal and vertical), and the direction and rate of

migration of dangerous constituents released into the environment at or from each of the SWMUs and AOCs identified in EXHIBIT B: SWMUs and AOCs Where Further Action is Needed . The draft RI work plan shall follow the requirements specified in WAC 173-340-350. Information gathered in the RI shall be of adequate technical quality and detail to support the recommendations of a Feasibility Study (“FS”). For the portion(s) of the facility containing SWMUs and AOCs identified in EXHIBIT B, the RI work plan shall describe procedures for evaluating:

1. The seasonal groundwater direction and gradient of all potentially impacted groundwater units;
2. A qualitative description of potential human and environmental receptors and potential pathways to each receptor from each SWMU and AOC or group of SWMUs and AOCs, as appropriate. Based on this information, Ecology may, at a later time, request further quantitative evaluation of the migration of contaminants to potential receptors;
3. The lithologic description of stratigraphic units beneath the SWMUs and AOCs. All soil borings logged shall be classified using the Unified Soil Classification (USC) system;
4. The potential hydraulic connection between hydrogeologic units with surface water bodies and human or environmental receptors; and
5. The estimated rate and direction of future migration in the subsurface soils, groundwater, surface water, and sediments of dangerous constituents released at or from SWMUs and AOCs.

Additionally, for the portion(s) of the facility containing the SWMUs and AOCs identified in EXHIBIT B, the RI work plan shall describe procedures for approval by Ecology addressing the following:

6. Hydrogeologic cross sections;

7. Seasonal water level contour maps obtained from groundwater wells, where the location, number, and construction of groundwater monitoring wells shall be sufficient to characterize the extent and nature of any groundwater contamination;
8. The documentation of well construction materials, design, installation, and development methods;
9. Data from the chemical analysis of potentially impacted media (e.g., soil, groundwater, sediment, and surface water) samples for dangerous constituents and their major breakdown products likely to be present based on Boeing's knowledge of past and present chemical usage associated with a SWMU and AOC or group of SWMUs and AOCs. Groundwater samples for chemical analysis shall be collected on at least a quarterly basis, unless otherwise approved by Ecology. Soil samples for chemical analysis will be obtained at appropriate intervals as designated in the Workplan, utilizing criteria specified in the Workplan and approved by Ecology;
10. A time schedule for the completion of RI milestones;
11. A list of analytical methods, detection limits, practical quantitation limits, and chemical parameters to be analyzed. Prepare quality assurance/quality control procedures (QA/QC) and submit them to Ecology-NWRO for review and approval. Prepare the QA Project Plan consistent with *Guidelines and Specifications for Preparing Quality Assurance Project Plans*, May 1991, Department of Ecology Publication No. 91-16 ; and
12. A sampling and analysis plan in accordance with WAC 173-340-820 and 830 and consistent with *Guidance on Sampling and Data Analysis Methods*, January 1995, Department of Ecology Publication No. 94-49.

In preparing the RI Workplan and RI Report, and conducting the RI, Boeing may utilize information or data gathered during previous independent investigations. Boeing may use a phased approach to RI investigations per criteria approved by Ecology in the RI Workplan. The

RI Report shall also contain recommendations, for approval by Ecology, identifying those releases of dangerous constituents from the SWMUs and AOCs listed in Exhibit B.

B. Upon completion of the remedial investigation work described in the final Ecology-approved RI Workplan, Boeing shall submit to Ecology-NWRO a draft RI report as provided in the approved RI Workplan schedule.

C. Boeing shall follow the reporting guidelines in WAC 173-340-840 for all parts of this Order unless otherwise agreed to by both Ecology and Boeing. All data generated pursuant to this Order shall be submitted to Ecology-NWRO, including all outlier and duplicate data. In addition, all groundwater, sediment, surface water, and soil data generated shall be submitted to Ecology-NWRO for the constituent concentrations detected above method detection limits in the above referenced environmental media. Laboratory detection limits and practical quantitation limits shall be reported for each chemical constituent detected.

D. Boeing shall submit status reports to Ecology-NWRO every two months, starting from the effective date of this Agreed Order until all of the requirements of this Agreed Order are completed to Ecology's satisfaction. The submittal shall be due on the 15th day of the month following the two-month activity period. Unless otherwise specified, status reports submitted pursuant to this Order may be sent by e-mail, or by other means agreed to by Ecology, to Ecology's project coordinator at the address specified in Section VIII.B (Designated Project Coordinators). Boeing shall include the following in each status report:

1. All work conducted pursuant to this Agreed Order during the last two month period;
2. Occurrence of any deviations from the work plans and an explanation for all deviations not otherwise documented in project plans or amendment requests;
3. Projected work to occur in the upcoming 2 months;
4. Summaries of significant findings, changes in personnel, summaries of contacts with all federal, state, local community, and public interest groups; and

5. All laboratory analyses in tabulated data format for which quality assurance procedures were completed during the two month period.

If both Ecology and Boeing agree that such a change is necessary, the frequency of status report submittals shall be revised. This would be an example of a minor modification that may be agreed to by Ecology and Boeing without public comment.

E. Boeing shall notify Ecology's Project Coordinator in writing of any newly-identified SWMU(s) managing dangerous waste at the Boeing Kent Space Center, newly-discovered releases from known SWMU(s) or AOC(s), and newly-discovered significant releases of dangerous waste or dangerous constituents, as defined in WAC 173-303-806(4)(a)(xxiv)(A), at or from the Boeing Kent Space Center no later than fifteen (15) calendar days after discovery. If required, the investigation (assessment) and reporting shall be done in accordance with the requirements in this section.

F. If Ecology identifies an immediate threat to human health and environment, Ecology will notify Boeing in writing. Within fifteen (15) calendar days (or such longer period as may be approved by Ecology, given the complexity and scope of the tasks to be performed), after receiving Ecology's written notification, Boeing shall submit to Ecology for approval a description of measures to be taken and a schedule for conducting the work (including preparation and submittal of any Workplans). If Ecology determines that immediate action is required, Ecology may authorize Boeing to act prior to Ecology receipt of Boeing's description of proposed measures.

G. All plans or other deliverables submitted by Boeing for Ecology's review and approval under Section VII (Work to be Performed) shall, upon Ecology's approval, become integral and enforceable parts of this Order.

H. If the Parties agree on an interim action under Section VI.H, Boeing shall prepare and submit to Ecology an Interim Action Work Plan, including a scope of work and schedule, by the date determined by Ecology. Ecology will provide public notice and opportunity to comment

on the Interim Action Work Plan in accordance with WAC 173-340-600(16). The PLP shall not conduct the interim action until Ecology approves the Interim Action Work Plan. Upon approval by Ecology, the Interim Action Work Plan becomes an integral and enforceable part of this Order, and Boeing is required to conduct the interim action in accordance with the approved Interim Action Work Plan.

I. If Ecology determines that Boeing has failed to make sufficient progress or failed to implement the remedial action, in whole or in part, Ecology may, after providing written notice to Boeing, perform any or all portions of the remedial action or at Ecology's discretion allow Boeing opportunity to correct. Boeing shall reimburse Ecology for the costs of doing such work in accordance with Section VIII.A (Remedial Action Costs). Ecology reserves the right to enforce requirements of this Order under Section X (Enforcement).

J. Except where necessary to abate an emergency situation, Boeing shall not perform any remedial actions at the Facility outside those remedial actions required by this Order, unless Ecology concurs, in writing, with such additional remedial actions.

VIII. TERMS AND CONDITIONS

A. Remedial Action Costs

Boeing shall pay to Ecology costs incurred by Ecology pursuant to this Order and consistent with WAC 173-340-550(2). These costs shall include work performed by Ecology or its contractors for, or on, the Facility under RCW 70.105D, including remedial actions and Order preparation, negotiation, oversight, and administration. These costs shall include work performed both prior to and subsequent to the issuance of this Order. Ecology will provide written notice to Boeing prior to the use of outside engineers, hydrogeologists, toxicologists or technical specialists. Ecology's costs shall include costs of direct activities and support costs of direct activities as defined in WAC 173-340-550(2). Except for costs that are the subject of dispute resolution under Section VIII.H (Resolution of Disputes), Boeing shall pay the required amount within thirty (30) days of receiving from Ecology an itemized statement of costs that

includes a summary of costs incurred, an identification of involved staff, and the amount of time spent by involved staff members on the project. A general statement of work performed will be provided. Itemized statements shall be prepared quarterly. Pursuant to WAC 173-340-550(4), failure to pay Ecology's costs within ninety (90) days of receipt of the itemized statement of costs will result in interest charges at the rate of twelve percent (12%) per annum, compounded monthly. Boeing shall pay any disputed costs that remain after the completion of the dispute resolution process set forth in Section VIII.H (Resolution of Disputes) within thirty (30) days of a final decision by Ecology, including interest accruing after 90 days from receipts of the original itemized statements from Ecology.

In addition to other available relief, pursuant to RCW 19.16.500, Ecology may utilize a collection agency and/or, pursuant to RCW 70.105D.055, file a lien against real property subject to the remedial actions to recover unreimbursed remedial action costs.

B. Designated Project Coordinators

The project coordinator for Ecology is:

Byung Maeng, PE
Department of Ecology-NWRO
3190 160th Ave SE
Bellevue, WA 98008
(425) 649-7253
bmae461@ecy.wa.gov

The project coordinator for Boeing is:

Nick Garson, PG
P.O. Box 3707, M/C 9U4-26
Seattle, WA 98124-2207
(425) 269-7866
nick.garson@boeing.com

Each project coordinator shall be responsible for overseeing the implementation of this Order. Ecology's project coordinator will be Ecology's designated representative for the Facility. To the maximum extent possible, communications between Ecology and Boeing, and all documents, including reports, approvals, and other correspondence concerning the activities

performed pursuant to the terms and conditions of this Order shall be directed through the project coordinators. The project coordinators may designate, in writing, working level staff contacts for all or portions of the implementation of the work to be performed required by this Order.

Any party may change its respective project coordinator. Written notification shall be given to the other party at least ten (10) calendar days prior to the change.

C. Performance

All geologic and hydrogeologic work performed pursuant to this Order shall be under the supervision and direction of a geologist or hydrogeologist licensed by the state of Washington or under the direct supervision of an engineer registered by the state of Washington, except as otherwise provided for by RCW 18.43 and 18.220.

All engineering work performed pursuant to this Order shall be under the direct supervision of a professional engineer registered by the state of Washington, except as otherwise provided for by RCW 18.43.130.

All construction work performed pursuant to this Order shall be under the direct supervision of a professional engineer or a qualified technician under the direct supervision of a professional engineer. The professional engineer must be registered by the state of Washington, except as otherwise provided for by RCW 18.43.130.

Any documents, other than status reports, submitted containing geologic, hydrologic, or engineering work shall be under the seal of an appropriately licensed professional as required by RCW 18.43 and 18.220.

Boeing shall notify Ecology in writing of the identity of the company or firm name(s) of any engineer(s), geologist(s), contractor(s) and subcontractor(s), and others to be used in carrying out the terms of this Order, in advance of their involvement at the Facility.

D. Access

Except as provided in this Section regarding health and safety and security procedures, Ecology or any Ecology authorized representative shall have access to enter and freely move

about all property at the Facility that Boeing either owns, controls, or has access rights to at all reasonable times for the purposes of, *inter alia*: inspecting records, operation logs, and contracts related to the work being performed pursuant to this Order; reviewing Boeing's progress in carrying out the terms of this Order; conducting such tests or collecting such samples as Ecology may deem necessary; using a camera, sound recording, or other documentary type equipment to record work done pursuant to this Order; and verifying the data submitted to Ecology by Boeing. Boeing's project coordinator or other representative may accompany Ecology's authorized representative(s) at all times for purposes of compliance with facility health and safety precautions and security requirements.

If Ecology or any Ecology authorized representative desires to obtain access to any manufacturing or process areas at which Boeing conducts activities utilizing information which is proprietary, Boeing may request, in writing, pursuant to RCW 43.21A.160, that documentation of such areas be designated as confidential business information.

If Ecology or any Ecology authorized representative desires to obtain access to any areas of the Facility at which Boeing conducts activities utilizing secrets associated with the United States Department of Defense (DOD) projects or which are subject to International Traffic in Arms Regulations (ITAR), Boeing may request a reasonable delay in providing such access so that Boeing's and Ecology's representatives may further confer regarding the purpose of the inspection in the area and appropriate precautions for protecting DOD secrets and compliance with ITAR. Ecology shall be responsible for obtaining any DOD required security clearance prior to entering any secured areas and ensuring compliance with ITAR by Ecology employees and representatives.

If photographs or video or audio recordings are to be taken in a DOD or ITAR area that contains items important to national security or otherwise subject to ITAR, then Boeing shall provide a competent photographer, videographer or other individual to take photographs or video or audio recordings under the instruction of Ecology representatives on site, subject to limitations

required for protection of DOD or ITAR protected information, including but not limited to, any required DOD security clearance.

Any photography or video or audio recording of any activities at property owned or operated by Boeing will be developed and previewed by Boeing, to enable Boeing to make a claim of business confidentiality related to any such recordings and to assure compliance with security requirements for protection of DOD and ITAR protected information. Boeing shall provide copies to Ecology of all photographs or recordings taken within seven (7) days excepting any photographs or recordings for which additional precautions must be followed to protect DOD information and/or comply with ITAR. Boeing shall provide Ecology with a log of the photographs or recordings taken, and shall identify photographs or recordings withheld. Boeing agrees not to assert any business confidentiality claim with regard to any geologic, hydrogeologic, or analytical data generated as part of the work being performed pursuant to this Order.

Boeing shall make all reasonable efforts to secure access rights for those properties within the Facility not owned or controlled by Boeing where remedial activities or investigations will be performed pursuant to this Order. Ecology or any Ecology authorized representative shall give reasonable notice before entering any Facility property owned or controlled by Boeing unless an emergency prevents such notice. All persons who access the Facility pursuant to this section shall comply with any applicable health and safety plan(s). Ecology employees and their representatives shall not be required to sign any liability release or waiver as a condition of Facility property access.

E. Sampling, Data Submittal, and Availability

With respect to the implementation of this Order, Boeing shall make the results of all sampling, laboratory reports, and/or test results generated by it or on its behalf available to Ecology. Pursuant to WAC 173-340-840(5), all sampling data shall be submitted to Ecology in both printed and electronic formats in accordance with Section VII (Work to be Performed),

Ecology's Toxics Cleanup Program Policy 840 (Data Submittal Requirements), and/or any subsequent procedures specified by Ecology for data submittal.

If requested by Ecology, Boeing shall allow Ecology and/or its authorized representative to take split or duplicate samples of any samples collected by Boeing pursuant to implementation of this Order. Boeing shall notify Ecology no less than seven (7) days in advance of any sample collection or work activity at the Facility undertaken pursuant to implementation of this Order unless an emergency prevents such notice. Ecology shall, upon request, allow Boeing and/or its authorized representative to take split or duplicate samples of any samples collected by Ecology pursuant to the implementation of this Order, provided that doing so does not interfere with Ecology's sampling. Without limitation on Ecology's rights under Section VIII.D (Access), Ecology shall notify Boeing no less than seven (7) days prior to any sample collection activity unless an emergency prevents such notice.

In accordance with WAC 173-340-830(2)(a), all hazardous substance analyses shall be conducted by a laboratory accredited under WAC 173-50 for the specific analyses to be conducted, unless otherwise approved by Ecology.

F. Public Participation

A Public Participation Plan is required for this Facility. Ecology has reviewed the Public Participation Plan in Exhibit E and determined it is appropriate. If it requires amendment Ecology shall amend the Public Participation Plan in conjunction with Boeing.

Ecology shall maintain the responsibility for public participation at the Facility. However, Boeing shall cooperate with Ecology, and shall, with respect to this Order:

1. If agreed to by Ecology, develop appropriate mailing list, prepare drafts of public notices and fact sheets at important stages of the remedial action, such as the submission of work plans, remedial investigation/feasibility study reports, cleanup action plans, and engineering design reports. As appropriate, Ecology will edit, finalize, and distribute such fact sheets and prepare and distribute public notices of Ecology's presentations and meetings.

2. Notify Ecology's project coordinator prior to the preparation of all press releases and fact sheets, and before major meetings with the interested public and local governments. Likewise, Ecology shall notify Boeing prior to the issuance of all press releases and fact sheets, and before major meetings with the interested public and local governments. For all press releases, fact sheets, meetings, and other outreach efforts by Boeing that do not receive prior Ecology approval, Boeing shall clearly indicate to its audience that the press release, fact sheet, meeting, or other outreach effort was not sponsored or endorsed by Ecology.

3. When requested by Ecology, participate in public presentations on the progress of the remedial action at the Facility. Participation may be through attendance at public meetings to assist in answering questions, or as a presenter.

4. When requested by Ecology, arrange and/or continue information repositories to be located at the following locations:

- (a) King County Library
212 2nd Ave. North
Kent, WA 98032
(253) 859-3330
- (b) Northwest Regional Office
3190 160th Ave SE
Bellevue, WA 98029
425-649-7190

At a minimum, copies of all public notices, fact sheets, and documents relating to public comment periods shall be promptly placed in these repositories. A copy of all documents related to this Facility shall be maintained in the repository at Ecology's Northwest Regional Office in Bellevue, Washington.

G. Retention of Records

During the pendency of this Order, and for ten (10) years from the date of completion of work performed pursuant to this Order, Boeing shall preserve all records, reports, documents, and underlying data in its possession relevant to the implementation of this Order and shall insert a similar record retention requirement into all contracts with project contractors and

subcontractors. Upon request of Ecology, Boeing shall make all records available to Ecology and allow access for review within a reasonable time.

Nothing in this Order is intended to waive any right Boeing may have under applicable law to limit disclosure of documents protected by the attorney work-product privilege and/or the attorney-client privilege. If Boeing withholds any requested records based on an assertion of privilege, Boeing shall provide Ecology with a privilege log specifying the records withheld and the applicable privilege. No Facility-related data collected pursuant to this Order shall be considered privileged.

H. Resolution of Disputes

1. In the event that Boeing elects to invoke dispute resolution Boeing must utilize the procedure set forth below.

a. Upon the triggering event (receipt of Ecology's project coordinator's written decision or an itemized billing statement), Boeing has fourteen (14) calendar days within which to notify Ecology's project coordinator in writing of its dispute ("Informal Dispute Notice").

b. The Parties' project coordinators shall then confer in an effort to resolve the dispute informally. The parties shall informally confer for up to fourteen (14) calendar days from receipt of the Informal Dispute Notice. If the project coordinators cannot resolve the dispute within those fourteen (14) calendar days, then within seven (7) calendar days Ecology's project coordinator shall issue a written decision ("Informal Dispute Decision") stating: the nature of the dispute; Boeing's position with regards to the dispute; Ecology's position with regard to the dispute; and the extent of resolution reached by informal discussion.

c. Boeing may then request regional management review of the dispute. This request ("Formal Dispute Notice") must be submitted in writing to the Northwest Region Hazardous Waste and Toxics Reduction Section Manager within seven (7)

calendar days of receipt of Ecology's Informal Dispute Decision. The Formal Dispute Notice shall include a written statement of dispute setting forth: the nature of the dispute; the disputing Party's position with respect to the dispute; and the information relied upon to support its position.

d. The Section Manager shall conduct a review of the dispute and shall issue a written decision regarding the dispute ("Decision on Dispute") within thirty (30) calendar days of receipt of the Formal Dispute Notice. The Decision on Dispute shall be Ecology's final decision on the disputed matter.

2. The Parties agree to only utilize the dispute resolution process in good faith and agree to expedite, to the extent possible, the dispute resolution process whenever it is used.

3. Implementation of these dispute resolution procedures shall not provide a basis for delay of any activities required in this Order, unless Ecology agrees in writing to a schedule extension.

4. 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.H (Work to be Performed) or initiating enforcement under Section X (Enforcement).

I. Extension of Schedule

1. An extension of schedule shall be granted only when a request for an extension is submitted in a timely fashion, generally at least thirty (30) days prior to expiration of the deadline for which the extension is requested, and good cause exists for granting the extension. All extensions shall be requested in writing. The request shall specify:

- a. The deadline that is sought to be extended;
- b. The length of the extension sought;
- c. The reason(s) for the extension; and

d. Any related deadline or schedule that would be affected if the extension were granted.

2. The burden shall be on Boeing to demonstrate to the satisfaction of Ecology that the request for such extension has been submitted in a timely fashion and that good cause exists for granting the extension. Good cause may include, but may not be limited to:

a. Circumstances beyond the reasonable control and despite the due diligence of Boeing including delays caused by unrelated third parties or Ecology, such as (but not limited to) delays by Ecology in reviewing, approving, or modifying documents submitted by Boeing;

b. Acts of God, including fire, flood, blizzard, extreme temperatures, storm, or other unavoidable casualty; or

c. Endangerment as described in Section VIII.K (Endangerment).

However, neither increased costs of performance of the terms of this Order nor changed economic circumstances shall be considered circumstances beyond the reasonable control of Boeing.

3. Ecology shall act upon any written request for extension in a timely fashion. Ecology shall give Boeing written notification of any extensions granted pursuant to this Order. A requested extension shall not be effective until approved by Ecology. Unless the extension is a substantial change, it shall not be necessary to amend this Order pursuant to Section VIII.J (Amendment of Order) when a schedule extension is granted.

4. An extension shall only be granted for such period of time as Ecology determines is reasonable under the circumstances. Ecology may grant schedule extensions exceeding ninety (90) days only as a result of:

a. Delays in the issuance of a necessary permit which was applied for in a timely manner;

b. Other circumstances deemed exceptional or extraordinary by Ecology; or

- c. Endangerment as described in Section VIII.K (Endangerment).

J. Amendment of Order

The project coordinators may verbally agree to minor changes to the work to be performed without formally amending this Order. Minor changes will be documented in writing by Ecology within seven (7) days of verbal agreement.

Except as provided in Section VIII.L (Reservation of Rights), substantial changes to the work to be performed shall require formal amendment of this Order. This Order may only be formally amended by the written consent of both Ecology and Boeing. Boeing shall submit a written request for amendment to Ecology for approval. Ecology shall indicate its approval or disapproval in writing and in a timely manner after the written request for amendment is received. If the amendment to this Order represents a substantial change, Ecology will provide public notice and opportunity to comment. Reasons for the disapproval of a proposed amendment to this Order shall be stated in writing. If Ecology does not agree to a proposed amendment, the disagreement may be addressed through the dispute resolution procedures described in Section VIII.H (Resolution of Disputes).

K. Endangerment

In the event Ecology determines that any activity being performed at the Facility is creating or has the potential to create a danger to human health or the environment on or surrounding the Facility, Ecology may direct Boeing to cease such activities for such period of time as it deems necessary to abate the danger. Boeing shall immediately comply with such direction.

In the event Boeing determines that any activity being performed at the Facility is creating or has the potential to create a danger to human health or the environment, Boeing may cease such activities. Boeing shall notify Ecology's project coordinator as soon as possible, but no later than twenty-four (24) hours after making such determination or ceasing such activities. Upon Ecology's direction Boeing shall provide Ecology with documentation of the basis for the

determination or cessation of such activities. If Ecology disagrees with Boeing's cessation of activities, it may direct Boeing to resume such activities.

If Ecology concurs with or orders a work stoppage pursuant to this section, Boeing's obligations with respect to the ceased activities shall be suspended until Ecology determines the danger is abated, and the time for performance of such activities, as well as the time for any other work dependent upon such activities, shall be extended in accordance with Section VIII.I (Extension of Schedule) for such period of time as Ecology determines is reasonable under the circumstances.

Nothing in this Order shall limit the authority of Ecology, its employees, agents, or contractors to take or require appropriate action in the event of an emergency.

L. Reservation of Rights

This Order is not a settlement under RCW 70.105D. Ecology's signature on this Order in no way constitutes a covenant not to sue or a compromise of any of Ecology's rights or authority. Ecology will not, however, bring an action against Boeing to recover remedial action costs paid to and received by Ecology under this Order. In addition, Ecology will not take additional enforcement actions against Boeing regarding remedial actions required by this Order, provided Boeing complies with this Order.

Ecology nevertheless reserves its rights under RCW 70.105D, including the right to require additional or different remedial actions at the Facility should it deem such actions necessary to protect human health and the environment, and to issue orders requiring such remedial actions. Ecology also reserves all rights regarding the injury to, destruction of, or loss of natural resources resulting from the release or threatened release of hazardous substances at the Facility.

By entering into this Order, Boeing does not admit to any liability for the Facility. Although Boeing is committing to conducting the work required by this Order under the terms of this Order, Boeing expressly reserves all rights available under law, including but not limited to

the right to seek cost recovery or contribution against third parties, and the right to assert any defenses to liability in the event of enforcement.

M. Transfer of Interest in Property

No voluntary conveyance or relinquishment of title, easement, leasehold, or other interest in any portion of the Boeing Kent Space Center shall be consummated by Boeing without provision for continued implementation of all requirements of this Order and implementation of any remedial actions found to be necessary as a result of this Order.

Prior to Boeing's transfer of any interest in all or any portion of the Boeing Kent Space Center, and during the effective period of this Order, Boeing shall provide a copy of this Order to any prospective purchaser, lessee, transferee, assignee, or other successor in said interest; and, at least thirty (30) days prior to any transfer, Boeing shall notify Ecology of said transfer and of the available information, for the property to be transferred, concerning SWMUs and AOCs on such property, the likelihood of releases of Dangerous Constituents at or from the property, the likelihood of releases of Dangerous Constituents from other portions of the Boeing Kent Space Center onto the property to be transferred, and the remedial actions completed or underway. Ecology shall use reasonable best efforts to review the information submitted by Boeing on the property to be transferred, and may issue an opinion letter, if needed, describing that: (a) based on information available, no significant levels of contamination have been identified at the property to be transferred; (b) the contamination has been sufficiently remediated at or from the property that is to be transferred; or (c) further remedial action is necessary for the property to be transferred and it will continue to be subject to this Order due to known or suspected releases of Dangerous Constituents at such property. Upon transfer of any interest, Boeing shall restrict uses and activities to those consistent with this Order and notify all transferees of the restrictions on the use of the property.

If there is a lessee(s) or sublessee(s) of Boeing at the effective date of this Order, Boeing shall serve a copy of this Order upon any current lessee(s) or sublessee(s) within fifteen (15)

days of the effective date of this Order. Within thirty (30) days of the effective date of this Order, Boeing shall amend the current lease(s) or sublease(s), if necessary, to ensure that Ecology, any authorized representative of Ecology, or any party or entity directed or authorized by Ecology, has access to all property at the Facility that Boeing either owns, controls, or has access rights to at all reasonable times for the purpose of investigating and remediating the release of hazardous substances at the Facility, consistent with Section VII of this Order.

N. Compliance with Applicable Laws

1. All actions carried out by Boeing pursuant to this Order shall be done in accordance with all applicable federal, state, and local requirements, including requirements to obtain necessary permits, except as provided in RCW 70.105D.090. At this time, no federal, state, or local requirements have been identified as being applicable to the actions required by this Order.

2. Pursuant to RCW 70.105D.090(1), Boeing is exempt from the procedural requirements of RCW 70.94, 70.95, 77.55, 90.48, and 90.58 and of any laws requiring or authorizing local government permits or approvals. However, Boeing shall comply with the substantive requirements of such permits or approvals. At this time, no state or local permits or approvals have been identified as being applicable but procedurally exempt under this section.

Boeing has a continuing obligation to determine whether additional permits or approvals addressed in RCW 70.105D.090(1) would otherwise be required for the remedial action under this Order. In the event either Ecology or Boeing determines that additional permits or approvals addressed in RCW 70.105D.090(1) would otherwise be required for the remedial action under this Order, it shall promptly notify the other party of its determination. Ecology shall determine whether Ecology or Boeing shall be responsible to contact the appropriate state and/or local agencies. If Ecology so requires, Boeing shall promptly consult with the appropriate state and/or local agencies and provide Ecology with written documentation from those agencies of the substantive requirements those agencies believe are applicable to the remedial action. Ecology

shall make the final determination on the additional substantive requirements that must be met by Boeing and on how Boeing must meet those requirements. Ecology shall inform Boeing in writing of these requirements. Once established by Ecology, the additional requirements shall be enforceable requirements of this Order. Boeing shall not begin or continue the remedial action potentially subject to the additional requirements until Ecology makes its final determination.

3. Pursuant to RCW 70.105D.090(2), in the event Ecology determines that the exemption from complying with the procedural requirements of the laws referenced in RCW 70.105D.090(1) would result in the loss of approval from a federal agency that is necessary for the state to administer any federal law, the exemption shall not apply and Boeing shall comply with both the procedural and substantive requirements of the laws referenced in RCW 70.105D.090(1), including any requirements to obtain permits.

O. Financial Assurance

1. Financial assurance for corrective action is required by WAC 173-303-64620. Ecology's Financial Assurance Officer shall determine when Boeing's actions and submissions meet the requirements of WAC 173-303-64620.

2. Ecology's Financial Assurance Officer is:

Kimberly Goetz
Washington State Department of Ecology
P.O. Box 47600
Olympia, WA 98504-7600
Phone: (360) 407-6754
Fax: (360) 407-6715
Email: kgoe461@ecy.wa.gov

P. Indemnification

Boeing agrees to indemnify and save and hold the State of Washington, its employees, and agents harmless from any and all claims or causes of action (1) for death or injuries to persons, or (2) for loss or damage to property to the extent arising from or on account of acts or omissions of Boeing, its officers, employees, agents, or contractors in entering into and implementing this Order. However, Boeing shall not indemnify the State of Washington nor

save nor hold its employees and agents harmless from any claims or causes of action to the extent arising out of the negligent acts or omissions of the State of Washington, or the employees or agents of the State, in entering into or implementing this Order.

IX. SATISFACTION OF ORDER

The provisions of this Order shall be deemed satisfied upon Boeing's receipt of written notification from Ecology that Boeing has completed the corrective actions required by this Order, as amended by any modifications, and that Boeing has complied with all other provisions of this Order.

X. ENFORCEMENT

Pursuant to RCW 70.105D.050, this Order may be enforced as follows:

A. The Attorney General may bring an action to enforce this Order in a state or federal court.

B. The Attorney General may seek, by filing an action, if necessary, to recover amounts spent by Ecology for investigative and remedial actions and orders related to the Facility.

C. A liable party who refuses, without sufficient cause, to comply with any term of this Order will be liable for:

1. Up to three (3) times the amount of any costs incurred by the State of Washington as a result of its refusal to comply; and

2. Civil penalties of up to twenty-five thousand dollars (\$25,000) per day for each day it refuses to comply.

D. This Order is not appealable to the Washington Pollution Control Hearings Board.

This Order may be reviewed only as provided under RCW 70.105D.060.

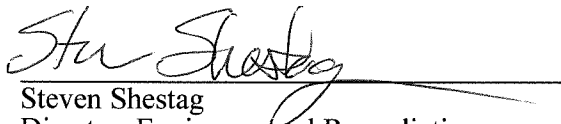
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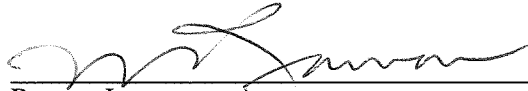
Effective date of this Order: JANUARY 19, 2016

THE BOEING COMPANY



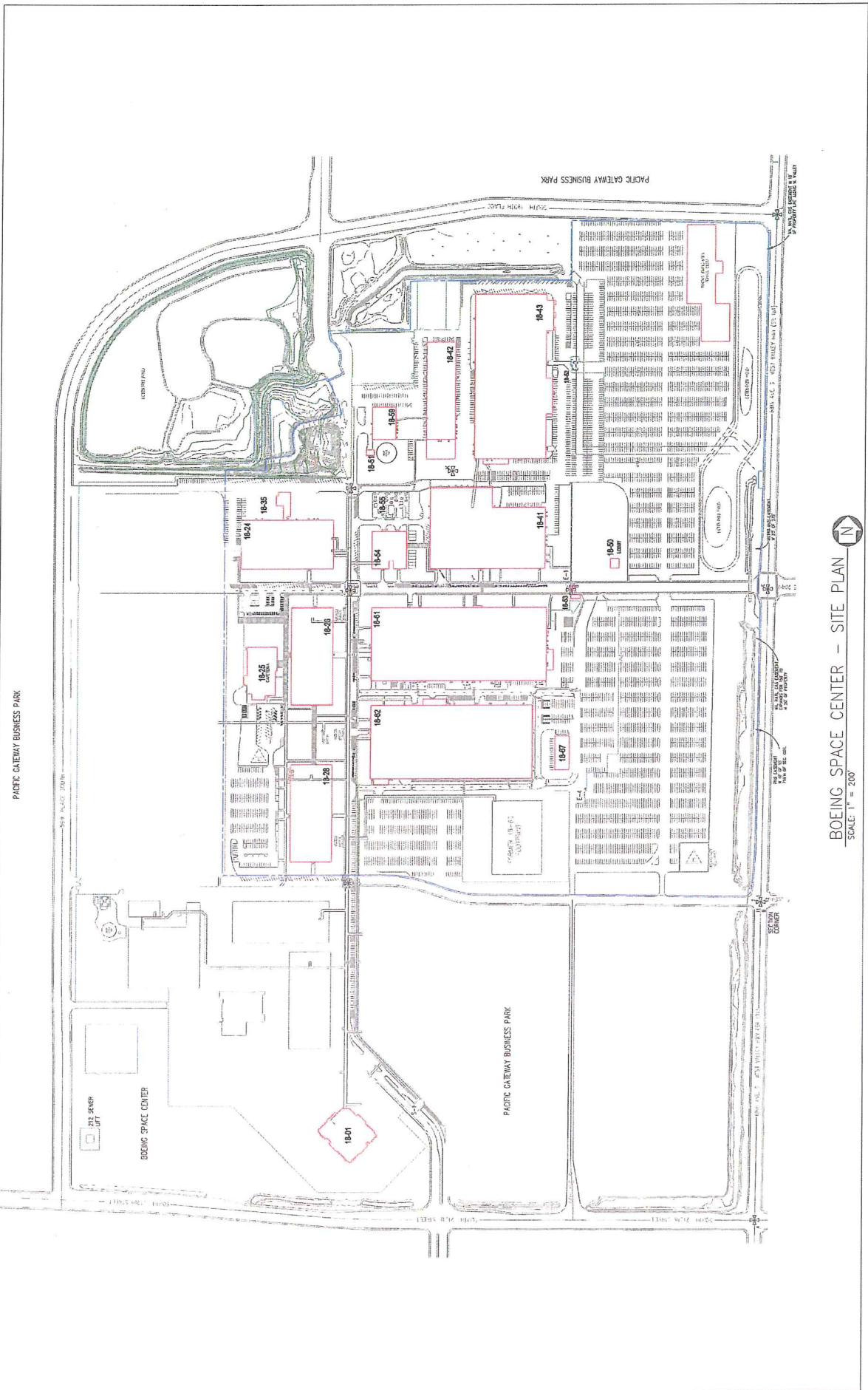
Steven Shestak
Director, Environmental Remediation
M/C 9U4-26, PO Box 3707
Seattle, WA 98124
(818) 466-8822

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY



Raman Iyer
Section Manager
Hazardous Waste and Toxics Reduction
Program
Northwest Regional Office
(425) 649-7053

EXHIBIT A



BOEING SPACE CENTER - SITE PLAN
 SCALE: 1" = 200'

EXHIBIT B

EXHIBIT B: List of Solid Waste Management Units (SWMUs), Areas of Concern (AOCs) and Other Areas Where Further Action is Needed

1. SWMU-86: Storm sewer system
2. SWMU-88 and SWMU-89: Former underground storage tanks (KS-25 and KS-26) in Building 18-43
3. AOC-1 and AOC-3: Former underground storage tanks (KS-5 and KS-6), north side on Building 18-54
4. AOC-2: Former underground storage tank (KS-7), north side on Building 18-35
5. Milling machine cooling oil release area in Building 18-62
6. West side of former underground jet fuel storage tanks near Building 18-67
7. Former underground storage tank location near Door W-3, west side of Building 18-42
8. Leaking underground storage tank at Building 18-41
9. Area wide elevated arsenic in soil and groundwater

EXHIBIT C

EXHIBIT C: Reports Documenting Releases or Potential Releases from SWMUs, AOCs and other areas at the Facility

1. Department of Ecology – Toxics Cleanup Program, Integrated Site Information System, Leaking Underground Storage Tank Data Summary (Building 18-41 underground storage tank)
2. Closure Report, Underground Storage Tanks KS-3, Kent Space Center, November 4, 1992, prepared by Groundwater Technology, Inc.
3. RCRA Facility Assessment (RFA) PR/VSI dated August 1991, prepared by SAIC
4. Building 18-62 Process Tank Line Subsurface Environmental Investigation Report, August 26, 1992, prepared by Groundwater Technology
5. Tank Removal and Site Assessment, Underground Storage Tank KS-1, Boeing Space Center, November 29, 1993, prepared by Groundwater Technology
6. Ecology letter to Andro Wipplinger, Boeing, dated September 3, 1997, Ecology's Acceptance of Certification for the Boeing Kent Space Center, Building 18-67 2,000 Gallon Waste Jet Fuel Underground Storage Tank
7. Final Report, Soil and Groundwater Assessment, Former Jet Fuel UST Installation Area, Building 18-67, Boeing Space Center, Kent Washington, prepared by Tetra Tech, April 1999.
8. Phase II Environmental Site Assessment, Boeing Clearwater, Kent, Washington, June 5, 2002, prepared by Landau Associates
9. Independent Remedial Action Report, Boeing Space Center, Building 18-62, Kent Washington, November 13, 2002, prepared by Landau Associates
10. Phase I Environmental Site Assessment Report, Boeing Clearwater, Kent , Washington, dated January 30, 2002, Landau Associates
11. Ecology letter to Boeing re Clearwater Property NFA, dated December 11, 2003:
12. Letter report from Joe Flaherty, Boeing, dated March 16, 2012: Additional Evaluation of Arsenic in Groundwater, Boeing Space Center Area, Kent, Washington
13. Ecology letter to Boeing, dated December 19, 2012: Termination of Interim Status for the Striker Property; Environmental restrictive covenant attached to this property; high arsenic in groundwater

EXHIBIT D



Toxics Cleanup Program Policy

Policy 840

Resource Contact: Policy and Technical Support Staff *Effective:* August 1, 2005

References: WAC 173-340-840(5) *Revised:* March 31, 2008

<http://www.ecy.wa.gov/eim/>

<http://www.ecy.wa.gov/programs/tcp/smu/sedqualfirst.htm>

<http://www.ecy.wa.gov/biblio/0309043.html>

Replaces: Procedure 840

Policy 840: Data Submittal Requirements

Purpose: Contaminated site investigations and cleanups generate a large volume of environmental monitoring data that need to be properly managed to facilitate regulatory decisions and access to this data by site owners, consultants, and the general public. The purpose of this policy is to describe the requirements for submitting environmental monitoring data generated/collected during the investigation and cleanup of contaminated sites under the Model Toxics Control Act (MTCA) and the Sediment Management Standards.

Application: This policy applies to Ecology staff, potentially liable parties, prospective purchasers, state and local agencies, and Ecology contractors that investigate or manage the cleanup of contaminated sites.

1. Unless Otherwise Specified by Ecology, All Environmental Monitoring Data Generated during Contaminated Site Investigations and Cleanups Shall Be Required to be Submitted to Ecology in both a Written and Electronic Format.

Environmental monitoring data include biological, chemical, physical, and radiological data generated during site investigations and cleanups under the Model Toxics Control Act Cleanup Regulation (WAC 173-340) and the Sediment Management Standards (WAC 173-204).

Data generated/collected during site investigations and cleanups conducted under an order, agreed order or consent decree, permit, grant, loan, contract, interagency agreement, memorandum of understanding or during an independent remedial action, are considered environmental monitoring data under this policy.

Data generated/collected for non site-specific studies, site hazard assessments that result in no further action and initial site investigations are not considered environmental monitoring data under this policy.

2. Orders, Agreed Orders, Consent Decrees, or Permits Issued After the Effective Date of this Policy Shall Include a Condition that Site-Specific Data Be Submitted in Compliance with this Policy.

Reports on such work that do not include documentation that the data have been submitted in compliance with this policy shall be deemed incomplete and a notice of such provided to the

Policy 840 Data Submittal Requirements

submitter. These reports generally should not be reviewed until that information is provided. The assistant attorney general assigned to the site should be consulted in these situations.

3. Opinions on Independent Remedial Actions Submitted for Review Under Ecology's Voluntary Cleanup Program Shall Not Be Issued Until Sampling Data Have Been Submitted in Compliance with this Policy.

Ecology will not issue No Further Action (NFA) opinions under the Voluntary Cleanup Program if environmental sampling data have not been submitted in the required Environmental Information Management System (EIM) format. To avoid unreasonable delays, sampling data should be submitted in the required EIM format along with the cleanup report.

4. Grants, Contracts, Interagency Agreements or Memoranda of Understanding Issued After the Effective Date of this Policy Shall Include a Condition that Site-Specific Data Be Submitted in Compliance with this Policy.

Reports on such work shall not be accepted as complete until the data have been submitted in compliance with this policy. If a payment or transfer of funds is involved in the transaction, the relevant payment or transfer shall be withheld until this requirement has been met.

Example language to include in these documents is attached in Appendix A.

5. Data Generated During Upland Investigations and Cleanups Shall Be Submitted Electronically Using Ecology's Environmental Information Management System (EIM).

EIM is Ecology's main database for environmental monitoring data. Proper submission of data through this system meets the requirement of submitting such data in an electronic format. Electronic data shall be submitted to Ecology simultaneously with the accompanying printed report.

Additional information on EIM, including instructions for data submittal, can be found on Ecology's EIM web site at <http://www.ecy.wa.gov/eim/>. Toxic Cleanup Program's (TCP) EIM Coordinator also is available for technical assistance to site managers and consultants using EIM.

6. Data Generated During Sediment Investigations and Cleanups Shall Be Submitted Electronically Using Ecology's Environmental Information Management System (EIM).

Effective March 1, 2008, EIM is Ecology's data management system for sediment-related data. Proper submission of data through this system meets the requirement of submitting such data in an electronic format. Electronic data should be submitted to Ecology simultaneously with the accompanying printed report.

SEDQUAL was Ecology's data management system for sediment-related data. For a limited time, Ecology will accept electronic data in SEDQUAL format if the approved Sampling and Analysis Plan requires data submittal in that format. Beginning September 1, 2008, data submitters must contact the site manager to obtain approval to submit electronic data in SEDQUAL format.

Additional information on EIM, including instructions for data submittal, can be found on Ecology's EIM web site at <http://www.ecy.wa.gov/eim/>. Toxic Cleanup Program's (TCP) EIM Coordinator also is available for technical assistance to site managers and consultants using EIM.

For additional information on sediment sampling and analysis plan requirements, see Ecology publication 03-09-043 "Sediment Sampling and Analysis Plan Appendix", February, 2008. A copy of this document can be obtained from Ecology's publication office or downloaded from the following web site: <http://www.ecy.wa.gov/biblio/0309043.html>

TCP's EIM Aquatic Land Cleanup Unit (ALCU) Sediment Data Coordinator is also available for technical assistance.

7. Data Submitted Electronically Using EIM Shall be Checked by the Toxics Cleanup Program's (TCP) EIM Coordinator Prior to Loading the Data into EIM.

Normally, notice that data have been submitted through EIM will come to TCP's EIM Coordinator. Upon receipt of such a notice the EIM Coordinator should notify the site manager. Similarly, if the Ecology site manager receives a notice of an EIM submittal, they should notify TCP's EIM Coordinator. Upon receipt of the data, TCP's EIM Coordinator reviews the submittal for quality control and officially loads the data into the system.

Approved:



James J. Pendowski, Program Manager
Toxics Cleanup Program

Policy Disclaimer: This policy is intended solely for the guidance of Ecology staff. It is not intended, and cannot be relied on, to create rights, substantive or procedural, enforceable by any party in litigation with the state of Washington. Ecology may act at variance with this policy depending on site-specific circumstances, or modify or withdraw this policy at any time.

APPENDIX A: MODEL GRANT AND PERMIT CONDITION

The following condition is to be inserted in permits, grants, loans, contracts, interagency agreements, memorandum of understandings where site-specific environmental monitoring data is expected to be generated:

All sampling data shall be submitted to Ecology in both printed and electronic formats in accordance with WAC 173-340-840(5) and Ecology Toxics Cleanup Program Policy 840: Data Submittal Requirements. Electronic submittal of data is not required for site hazard assessments that result in no further action and initial site investigations. (FOR GRANTS & CONTRACTS ADD: Failure to properly submit sampling data will result in Ecology withholding payment and could jeopardize future grant funding.)

EXHIBIT E

EXHIBIT E

BOEING KENT SPACE CENTER PUBLIC PARTICIPATION PLAN

I. INTRODUCTION

The purpose of this public participation plan is to promote meaningful public understanding and community involvement during site investigation, selection of cleanup actions, and corrective action at the Boeing Kent Space Center. This plan describes the activities that Washington State Department of Ecology's (Ecology) will do to inform the public throughout the corrective action process. Ecology encourages the public to learn about and get involved in decision-making opportunities at this site. Input from the public provide will help Ecology develop a comprehensive cleanup plan that is protective of both human health and environment. Ecology is committed to providing public participation opportunities during the investigation and cleanup of facilities undergoing the corrective action process.

This public participation plan addresses public involvement activities for the remedial investigation/feasibility study (RI/FS) to be completed at Boeing Kent Space Center. All public involvement activities will be carried out jointly by Ecology and Boeing. The plan will be reviewed at each phase of the corrective action process and amended or rewritten as appropriate.

II. SITE BACKGROUND

The Boeing Kent Space Center is located at 20403 68th Avenue South in Kent, Washington. Activities on-site include research and development in support of U.S. Department of Defense (DOD) contracts. The Boeing Kent Space Center has been the site of Boeing research and development, primarily for DOD projects, since the site was developed in the 1960s. Boeing purchased the property from various entities in 1964. A variety of aerospace-related operations are, or have been, performed at the Boeing Kent Space Center. These activities include electronic/electrical component manufacturing, metal milling and finishing/plating, photographic processing, and research and development in various laboratories.

On November 18, 1980, Boeing submitted the Part A of the RCRA permit application to EPA Region 10. In the Part A application, Boeing identified itself as managing various dangerous wastes at the Boeing Kent Space Center. Since then, Boeing amended the Part A permit application 5 times to add different dangerous wastes, change dangerous waste storage capacity, and change the property boundary. Wastes managed on-site include:

- Gasoline petroleum hydrocarbons
- Diesel petroleum hydrocarbons
- Heavy oil petroleum hydrocarbons
- Metals
- Polychlorinated biphenyls (PCB)
- Volatile organic compounds
- Semi-volatile organic compounds

Currently Boeing Kent Space Center is operating under RCRA interim status requirements pursuant to RCRA, 42 U.S.C. § 6925, and implementing regulations thereunder, and including authorized state regulations promulgated in WAC 173-303.

III. COMMUNITY CONCERNS

The public participation plan was developed for residents, businesses, and interest groups located within the potentially affected vicinity of the proposed corrective action at Boeing Kent Space Center. Ecology and Boeing will keep the agreed order, RI/FS work plans/reports, and public participation plan accessible to interested community members. The public can review these documents and provide written or verbal comments to Ecology. Public comments will be considered in the decisions made by Ecology.

IV. PUBLIC INVOLVEMENT ACTIVITIES

Public involvement for the RCRA corrective action activities at the Boeing Kent Space Center site shall consist of the following activities:

- A. Public Comment Periods: There are several upcoming comment periods for this site. The first will be for a draft Agreed Order and this public participation plan. The second will be for the Remedial Investigation and Feasibility Study (RI/FS) reports. We plan on having 30-day comment periods, but we may extend comment periods to 60 days if there is enough public interest.
- B. Public Comment Notices and Fact Sheets: Residences and businesses in the vicinity of the site will be notified of the 30-day public comment period by a mailed public comment notice. Ecology mails notices to residents within a 1-mile radius of the site, individuals, environmental groups, public officials, public agencies, and private firms that have expressed an interest in the site. Fact sheets provide more in-depth information about the site. These will be made available online and at document repositories (see Section I below). You may be added to the mailing list by contacting Ecology's public involvement coordinator, Bridgette Valdez-Kogle, at brva461@ecy.wa.gov.
- C. Display Ads or Legal Notice: The public comment period will be advertised in the Kent Reporter and the Seattle Times with an ad that is at least three columns wide by four inches high.
- D. Site Register: The public comment period for the corrective action activities will be announced in an upcoming edition of the Site Register (http://www.ecy.wa.gov/programs/tcp/pub_inv/pub_inv2.html). All public meetings and comment periods as well as many other activities are published in the bimonthly Site Register.
- E. Public Involvement Calendar: The public comment period for the corrective action activities will be announced in the Public Involvement Calendar of the Ecology web site (<http://apps.ecy.wa.gov/pubcalendar/calendar.asp>).
- F. Dangerous Waste Facilities Email List: Ecology maintains an email list for people interested in learning more about Washington's Dangerous Waste Facilities. Ecology notifies people on this listerv about all upcoming public comment periods. Join here: <http://listserv.wa.gov/cgi-bin/wa?SUBED1=DWFACILITIES-PUBLIC-NOTICE&A=1>.
- G. Public Meetings and Hearings: If 10 (ten) or more people request a public hearing during the public comment period, Ecology will organize and hold one public hearing. The public meeting will be announced in a notice sent to those on the site mailing list, and in advertisements in the

Kent Reporter.

- H. Website: Ecology will maintain a website for the Boeing Kent Space Center. This site will have up-to-date information about the site and electronic copies of important documents.
- I. Information Repositories: The public has the opportunity to review the Agreed Order, RI/FS work plans and reports, and public participation plan at the following locations:

Department of Ecology
Northwest Regional Office
Attn: Sally Perkins
3190 160th Avenue SE
Bellevue, WA 98008-5452
(425) 649-7190

Kent Regional Library
Information Services
212 2nd Avenue N
Kent, WA 98032
(253) 859-3330

- J. Responsive Summaries: All comments received during the public comment period will be maintained for the administrative record. A formal Responsiveness Summary will be prepared addressing all comments received during the public comment period. The summary will be placed with the other site documents in the information repositories listed above. A copy of the Responsiveness Summary will also be sent to all who commented.
- K. Mailing List: You can be added to the site's mailing list if you are interested in receiving updates on site activities as new information becomes available. Those on the mailing list will receive all future mailing regarding this site. To be added to the mailing list, contact Ecology's public involvement coordinator at (360) 407-7616 or brva461@ecy.wa.gov.
- L. Additional Public Involvement Activities: When additional public involvement activities are needed, the public will be notified through additional notices, notification in Ecology's Site Register, and advertisements in the Kent Reporter. The public participation plan will be updated and placed in the information repositories listed above.
- M. Translation Needs: Kent is a diverse city with many languages spoken by the community members. Ecology reached out to the local library to learn more about language needs in Kent. Based on the library staff response, the most widely spoken non-English languages are Spanish, Somali, Russian, and Punjabi. Ecology will provide basic information in the public comment notices in these languages. When appropriate, Ecology may translate more information into these languages.
- N. Amendment: If Ecology and Boeing agree to substantial changes to the Agreed Order, RI/FS reports, or public participation plan, Ecology will provide additional public notice and opportunity to comment.
- O. Public Point of Contact:

Department of Ecology
Byung Maeng

The Boeing Company
Nick Garson

Northwest Regional Office
3190 160th Avenue SE
Bellevue, WA 98008-5452
(425) 649-7253
bmae461@ecy.wa.gov

Environmental Remediation Group
P.O. Box 3707, M/C 9U4-26
Seattle, WA 98124-2207
(425) 269-7866
nick.garson@boeing.com

EXHIBIT F

SEPA ENVIRONMENTAL CHECKLIST

Purpose of checklist:

Governmental agencies use this checklist to help determine whether the environmental impacts of your proposal are significant. This information is also helpful to determine if available avoidance, minimization or compensatory mitigation measures will address the probable significant impacts or if an environmental impact statement will be prepared to further analyze the proposal.

Instructions for applicants:

This environmental checklist asks you to describe some basic information about your proposal. Please answer each question accurately and carefully, to the best of your knowledge. You may need to consult with an agency specialist or private consultant for some questions. You may use "not applicable" or "does not apply" only when you can explain why it does not apply and not when the answer is unknown. You may also attach or incorporate by reference additional studies reports. Complete and accurate answers to these questions often avoid delays with the SEPA process as well as later in the decision-making process.

The checklist questions apply to all parts of your proposal, even if you plan to do them over a period of time or on different parcels of land. Attach any additional information that will help describe your proposal or its environmental effects. The agency to which you submit this checklist may ask you to explain your answers or provide additional information reasonably related to determining if there may be significant adverse impact.

Instructions for Lead Agencies:

Please adjust the format of this template as needed. Additional information may be necessary to evaluate the existing environment, all interrelated aspects of the proposal and an analysis of adverse impacts. The checklist is considered the first but not necessarily the only source of information needed to make an adequate threshold determination. Once a threshold determination is made, the lead agency is responsible for the completeness and accuracy of the checklist and other supporting documents.

Use of checklist for nonproject proposals:

For nonproject proposals (such as ordinances, regulations, plans and programs), complete the applicable parts of sections A and B plus the SUPPLEMENTAL SHEET FOR NONPROJECT ACTIONS (part D). Please completely answer all questions that apply and note that the words "project," "applicant," and "property or site" should be read as "proposal," "proponent," and "affected geographic area," respectively. The lead agency may exclude (for non-projects) questions in Part B - Environmental Elements -that do not contribute meaningfully to the analysis of the proposal.

A. Background

1. Name of proposed project, if applicable:

Boeing Kent Space Center Agreed Order
Kent, WA

2. Name of applicant:

The Boeing Company

3. Address and phone number of applicant and contact person:

Joe Flaherty
EHS Remediation Project Manager
The Boeing Company
P.O. Box 3707 MC 6Y-94
Seattle, WA 98124-2207
206-769-5987
Joseph.L.Flaherty@boeing.com

4. Date checklist prepared:

08/25/2015

5. Agency requesting checklist:

Washington State Department of Ecology

6. Proposed timing or schedule (including phasing, if applicable):

Completion of Agreed Order - late 2015
Remedial Investigation starting in 2016

7. Do you have any plans for future additions, expansion, or further activity related to or connected with this proposal? If yes, explain.

No

8. List any environmental information you know about that has been prepared, or will be prepared, directly related to this proposal.

A Remedial Investigation Work Plan and Remedial Investigation Report will be prepared.

9. Do you know whether applications are pending for governmental approvals of other proposals directly affecting the property covered by your proposal? If yes, explain.

No

10. List any government approvals or permits that will be needed for your proposal, if known.

State of Washington:
Well Installation permits

11. Give brief, complete description of your proposal, including the proposed uses and the size of the project and site. There are several questions later in this checklist that ask you to

describe certain aspects of your proposal. You do not need to repeat those answers on this page. (Lead agencies may modify this form to include additional specific information on project description.)

Soil, sediment and groundwater investigation in areas highlighted in Agreed Order for removal of RCRA Interim Status permit from property.

12. Location of the proposal. Give sufficient information for a person to understand the precise location of your proposed project, including a street address, if any, and section, township, and range, if known. If a proposal would occur over a range of area, provide the range or boundaries of the site(s). Provide a legal description, site plan, vicinity map, and topographic map, if reasonably available. While you should submit any plans required by the agency, you are not required to duplicate maps or detailed plans submitted with any permit applications related to this checklist.

This work will occur throughout the Boeing Kent Space Center property located at 20403 68th Avenue South in Kent, WA. See attached figure, property outlined in blue.

B. ENVIRONMENTAL ELEMENTS

1. Earth

a. General description of the site:

(circle one): Flat, rolling, hilly, steep slopes, mountainous, other _____

b. What is the steepest slope on the site (approximate percent slope)?

Average slope across site is less than 1%.

c. What general types of soils are found on the site (for example, clay, sand, gravel, peat, muck)? If you know the classification of agricultural soils, specify them and note any agricultural land of long-term commercial significance and whether the proposal results in removing any of these soils.

Gravelly, silty sand fill overlying clayey silt and silty sand alluvium.

d. Are there surface indications or history of unstable soils in the immediate vicinity? If so, describe.

No

e. Describe the purpose, type, total area, and approximate quantities and total affected area of any filling, excavation, and grading proposed. Indicate source of fill.

No filling, excavation or grading planned at this time.

f. Could erosion occur as a result of clearing, construction, or use? If so, generally describe.

No, the project site is flat.

g. About what percent of the site will be covered with impervious surfaces after project construction (for example, asphalt or buildings)?

There will be no increase in impervious surfaces due to this project.

h. Proposed measures to reduce or control erosion, or other impacts to the earth, if any:

No plan to excavate or remove soil that would lead to erosion or other impacts to earth at this time.

2. Air

a. What types of emissions to the air would result from the proposal during construction, operation, and maintenance when the project is completed? If any, generally describe and give approximate quantities if known.

Emissions to the air during project work will result primarily from equipments exhaust and generated dust.

b. Are there any off-site sources of emissions or odor that may affect your proposal? If so, generally describe.

No.

c. Proposed measures to reduce or control emissions or other impacts to air, if any:

Equipment emissions will be mitigated by use of properly maintained equipment and shutting down equipment when not in use.

3. Water

a. Surface Water:

1) Is there any surface water body on or in the immediate vicinity of the site (including year-round and seasonal streams, saltwater, lakes, ponds, wetlands)? If yes, describe type and provide names. If appropriate, state what stream or river it flows into.

Mill Creek flows through the site. Mill Creek drains into Springbrook Creek and eventually into the Green River.

2) Will the project require any work over, in, or adjacent to (within 200 feet) the described waters? If yes, please describe and attach available plans.

No.

- 3) Estimate the amount of fill and dredge material that would be placed in or removed from surface water or wetlands and indicate the area of the site that would be affected. Indicate the source of fill material.

None.

- 4) Will the proposal require surface water withdrawals or diversions? Give general description, purpose, and approximate quantities if known.

No.

- 5) Does the proposal lie within a 100-year floodplain? If so, note location on the site plan.

Yes, see attached figure.

- 6) Does the proposal involve any discharges of waste materials to surface waters? If so, describe the type of waste and anticipated volume of discharge.

No.

b. Ground Water:

- 1) Will groundwater be withdrawn from a well for drinking water or other purposes? If so, give a general description of the well, proposed uses and approximate quantities withdrawn from the well. Will water be discharged to groundwater? Give general description, purpose, and approximate quantities if known.

Groundwater will be withdrawn for the purposes of monitoring contaminant concentrations.

- 2) Describe waste material that will be discharged into the ground from septic tanks or other sources, if any (for example: Domestic sewage; industrial, containing the following chemicals. . . ; agricultural; etc.). Describe the general size of the system, the number of such systems, the number of houses to be served (if applicable), or the number of animals or humans the system(s) are expected to serve.

None.

c. Water runoff (including stormwater):

- 1) Describe the source of runoff (including storm water) and method of collection and disposal, if any (include quantities, if known). Where will this water flow? Will this water flow into other waters? If so, describe.

No additional impervious surfaces or runoff will be created by this project.

- 2) Could waste materials enter ground or surface waters? If so, generally describe.

No.

- 3) Does the proposal alter or otherwise affect drainage patterns in the vicinity of the site? If so, describe.

No.

d. Proposed measures to reduce or control surface, ground, and runoff water, and drainage pattern impacts, if any:

Best Management Practices (BMPs) will be employed to minimize environmental impacts.

4. Plants

a. Check the types of vegetation found on the site:

- deciduous tree: alder, maple, aspen, other
 evergreen tree: fir, cedar, pine, other
 shrubs
 grass
 pasture
 crop or grain
 Orchards, vineyards or other permanent crops.
 wet soil plants: cattail, buttercup, bullrush, skunk cabbage, other
 water plants: water lily, eelgrass, milfoil, other
 other types of vegetation

b. What kind and amount of vegetation will be removed or altered?

None.

c. List threatened and endangered species known to be on or near the site.

None.

d. Proposed landscaping, use of native plants, or other measures to preserve or enhance vegetation on the site, if any:

None.

e. List all noxious weeds and invasive species known to be on or near the site.

None.

5. Animals

a. List any birds and other animals which have been observed on or near the site or are known to be on or near the site.

Hawks, songbirds.

Examples include:

birds: hawk, heron, eagle, songbirds, other:

mammals: deer, bear, elk, beaver, other:

fish: bass, salmon, trout, herring, shellfish, other _____

b. List any threatened and endangered species known to be on or near the site.

None.

c. Is the site part of a migration route? If so, explain.

No.

d. Proposed measures to preserve or enhance wildlife, if any:

None.

e. List any invasive animal species known to be on or near the site.

None.

6. Energy and Natural Resources

- a. What kinds of energy (electric, natural gas, oil, wood stove, solar) will be used to meet the completed project's energy needs? Describe whether it will be used for heating, manufacturing, etc.

Equipment such as trucks, vehicles, drill rigs, etc will use gasoline and diesel fuels. None will be used for heating or manufacturing.

- b. Would your project affect the potential use of solar energy by adjacent properties? If so, generally describe.

No.

- c. What kinds of energy conservation features are included in the plans of this proposal? List other proposed measures to reduce or control energy impacts, if any:

None.

7. Environmental Health

- a. Are there any environmental health hazards, including exposure to toxic chemicals, risk of fire and explosion, spill, or hazardous waste, that could occur as a result of this proposal? If so, describe.

- 1) Describe any known or possible contamination at the site from present or past uses.

The Agreed Order for the site investigation work states: Release(s) and/or potential release(s) of hazardous substances from the SWMUs and AOCs where further investigation was recommended or no sufficient information was available in the RFA including, but not limited to: polychlorinated biphenyls (PCBs); polyaromatic hydrocarbons (PAHs); metals including chromium, arsenic, silver, copper, zinc, nickel, lead; volatile organic compounds including tetrachloroethylene, trichloroethylene, cis-1,2-dichloroethylene, vinyl chloride, benzene, ethylbenzene, toluene, and xylene; and total petroleum hydrocarbon (TPH). The sources of these release(s) and/or potential release(s) are: SWMU-86, storm sewer system; SMWU-88 and SWMU-89, former underground storage tanks (KS-25 and KS-26)

in Building 18-43; AOC-1 and AOC-3, former underground storage tanks (KS-5 and KS-6) north side on Building 18-54; and AOC-2, former underground storage tank KS-7, north side on Building 18-35, former milling machine area in Building 18-62, former underground storage tank area adjacent Building 18-67, former underground storage tank location near Door W-3 west side of Building 18-42, former leaking underground storage tank at Building 18-41, and site wide arsenic contamination in soil and groundwater.

- 2) Describe existing hazardous chemicals/conditions that might affect project development and design. This includes underground hazardous liquid and gas transmission pipelines located within the project area and in the vicinity.

None affect this project.

- 3) Describe any toxic or hazardous chemicals that might be stored, used, or produced during the project's development or construction, or at any time during the operating life of the project.

Gasoline and diesel fuels will be used to power equipment during this project.

- 4) Describe special emergency services that might be required.

Boeing Fire Department will respond to any emergencies.

- 5) Proposed measures to reduce or control environmental health hazards, if any:

The Boeing Space Center has an active SPCC plan and trained Hazmat response team to respond to any spills.

b. Noise

- 1) What types of noise exist in the area which may affect your project (for example: traffic, equipment, operation, other)?

None.

- 2) What types and levels of noise would be created by or associated with the project on a short-term or a long-term basis (for example: traffic, construction, operation, other)? Indicate what hours noise would come from the site.

There will be short-term noise generation from equipment such as drill rig operation. Work will be limited to daylight hours, typically from 7 AM to 6 PM.

3) Proposed measures to reduce or control noise impacts, if any:

Work to be done during daylight hours.

8. Land and Shoreline Use

a. What is the current use of the site and adjacent properties? Will the proposal affect current land uses on nearby or adjacent properties? If so, describe.

The Boeing Space Center campus is currently zoned M-1 and is a combination of manufacturing and office buildings. The adjacent properties are similarly zoned, with the exception of the area to the south (motel/retail).

b. Has the project site been used as working farmlands or working forest lands? If so, describe. How much agricultural or forest land of long-term commercial significance will be converted to other uses as a result of the proposal, if any? If resource lands have not been designated, how many acres in farmland or forest land tax status will be converted to nonfarm or nonforest use?

Yes, the land was used for agriculture prior to Boeing purchasing the land in 1964.

1) Will the proposal affect or be affected by surrounding working farm or forest land normal business operations, such as oversize equipment access, the application of pesticides, tilling, and harvesting? If so, how:

No.

c. Describe any structures on the site.

The overall Boeing Space Center site is a combination of office and manufacturing buildings.

d. Will any structures be demolished? If so, what?

No.

e. What is the current zoning classification of the site?

The site is zoned M-1.

f. What is the current comprehensive plan designation of the site?

Light industrial/business.

g. If applicable, what is the current shoreline master program designation of the site?

Does not apply.

h. Has any part of the site been classified as a critical area by the city or county? If so, specify.

No.

i. Approximately how many people would reside or work in the completed project?

No changes.

j. Approximately how many people would the completed project displace?

None.

k. Proposed measures to avoid or reduce displacement impacts, if any:

None.

l. Proposed measures to ensure the proposal is compatible with existing and projected land uses and plans, if any:

Does not apply.

m. Proposed measures to ensure the proposal is compatible with nearby agricultural and forest lands of long-term commercial significance, if any:

Does not apply.

9. Housing

a. Approximately how many units would be provided, if any? Indicate whether high, middle, or low-income housing.

None.

- b. Approximately how many units, if any, would be eliminated? Indicate whether high, middle, or low-income housing.

None .

- c. Proposed measures to reduce or control housing impacts, if any:

None .

10. Aesthetics

- a. What is the tallest height of any proposed structure(s), not including antennas; what is the principal exterior building material(s) proposed?

Not applicable .

- b. What views in the immediate vicinity would be altered or obstructed?

None .

- d. Proposed measures to reduce or control aesthetic impacts, if any:

None .

11. Light and Glare

- a. What type of light or glare will the proposal produce? What time of day would it mainly occur?

None .

- b. Could light or glare from the finished project be a safety hazard or interfere with views?

No .

- c. What existing off-site sources of light or glare may affect your proposal?

None .

d. Proposed measures to reduce or control light and glare impacts, if any:

None.

12. Recreation

a. What designated and informal recreational opportunities are in the immediate vicinity?

None.

b. Would the proposed project displace any existing recreational uses? If so, describe.

No.

c. Proposed measures to reduce or control impacts on recreation, including recreation opportunities to be provided by the project or applicant, if any:

None.

13. Historic and cultural preservation

a. Are there any buildings, structures, or sites, located on or near the site that are over 45 years old listed in or eligible for listing in national, state, or local preservation registers located on or near the site? If so, specifically describe.

No.

b. Are there any landmarks, features, or other evidence of Indian or historic use or occupation? This may include human burials or old cemeteries. Are there any material evidence, artifacts, or areas of cultural importance on or near the site? Please list any professional studies conducted at the site to identify such resources.

No.

c. Describe the methods used to assess the potential impacts to cultural and historic resources on or near the project site. Examples include consultation with tribes and the department of archeology and historic preservation, archaeological surveys, historic maps, GIS data, etc.

None.

d. Proposed measures to avoid, minimize, or compensate for loss, changes to, and disturbance to resources. Please include plans for the above and any permits that may be required.

If artifacts are uncovered, work in that area will be halted pending notification and response from appropriate agencies.

14. Transportation

- a. Identify public streets and highways serving the site or affected geographic area and describe proposed access to the existing street system. Show on site plans, if any.

The main north/south traffic corridors would be West Valley Highway to the east and Russell Road to the west. The main east/west corridors would be S. 212th to the south and S. 196th to the north. The Boeing Space Center also has on-site streets that will serve the project.

- b. Is the site or affected geographic area currently served by public transit? If so, generally describe. If not, what is the approximate distance to the nearest transit stop?

Yes, Metro Public Transit has a stop on the property.

- c. How many additional parking spaces would the completed project or non-project proposal have? How many would the project or proposal eliminate?

The project will not add or remove any parking spaces.

- d. Will the proposal require any new or improvements to existing roads, streets, pedestrian, bicycle or state transportation facilities, not including driveways? If so, generally describe (indicate whether public or private).

No.

- e. Will the project or proposal use (or occur in the immediate vicinity of) water, rail, or air transportation? If so, generally describe.

No.

- f. How many vehicular trips per day would be generated by the completed project or proposal? If known, indicate when peak volumes would occur and what percentage of the volume would be trucks (such as commercial and nonpassenger vehicles). What data or transportation models were used to make these estimates?

None.

- g. Will the proposal interfere with, affect or be affected by the movement of agricultural and forest products on roads or streets in the area? If so, generally describe.

No.

h. Proposed measures to reduce or control transportation impacts, if any:

None.

15. Public Services

a. Would the project result in an increased need for public services (for example: fire protection, police protection, public transit, health care, schools, other)? If so, generally describe.

No.

b. Proposed measures to reduce or control direct impacts on public services, if any.

None.

16. Utilities

a. Circle utilities currently available at the site:
electricity, natural gas, water, refuse service, telephone, sanitary sewer, septic system,
other _____

All utilities are currently available at the site.

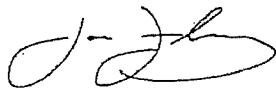
b. Describe the utilities that are proposed for the project, the utility providing the service, and the general construction activities on the site or in the immediate vicinity which might be needed.

None.

C. Signature

The above answers are true and complete to the best of my knowledge. I understand that the lead agency is relying on them to make its decision.

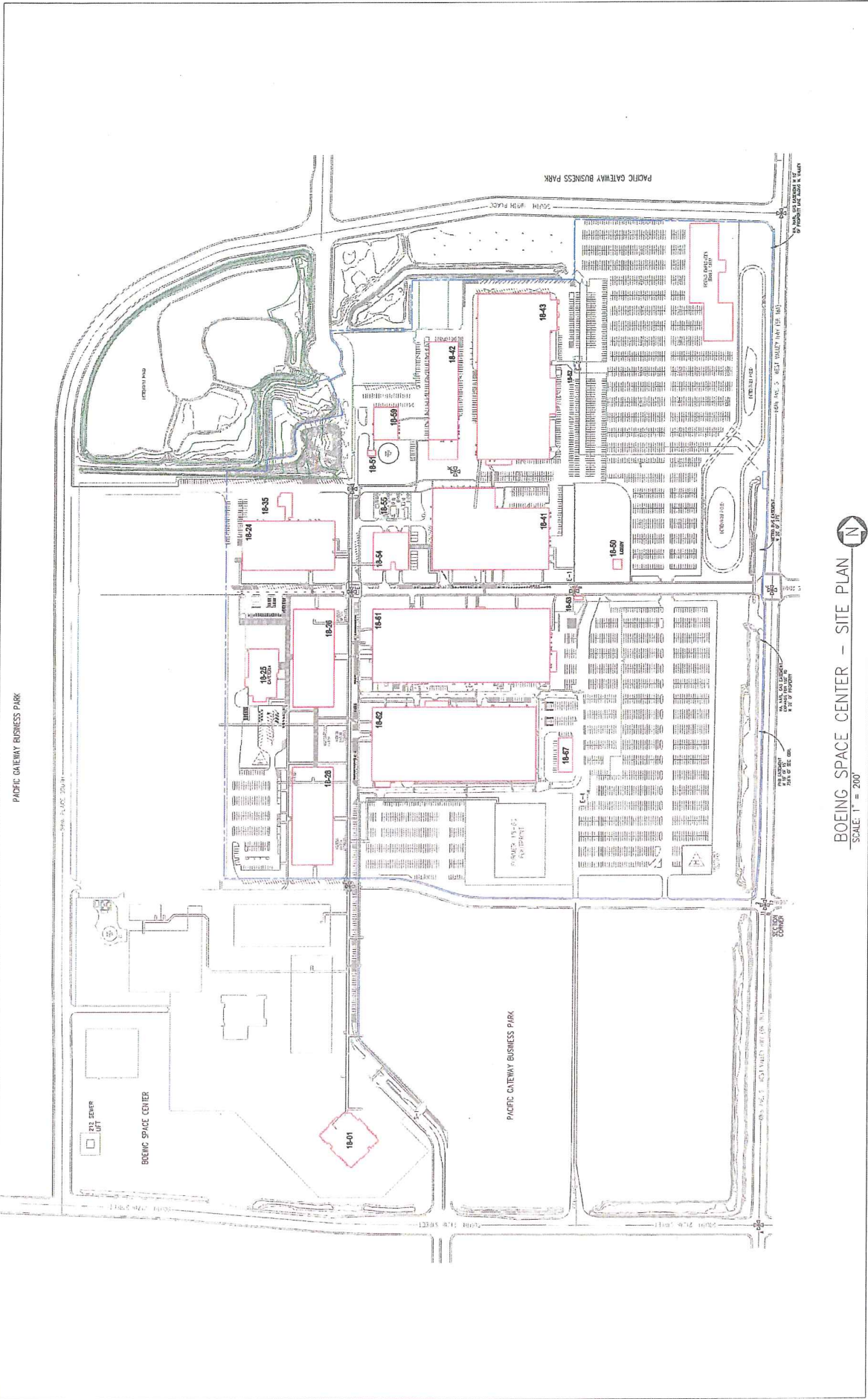
Signature: _____



Name of signee: Joe Flaherty

Position and Agency/Organization: Environmental Remediation Project
Manager, The Boeing Company

Date Submitted: 8/31/15



PACIFIC GATEWAY BUSINESS PARK

18-01

BOEING SPACE CENTER

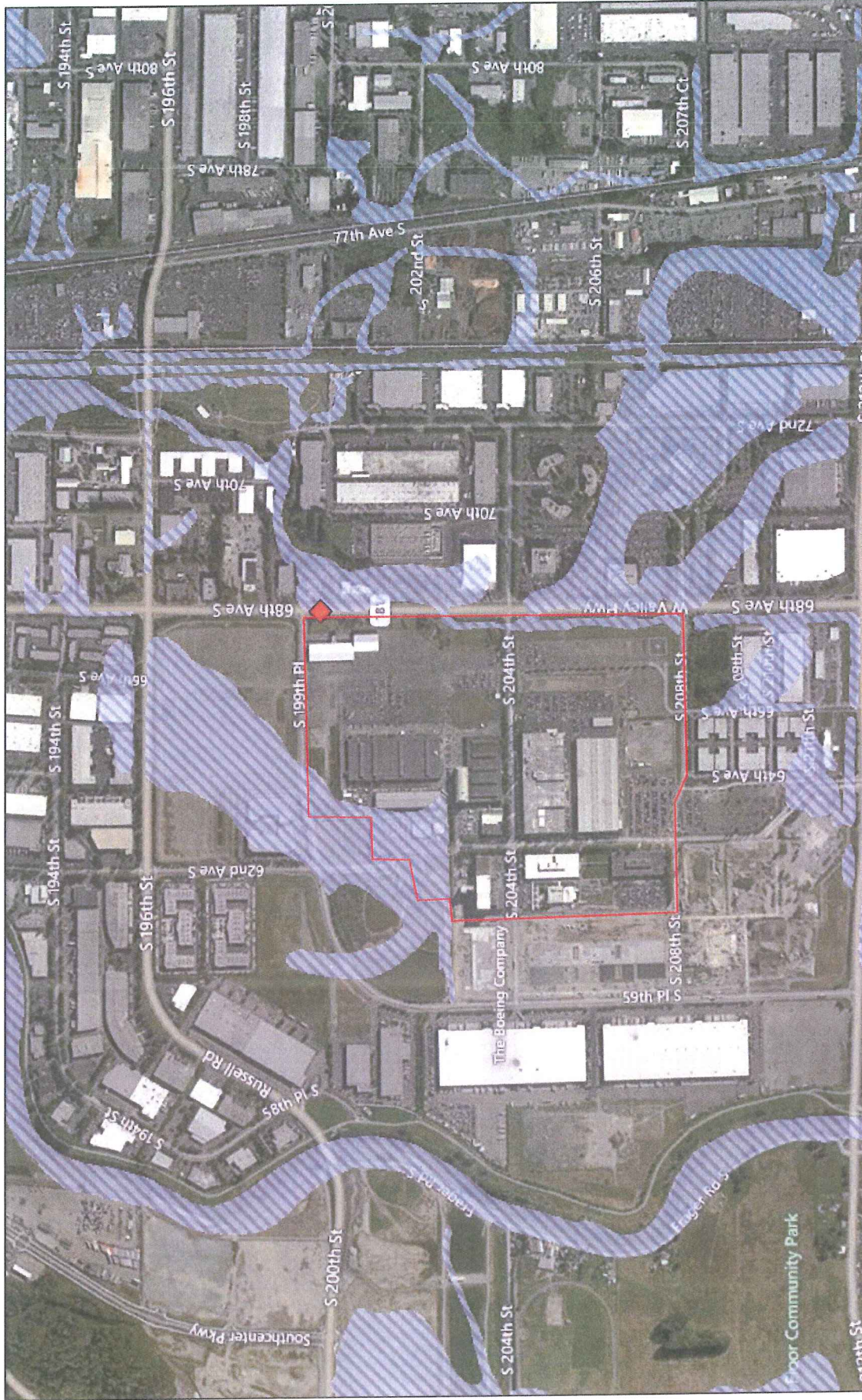
PACIFIC GATEWAY BUSINESS PARK

PACIFIC GATEWAY BUSINESS PARK

BOEING SPACE CENTER - SITE PLAN
SCALE: 1" = 200'



Flood Insurance Rate Map



August 25, 2015

- Approximate boundary of Boeing Kent Space Center
- 1% annual chance floodplain

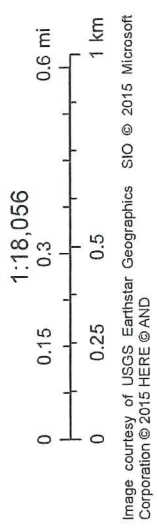


EXHIBIT G

WAC 197-11-970 Determination of Non-significance (DNS).

DETERMINATION OF NONSIGNIFICANCE

Description of proposal: **Agreed Order for remedial investigation of soil, groundwater and sediment at The Boeing Company's Kent Space Center facility**

Proponent: **The Boeing Company**

Location of proposal, including street address, if any: **20403 68th Avenue South, Kent, Washington**

Lead agency: **Department of Ecology**

The lead agency for this proposal has determined that it does not have a probable significant adverse impact on the environment. An environmental impact statement (EIS) is not required under RCW 43.21C.030 (2)(c). This decision was made after review of a completed environmental checklist and other information on file with the lead agency. This information is available to the public on request.

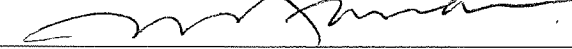
- There is no comment period for this DNS.
- This DNS is issued after using the optional DNS process in WAC 197-11-355. There is no further comment period on the DNS.
- This DNS is issued under WAC 197-11-340(2); the lead agency will not act on this proposal for 14 days from the date below. Comments must be submitted by December 28, 2015.

Responsible official: **Raman Iyer**

Position/title: **Hazardous Waste and Toxics Reduction Section Manager/NWRO**

Phone: **(425) 649-7053**

Address: **3190 160th Ave SE, Bellevue, WA 98008**

Date: 11/12/15 Signature 

(OPTIONAL)

- You may appeal this determination to (name) _____
at (location) _____
no later than (date) _____
by (method)

You should be prepared to make specific factual objections.

Contact _____ to read or ask about the procedures for SEPA appeals.

- There is no agency appeal.

