

**STATE OF WASHINGTON  
DEPARTMENT OF ECOLOGY**

In the Matter of Remedial Action by:

Atlantic Richfield Company

AGREED ORDER

No. DE 8953

TO: Atlantic Richfield Company  
Ms. Janet J. Wager, Company Representative  
201 Helios Way, Sixth Floor  
Houston, TX 77079

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EXHIBIT A.           Site Diagrams

## **I. INTRODUCTION**

The mutual objective of the State of Washington, Department of Ecology (Ecology) and Atlantic Richfield Company (ARCO) 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. Specifically, this Order will require:

1. Completion of a Draft Remedial Investigation/Feasibility Study Report.
2. Preparation of a Final Remedial Investigation/Feasibility Study Report.
3. Preparation of a draft Cleanup Action Plan (DCAP).

This Agreed Order No. DE 8953 fully supersedes and replaces Agreed Order No. DE 00TCPSR-1628.

Ecology believes the actions required by this Order are in the public interest.

## **II. JURISDICTION**

This Agreed Order is issued pursuant to the Model Toxics Control Act (MTCA), RCW 70.105D.050(1).

## **III. PARTIES BOUND**

This Agreed Order shall apply to and be binding upon the Parties to this Order, their successors and assigns. The undersigned representative of each party hereby certifies that he or she is fully authorized to enter into this Order and to execute and legally bind such party to comply with this Order. ARCO agrees to undertake all actions required by the terms and conditions of this Order. No change in ownership or corporate status shall alter ARCO's responsibility under this Order. ARCO 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 Chapter 70.105D RCW and Chapter 173-340 WAC shall control the meanings of the terms in this Order.

A. Site: The Site is referred to as the Industrial Petroleum Distributors (IPD) Site, or West Bay Tank Farm and is generally located at 1117 and 1120 West Bay Drive, Olympia, Washington. The Site is defined by the extent of contamination caused by the release of hazardous substances at the Site. The Site is more particularly described in the Site Diagrams (Exhibit A). The Site constitutes a Facility under RCW 70.105D.020(5).

B. Parties: Refers to the State of Washington, Department of Ecology and ARCO.

C. Potentially Liable Person (PLP): Refers to PLPs named for the site: ARCO and the Disclaimer Trust created under the Last Will and Testament of John J. O'Connell (Trust). The Trust, while a named PLP, is not a party to this Agreed Order.

D. 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.

## V. FINDINGS OF FACT

Ecology makes the following findings of fact, without any express or implied admissions of such facts by ARCO:

A. In the early 1950s, ARCO developed a bulk fuel storage and distribution facility on the Site. The facility consisted of eight (8) above-ground storage tanks (ASTs) ranging in capacity from 20,000 to 150,000 gallons. The ASTs were filled from barges via a pipeline that extended from an offshore pier to the tanks. From the offshore pier, the pipeline crossed what is currently identified as Tax Parcel Number (TPN) 0903-000-1000 and Burlington Northern Santa Fe Railroad (BNSF) right-of-way on the east side of West Bay Drive before crossing underneath West Bay Drive and continuing onto TPN 0903-000-3000 where the tanks were located. The tanks were situated on a level area cut into a steep slope, at approximately forty (40) vertical feet above the elevation of the pumping rack at the bottom of the slope. The associated piping ran down the slope between the tanks and the pumping rack. An office/storage building was also present.

B. Ecology Bulk Oil Handling Facility inspection logs from May 16, 1972, and November 28, 1973, noted that spilled petroleum products ("oil") was observed on the ground at

the facility. The logs also note that the products stored at the facility included “volatile oil,” “diesel oil,” and “stove, heat oil.”

C. In 1999, two employees of the local fire department reported that in approximately 1974 (during ARCO’s ownership), a gasoline overflow spill occurred at the site during off-loading into an AST.

D. In September 1977, ARCO sold the four parcels that they owned at the site (then known as TPNs 0903-000-5000, 0903-000-3000, 9101-290-0000, and 0903-000-1000) to Darron Cole and Chester and Wilma Chaloupka (husband and wife). These new owners subsequently leased the facility to Industrial Petroleum Distributors (IPD) to store waste oil in the late 1980s and early 1990s. The parcels on the east side of West Bay Drive were sold to IPD in 1987.

E. In January 1979, the parcels on the east side of West Bay Drive (then known as TPNs 9101-290-0000 and 0903-000-1000) were sold to the Port of Olympia.

F. Sometime in 1984, an oil spill of an estimated 600 gallons occurred from the overflow of one of the tanks. Attempts were made to clean up the spill with sawdust; however, an unknown amount of oil discharged into a storm drain which discharges into Budd Inlet. Contaminated soil and sawdust were excavated and left onsite until at least 1984. Ecology issued IPD a Notice of Violation for the spill. Additionally, Ecology’s inspection records document improper storage of hazardous materials and observations of petroleum contaminated soil at the facility.

G. From 1989 to 1999, the tank farm was inactive but continued to store approximately 160,000 gallons of potentially contaminated waste materials. In 1994, the facility was placed on the Washington State Confirmed and Suspected Contaminated Sites List.

H. In 1997, John J. O’Connell obtained title and, following his death, the Estate of John J. O’Connell transferred ownership of TPNs 0903-000-5000 and 0903-000-3000 to the Trust.

I. Thurston County Health Department conducted a Site Hazard Assessment (SHA) in 1998, which resulted in a relative hazard ranking of one (greatest concern) out of a possible five (least concern). According to the SHA, hazardous substances detected in soil included

diesel and heavy oil. The SHA also documented the poor condition and active leaking of the ASTs. Later in 1998, Ecology issued Order No. DE 98HW-S271, requiring the Trust to remove the waste stored on site. The requirements of the order were completed in late 1999 as described further below.

J. In December 1999, the Trust demolished the ASTs, associated piping, and pumping rack. Disturbance of the soil by use of heavy equipment on site plus heavy rainfall resulted in erosion and a storm water overflow event. Sediments were discharged into the adjacent marine water (Budd Inlet) via site storm drains. Storm water control steps were then taken to contain site sediments and keep petroleum from discharging to the drains. The City of Olympia ordered work at the Site to stop until the rainy season passed.

K. On September 15, 2000, ARCO and the Trust entered into Agreed Order No. DE 00TCPSR-1628 with Ecology. The work to be performed under the Order included the preparation of a final Remedial Investigation/Feasibility Study (RI/FS) report.

L. On November 14, 2000, Ecology notified ARCO and the Trust by letter that information contained in a comment letter received from the Port of Olympia dated October 9, 2000, indicated that petroleum contamination was present east of West Bay Drive, apparently associated with the former product pipeline. Therefore, the November 14, 2000, letter directed ARCO and the Trust to include this portion of the site in the investigation under Agreed Order No. DE 00TCPSR-1628.

M. On November 9, 2001, Ecology approved the Final Remedial Investigation and Feasibility Study Report for the Site, dated October 30, 2001. This report primarily focused on the portion of the Site on the west side of West Bay Drive. As noted by Ecology in the approval letter, the extent of contamination on the east side of West Bay Drive was not fully determined.

N. Following a 30-day public review and comment period ending March 22, 2002, the RI/FS report and Cleanup Action Plan (CAP) for the Trust Property was finalized. The scope of the CAP included: 1) demolition of the warehouse building, the pump shed, and the concrete slabs for the ASTs; 2) excavate and dispose of about 310 cubic yards of petroleum-contaminated soil; 3) confirmation soil sampling; and 4) groundwater monitoring. Implementation of the CAP

occurred through Ecology's Voluntary Cleanup Program (VCP #SW0401). On June 25, 2003, Ecology issued a VCP opinion letter stating that no further remedial action was needed for this portion of the Site but that further investigation under the Agreed Order will take place for the portion of the Site on the east side of West Bay Drive.

O. On October 24, 2005, Ecology sent a letter to the PLPs summarizing the status of the Site and requested that a RI work plan be prepared for Ecology review for the remaining portion of the Site.

P. On July 31, 2006, Ecology sent a letter to the PLPs stating that as part of the RI the potential for impact to sediments also needs to be addressed by collecting four sediment screening samples for hydrocarbon identification analysis from beneath the pipeline pier. Ecology also requested that a work plan be submitted for review and approval prior to performing this work.

Q. The draft RI work plan was received by Ecology in February 2007 and comments were sent to the PLPs in a letter dated March 13, 2007. The revised work plan was received by Ecology in May 2008 and Ecology issued a conditional approval letter on June 18, 2008.

R. Collection of sediment samples according to the RI work plan was performed on August 20, 2009. The sediment sampling report, dated December 17, 2009, was received by Ecology on April 26, 2010.

S. In a letter dated July 14, 2010, the new consultant (ARCADIS) requested Ecology approval of an addendum to the work plan. Ecology approved this addendum on July 20, 2010. RI field work was conducted by ARCADIS in August 2010.

T. The RI Report, dated November 30, 2010, was received by Ecology on December 1, 2010. Ecology provided comments in a letter dated March 30, 2011. Subsequent revisions of the RI Report dated June 10, 2011, and October 31, 2011, were reviewed by Ecology and comments were provided in letters dated August 31, 2011, and November 18, 2011, respectively.

## **VI. ECOLOGY DETERMINATIONS**

A. ARCO is an “owner or operator” as defined in RCW 70.105D.020(17) of a “facility” as defined in RCW 70.105D.020(5). ARCO owned property that is part of the Site at the time of a release of hazardous substance(s).

B. Based upon all factors known to Ecology, a “release” or “threatened release” of “hazardous substance(s)” as defined in RCW 70.105D.020(25) and RCW 70.105D.020(10), respectively, has occurred at the Site.

C. Based upon credible evidence, Ecology issued a PLP status letter to ARCO on December 28, 1999, pursuant to RCW 70.105D.040, .020(16), and WAC 173-340-500. After providing notice and opportunity for comment, reviewing any comments submitted, and concluding that credible evidence supported a finding of potential liability, Ecology issued a determination on May 9, 2000, that ARCO is a PLP under RCW 70.105D.040.

D. Pursuant to RCW 70.105D.030(1) and .050(1), Ecology may require PLPs 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.

## **VII. WORK TO BE PERFORMED**

Based on the Findings of Fact and Ecology Determinations, it is hereby ordered that ARCO take the following remedial actions at the Site and that these actions be conducted in accordance with Chapter 173-340 WAC unless otherwise specifically provided for herein:

A. Prepare a Draft RI/FS Report in accordance with WAC 173-340-350 that provides information adequately documenting the nature and extent of contamination at the portion of the Site investigated in the RI/FS Work Plan. The Draft RI/FS Report shall include the results of the remedial investigations of the portion of Site described above including the vertical and lateral distribution of contaminants in soil, groundwater, and sediments. Additionally, the Draft RI/FS Report shall include an analysis of potential remedial alternatives and recommendations regarding a preferred remedial action to be implemented. ARCO shall incorporate Ecology’s

comments on the Draft RI/FS Report and submit a Draft Final RI/FS Report to Ecology within thirty (30) days of receiving comments on the Draft RI/FS Report. The Draft Final RI/FS Report will be available for public comment in conjunction with the public comment period for the Draft CAP. The Draft Final RI/FS Report will become the Final RI/FS Report following public comment and upon Ecology's approval as follows:

- Following public comment on the Draft Final RI/FS Report, Ecology will notify the PLP if any substantive changes are required as a result of public comment.
- Within thirty (30) days of receiving Ecology's non-substantive comments on the Draft Final RI/FS Report, the PLP will submit the Final RI/FS Report to Ecology for review and approval.
- In the event substantive changes to the Draft Final RI/FS Report are necessary following public comment, the PLP and Ecology will agree on a schedule to complete those changes.
- The revised Draft Final RI/FS Report will become final upon Ecology's approval.

B. Draft Cleanup Action Plan (DCAP)

1. Within sixty (60) days after the Draft Final RI/FS Report is approved by Ecology, ARCO shall prepare a DCAP in accordance with WAC 173-340-380 that details the proposed cleanup action for addressing the contamination present on the Site, and addresses the requirements for developing a cleanup action in WAC 173-340-350 through -390, including Ecology's expectations for cleanup alternatives in WAC 173-340-370. The DCAP shall include a general description of the proposed cleanup action, cleanup standards from the RI/FS and a rationale regarding their selection, a proposed schedule for implementation, description of any institutional controls proposed, and a summary of federal, state and local laws that are applicable to the proposed cleanup action.

2. Preparation of a Final Cleanup Action Plan (CAP) is not a part of this Order. Ecology intends to draft the Final CAP. The Final CAP will be implemented in a subsequent agreed order, enforcement order, or consent decree.

C. Schedule of Deliverables

Each deliverable, once approved by Ecology, becomes incorporated by reference and shall be an integral and enforceable part of the Order.



**Schedule of Deliverables**

<b>Deliverable</b>	<b>Schedule</b>
Draft RI/FS Report	Submitted to Ecology within sixty (60) days from the effective date of this Order.
Draft Final RI/FS Report	Within thirty (30) days after Ecology’s written comments on the Draft RI/FS Report are received.
Final RI/FS Report	Within thirty (30) days after Ecology’s written comments on the Draft Final RI/FS Report are received, subsequent to public comment.
Draft Cleanup Action Plan	Within sixty (60) days after the Draft Final RI/FS Report is approved by Ecology.

D. If, at any time after the first exchange of comments on drafts, Ecology determines that insufficient progress is being made in the preparation of any of the deliverables required by this Section, Ecology may complete and issue the final deliverable.

**VIII. TERMS AND CONDITIONS OF ORDER**

**A. Public Notice**

RCW 70.105D.030(2)(a) requires that, at a minimum, this Order be subject to concurrent public notice. Ecology shall be responsible for providing such public notice and reserves the right to modify or withdraw any provisions of this Order should public comment disclose facts or considerations which indicate to Ecology that this Order is inadequate or improper in any respect.

**B. Remedial Action Costs**

ARCO 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 Site under Chapter 70.105D RCW, 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’s costs shall include costs of direct activities and support costs of direct activities as defined in WAC 173-

340-550(2). As of December 31, 2011, ARCO owes to Ecology \$950.02 in remedial action costs related to this facility. Payment for this amount shall be submitted within thirty (30) days of the effective date of this Order. For all costs incurred subsequent to December 31, 2011, ARCO 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 upon request. 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.

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.

**C. Implementation of Remedial Action**

If Ecology determines that ARCO has failed without good cause to implement the remedial action, in whole or in part, Ecology may, after notice to ARCO, perform any or all portions of the remedial action that remain incomplete. If Ecology performs all or portions of the remedial action because of ARCO's failure to comply with its obligations under this Order, ARCO shall reimburse Ecology for the costs of doing such work in accordance with Section VIII.B (Remedial Action Costs), provided that ARCO is not obligated under this Section to reimburse Ecology for costs incurred for work inconsistent with or beyond the scope of this Order.

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

**D. Designated Project Coordinators**

The project coordinator for Ecology is:

Steve Teel  
Toxics Cleanup Program  
Southwest Regional Office  
P.O. Box 47775  
Olympia, WA 98504-7775  
(360) 407-6247

The project coordinator for ARCO is:

Mr. Alexander Lopez III  
Project Geologist  
ARCADIS  
111 SW Columbia Street, Suite 725  
Portland, OR 97201  
(503) 220-8201 ext. 1122

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 Site. To the maximum extent possible, communications between Ecology and ARCO, 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.

**E. Performance**

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

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

Any documents submitted containing geologic, hydrologic or engineering work shall be under the seal of an appropriately licensed professional as required by Chapter 18.220 RCW or RCW 18.43.130.

ARCO shall notify Ecology in writing of the identity of any engineer(s) and 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 Site.

**F. Access**

Ecology or any Ecology authorized representative shall have the full authority to enter and freely move about all property at the Site that ARCO 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 ARCO'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 ARCO. ARCO shall make all reasonable efforts to secure access rights for those properties within the Site not owned or controlled by ARCO 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 Site property owned or controlled by ARCO unless an emergency prevents such notice. All persons who access the Site 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 Site property access.

**G. Sampling, Data Submittal, and Availability**

With respect to the implementation of this Order, ARCO 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, ARCO shall allow Ecology and/or its authorized representative to take split or duplicate samples of any samples collected by ARCO pursuant to implementation of this Order. ARCO shall notify Ecology seven (7) days in advance of any sample collection or work activity at the Site. Ecology shall, upon request, allow ARCO 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.F (Access), Ecology shall notify ARCO 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 Chapter 173-50 WAC for the specific analyses to be conducted, unless otherwise approved by Ecology.

**H. Public Participation**

A Public Participation Plan is required for this Site. Ecology shall review any existing Public Participation Plan to determine its continued appropriateness and whether it requires amendment, or if no plan exists, Ecology shall develop a Public Participation Plan alone or in conjunction with ARCO.

Ecology shall maintain the responsibility for public participation at the Site. However, ARCO shall cooperate with Ecology, and shall:

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 ARCO 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 ARCO that do not receive prior Ecology approval, ARCO 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 Site. 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. Olympia Timberland Library  
313 8th Avenue SE  
Olympia, WA 98501  
(360) 352-0595
- b. Ecology's Southwest Regional Office  
300 Desmond Drive  
Lacey, WA 98503  
(360) 407-6045

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 site shall be maintained in the repository at Ecology's Southwest Regional Office in Lacey, Washington.

#### **I. 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, ARCO 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, ARCO shall make all records available to Ecology and allow access for review within a reasonable time.

**J. Resolution of Disputes**

1. In the event a dispute arises as to an approval, disapproval, proposed change, or other decision or action by Ecology's project coordinator, or an itemized billing statement under Section VIII.B (Remedial Action Costs), the Parties shall utilize the dispute resolution procedure set forth below.

a. Upon receipt of Ecology's project coordinator's written decision or the itemized billing statement, ARCO has fourteen (14) days within which to notify Ecology's project coordinator in writing of its objection to the decision or itemized statement.

b. The Parties' project coordinators shall then confer in an effort to resolve the dispute. If the project coordinators cannot resolve the dispute within fourteen (14) days, Ecology's project coordinator shall issue a written decision.

c. ARCO may then request regional management review of the decision. This request shall be submitted in writing to the Southwest Region Toxics Cleanup Section Manager within seven (7) days of receipt of Ecology's project coordinator's written decision.

d. The Section Manager shall conduct a review of the dispute and shall endeavor to issue a written decision regarding the dispute within thirty (30) days of ARCO's request for review. The Section Manager's decision 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.

**K. 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 ARCO 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 ARCO 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 ARCO;
- b. Acts of God, including fire, flood, blizzard, extreme temperatures, storm, or other unavoidable casualty; or
- c. Endangerment as described in Section VIII.M (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 ARCO.

3. Ecology shall act upon any written request for extension in a timely fashion. Ecology shall give ARCO 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.L (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.M (Endangerment).

**L. 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.N (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 ARCO. ARCO 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.J (Resolution of Disputes).

**M. Endangerment**

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

In the event ARCO determines that any activity being performed at the Site is creating or has the potential to create a danger to human health or the environment, ARCO may cease such

activities. ARCO 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 ARCO shall provide Ecology with documentation of the basis for the determination or cessation of such activities. If Ecology disagrees with ARCO's cessation of activities, it may direct ARCO to resume such activities.

If Ecology concurs with or orders a work stoppage pursuant to Section VIII.M (Endangerment), ARCO'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.K (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.

**N. Reservation of Rights**

This Order is not a settlement under Chapter 70.105D RCW. 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 ARCO to recover remedial action costs paid to and received by Ecology under this Order. In addition, Ecology will not take additional enforcement actions against ARCO regarding remedial actions required by this Order, provided ARCO complies with this Order.

Ecology nevertheless reserves its rights under Chapter 70.105D RCW, including the right to require additional or different remedial actions at the Site 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 Site.

**O. Transfer of Interest in Property**

No voluntary conveyance or relinquishment of title, easement, leasehold, or other interest in any portion of the Site shall be consummated by ARCO 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 ARCO's transfer of any interest in all or any portion of the Site, and during the effective period of this Order, ARCO 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, ARCO shall notify Ecology of said transfer. Upon transfer of any interest, ARCO shall restrict uses and activities to those consistent with this Order and notify all transferees of the restrictions on the use of the property.

**P. Compliance with Applicable Laws**

1. All actions carried out by ARCO 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), ARCO is exempt from the procedural requirements of Chapters 70.94, 70.95, 70.105, 77.55, 90.48, and 90.58 RCW and of any laws requiring or authorizing local government permits or approvals. However, ARCO 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.

ARCO 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 ARCO 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 ARCO shall be responsible to contact the appropriate state and/or local agencies. If Ecology so requires, ARCO 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 ARCO and on how ARCO must meet those requirements. Ecology shall inform ARCO in writing of these requirements. Once established by Ecology, the additional requirements shall be enforceable requirements of this Order. ARCO 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 ARCO 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.

**Q. Indemnification**

ARCO 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 for death or injuries to persons or for loss or damage to property to the extent arising from or on account of acts or omissions of ARCO, its officers, employees, agents, or contractors in entering into and implementing this Order. However, ARCO 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 ARCO's receipt of written notification from Ecology that ARCO has completed the remedial activity required by this Order,

as amended by any modifications, and that ARCO has complied with all other provisions of this Agreed 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 Site.

C. In the event ARCO refuses, without sufficient cause, to comply with any term of this Order, ARCO will be liable for:

a. 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

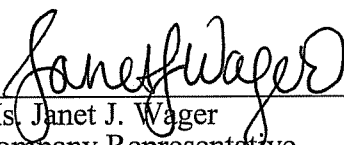
b. Civil penalties of up to twenty-five thousand dollars (\$25,000) per day for each day it refuses to comply.

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

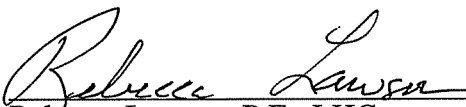
This Order may be reviewed only as provided under RCW 70.105D.060.

Effective date of this Order: September 17, 2012

**ATLANTIC RICHFIELD COMPANY**

  
\_\_\_\_\_  
Ms. Janet J. Wager  
Company Representative  
201 Helios Way, Sixth Floor  
Houston, TX 77079

**STATE OF WASHINGTON,  
DEPARTMENT OF ECOLOGY**

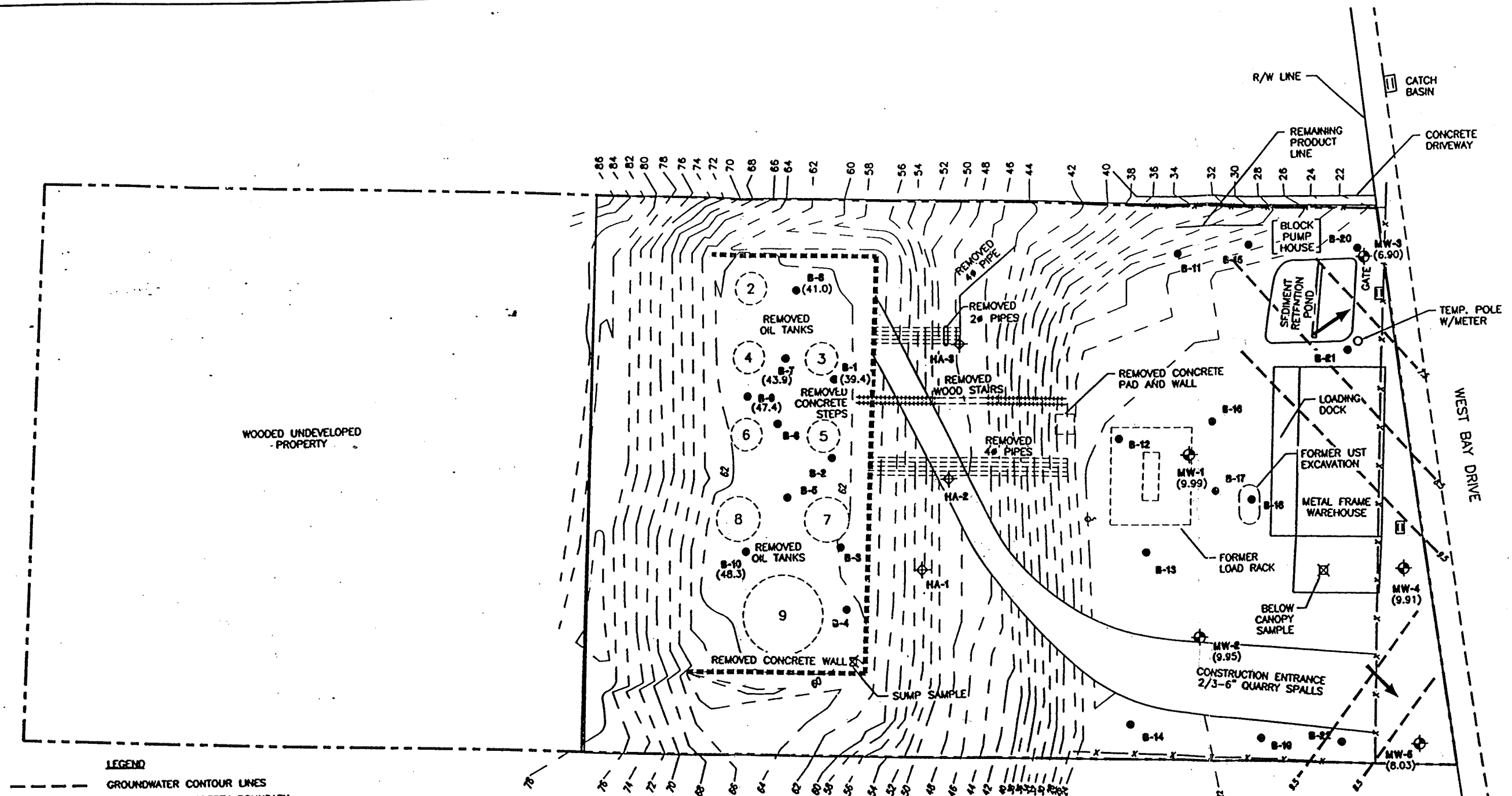
  
\_\_\_\_\_  
Rebecca Lawson, P.E., LHG  
Section Manager  
Toxics Cleanup Program  
Southwest Regional Office

**EXHIBIT A**  
**SITE DIAGRAMS**

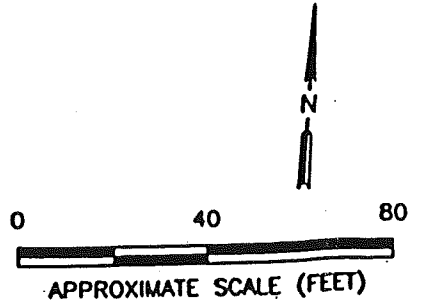








- LEGEND**
- GROUNDWATER CONTOUR LINES
  - - - - APPROXIMATE PROPERTY BOUNDARY
  - x - FENCE
  - BORING LOCATION  
(39.4) ESTIMATED GROUNDWATER ELEVATION AT TIME OF DRILLING
  - ⊕ HANDAUGER LOCATION
  - ⊕ MONITORING WELL LOCATION  
(8.03) GROUNDWATER ELEVATION (DATA COLLECTED 10/19/00)
  - ⊗ CATCH BASIN SEDIMENT/ SURFACE SOIL SAMPLE LOCATION
  - CATCH BASIN
  - SPRING
  - INFERRED GROUNDWATER FLOW DIRECTION



REF: BASE MAP FROM ASSOCIATED ENVIRONMENTAL GROUP, LLC; EROSION CENTRAL PLAN; IPD-SURVEY; 01/12/2000  
BORING/WELL LOCATIONS FROM SURVEY BY BRACY & THOMAS (10-20-2000)

<h1>SECOR</h1> <p>International Incorporated 015</p>	<p><b>FORMER INDUSTRIAL PETROLEUM DISTRIBUTORS BULK TERMINAL</b> 1117 WEST BAY DRIVE OLYMPIA, WASHINGTON</p>	<p>FIGURE: <b>2a</b></p>
	<p>JOB#: 015.08502.101 APPR: PKH DWN: KPM</p>	<p>DATE: 02/20/2001 DWG: 15-8562-1012</p>

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