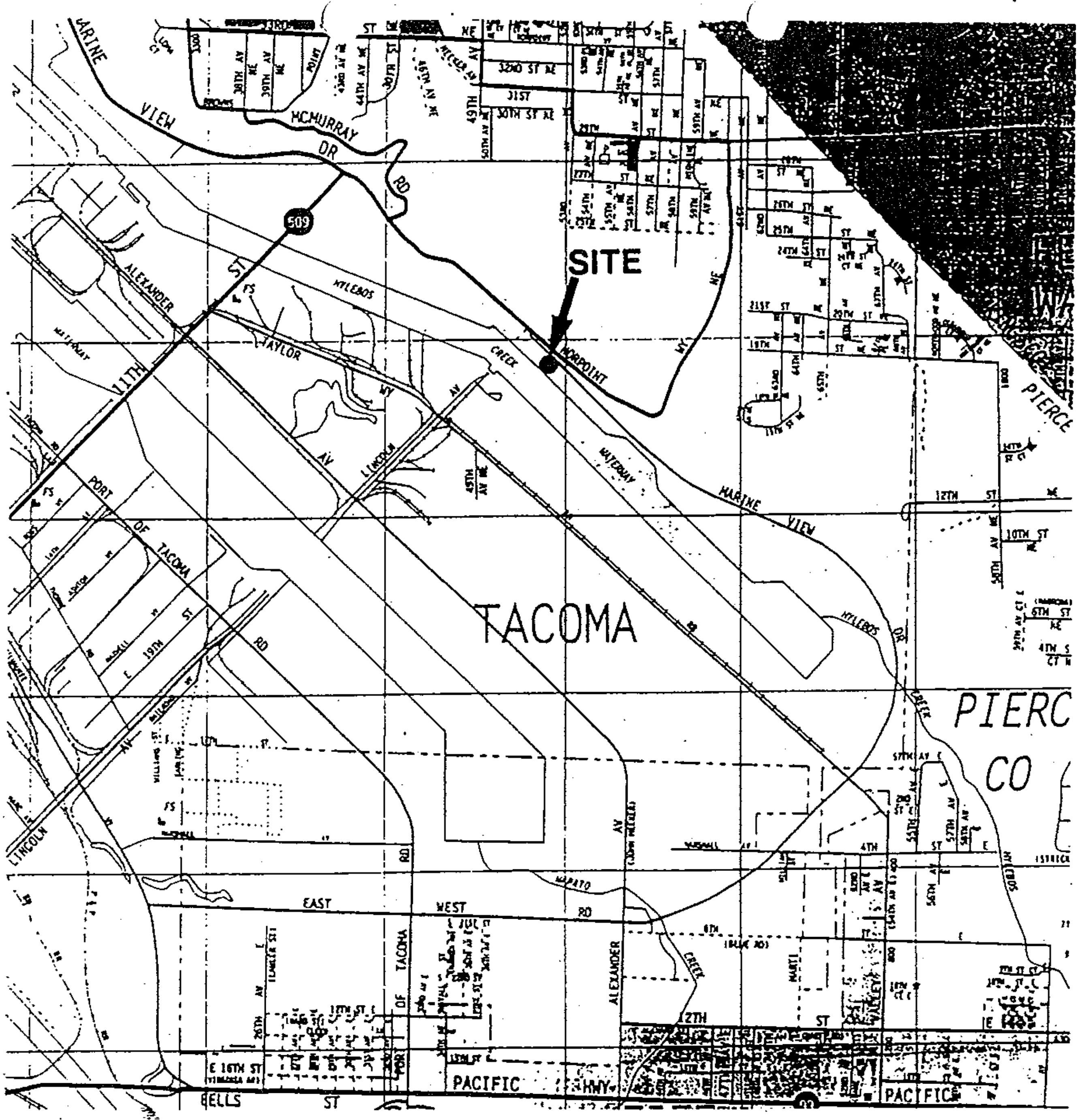
EXHIBIT A

to Consent Decree No. _______
VICINITY AND SITE MAPS.
(from EMCON. 1995. Oline/Mather Auctioneers Site Preliminary Investigation)



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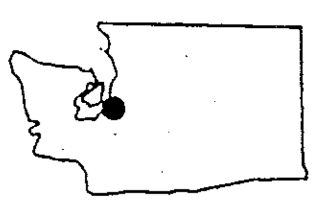

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Figure 1
OLINE/MATHERS AUCTIONEERS SITE
TACOMA, WASHINGTON

SITE VICINITY MAP

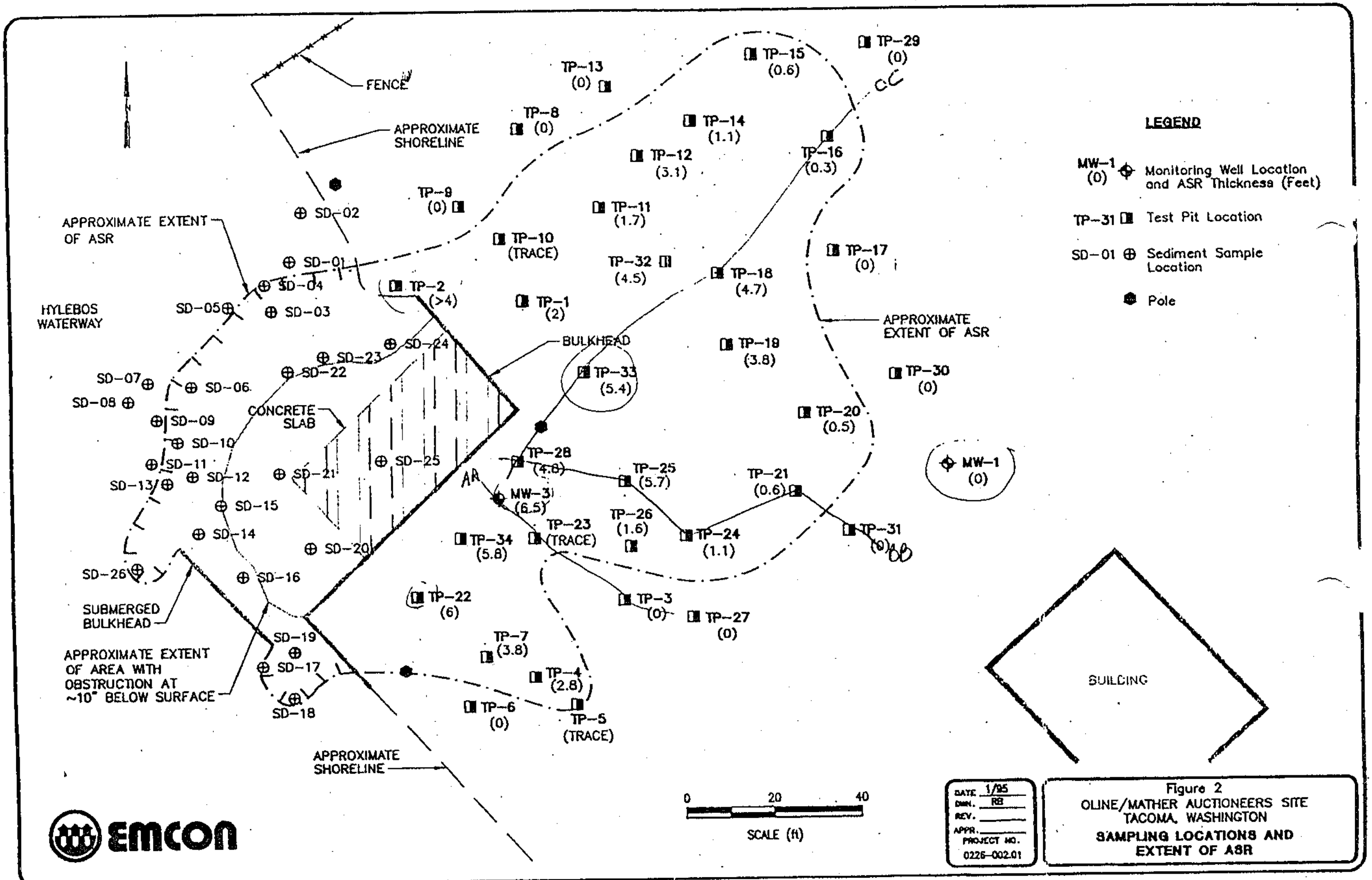

Figure 2
OLINE/MATHER AUCTIONEERS SITE
TACOMA, WASHINGTON
SAMPLING LOCATIONS AND EXTENT OF ASR

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EXHIBIT B.
to Consent Decree No. _____

CLEANUP ACTION PLAN
DON OLINE AUTOFLUFF SITE

1.0 Introduction

This cleanup action plan (CAP) describes the proposed remediation at 2120 Marine View Drive, along the Hylebos Waterway in Tacoma, Washington. This CAP has been prepared to satisfy the requirements of the Model Toxics Control Act (MTCA). The site is listed on Ecology's Site Information System as: Don Oline Autofluff (hereinafter referred to as "the Site"). The Site has been determined to be an ongoing source of contamination to the Hylebos Waterway through direct exposure of contaminated sediments and soils along the shoreline and adjacent uplands. The purposes of this CAP are to 1) describe the site including a summary of the extent of contamination known or suspected to exist on site; 2) identify the site specific standards; and, 3) identify the remedial actions and monitoring to be conducted at the site.

This remedial action is to occur as part of the Department of Ecology (Ecology) Source Control activities associated with the Commencement Bay Nearshore/Tideflats Superfund Site cleanup.

2.0 Site Description and Site History

The 2.75 acre site is located at 2120 Marine View Drive in Tacoma and lies adjacent to the Hylebos Waterway, bounded by Marine View Drive to the northeast, and property owned by Modutech Marine at 2200 Marine View Drive to the northwest and property owned by Mr. Donald Oline at 1940 Marine View Drive to the southeast (see Appendix A for a map of the Site). This site was purchased by Mr. Oline from the Dillingham Corporation in 1972 and deeded to the current owners, Ms. Judy Johnson and Mr. Ronald S. Oline in 1975.

The shoreline is comprised of a concrete bulkhead that extends from the southern end of the property and serves to contain an area of fill behind the shoreline. The northern shoreline, extending from the end of the concrete bulkhead to the property line with Modutech, is a natural beach slope that has been partly covered with concrete rubble. The fill elevation is approximately 15 feet above Mean Lower Low Water (MLLW) and the foot of the bulkhead extends down to about 5 feet MLLW with a shallow intertidal slope extending waterward of the bulkhead. A submerged bulkhead approximately 30 feet in length was backfilled to reduce the intertidal slope and retain a concrete slab at the base of the shoreline bulkhead. The upland fill area and the intertidal area are not paved except for the concrete slab at the base of the shoreline bulkhead.

Auto Shredder Residue (ASR) was reportedly transported from General Metals of Tacoma, Inc. and placed on site between 1972 and 1975 as fill material to create uplands and to level the intertidal beach slope for a concrete pad. Available information to date indicates that ASR appears to be the source of elevated concentrations of hazardous substances in the soils and sediments. The site uplands have been used for equipment storage since 1972 and have been periodically leased to an auctioneer for equipment storage. The Site has also been used for small barge moorage and maintenance access as well as access to boat moorage at Hylebos Marina. Land use in the close vicinity of the Site has been consistent with the designated Port Industrial zoning. Boatyard and marina-related activities have been the primary uses of adjacent properties.

3.0 Site Characterization

Two site investigations have been undertaken on this site, a preliminary site evaluation by Emcon Northwest, Inc. and intertidal sampling associated with the Hylebos Cleanup Committee's pre-remedial design sampling effort. The preliminary site evaluation report is entitled "Oline/Mather Auctioneers Site Preliminary Investigation", dated January 26, 1995. by Emcon Northwest, Inc.. The investigation concluded that the site contains approximately 1,230 cubic yards of ASR on the uplands, covering an area of about .25 acre at an average of three feet thick. The thickness of ASR varied from trace levels to 6.5 feet. The ASR is covered with between 1/2 foot to several feet of soils. ASR was detected in twenty four of thirty four test pits on the uplands of the site. Test pits revealed a gray clayey silt layer at the base of the ASR which appears to confine downward migration of contaminants. Two monitoring wells were installed to depths of 7' (upgradient) and 10.5 feet (downgradient). Wells were drilled to a depth where they intersected with the confining silt/clay layer, but did not penetrate that layer. Two attempts were made to install a third well, but neither boring encountered groundwater above the clay layer. The borings installed for the investigation found that groundwater above the silt layer is encountered sporadically at the site (in November, 1994). The investigation further concluded that ASR is present in the intertidal area over an area of about .11 acre at a depth of approximately 2-6 inches. In one of the intertidal borings, the ASR layer was found to be covered by up to 2.5 feet of sediments. The estimated total volume of ASR in the tidelands is 90 cubic yards. Contaminated sediments associated with the ASR may exceed the estimated 90 cubic yards ASR in the intertidal region.

ASR from three upland test pits and four intertidal test holes was sampled for the investigation. Additionally, soils below the ASR were sampled, as was groundwater in the two monitoring wells. Samples of the upland ASR fill exceeded MTCA Method A cleanup levels for industrial soil for cadmium, lead, mercury and PCBs. Samples of upland soils below the ASR did not exceed MTCA cleanup levels, and do not appear to be contaminated from the ASR. Unfiltered groundwater on the site is contaminated at concentrations exceeding Marine Chronic and Acute Water Quality Criteria where it is in contact with the ASR. This study also revealed that ASR and bank soils in contact with the Hylebos Waterway exceeded the CERCLA Commencement Bay Nearshore/Tideflats

Sediment Quality Objectives (SQO) for cadmium, copper lead, mercury, zinc and PCBs. This material is in direct contact with the Hylebos Waterway and is subject to erosion from tidal action, infiltration of rainwater, and infiltration of tidal waters which may carry contaminants into the waterway. The Emcon study also revealed that intertidal sediment samples exceeded SQOs for cadmium, copper, lead, mercury, zinc and PCBs.

Upland ASR was tested for TCLP metals to determine if the waste is considered "dangerous waste" under the state Dangerous Waste Regulations, Chapter 173-303 WAC. The waste did not designate as dangerous waste under the TCLP testing procedure for cadmium or lead. Results of the Emcon site investigation are summarized on Tables 1-4, of Exhibit D of the Consent Decree.

Additional intertidal sampling of sediments at this site was recently conducted by the Hylebos Cleanup Committee. This data is reported in "Hylebos Waterway Event 1C Phase I and Phase II Addendum to Pre-remedial Design Data Report, Draft Report" dated, August 15, 1996. Two composited intertidal sediment samples were analyzed and exceedences of SQOs were observed for the contaminants summarized in Table 5, of Exhibit D of the Consent Decree.

A formal Remedial Investigation was not conducted for this site. However, Ecology has determined that the existing information provides the information necessary to evaluate cleanup options and select a remediation scheme.

4.0 Cleanup Standards

Upland Soils: Soil cleanup levels which apply to this site were determined by MTCA Method A-Industrial since zoning on this site and all adjacent properties is industrial and is expected to remain so. Distinction between upland soils and intertidal sediments shall be made twenty (20) feet shoreward of the +12 feet MLLW elevation, with soils landward of this line designated as upland soils and soils and sediments waterward of this line designated as sediments. Soil cleanup levels have been determined for the indicator chemicals: cadmium, lead, mercury and PCBs and are presented in Table 1, below.

Table 1. Soil Cleanup Levels for Upland Soils.

Contaminant	Concentration
Cadmium	10.0 mg/kg
Lead	1000.0 mg/kg
Mercury	1.0 mg/kg
PCB Mixtures	10.0 mg/kg

Bank Soils and Intertidal Sediments: Hylebos Waterway SQOs were established in the Commencement Bay/Nearshore Tideflats Record of Decision (USEPA, 1989) and are legally applicable requirements per WAC 173-340-710. The SQOs are functionally equivalent to the State's Sediment Management Standards, Sediment Quality Standards, WAC 173-204-320. Site specific standards for intertidal sediments are those hazardous substances for which SQO exceedences were observed in recent sampling at this site. These are presented in Table 2. below. A subset of those hazardous substances were selected as the best indicators of ASR in the sediments and will serve to evaluate progress in attaining cleanup standards in the sediments. Performance monitoring to confirm that Cleanup Standards have been attained will be conducted using all Table 2. analytes.

Table 2. Sediment Cleanup Levels for Intertidal Sediments and Bank Soils.

Contaminant	Concentration
Cadmium[1]	5.1 mg/kg
Lead	450 mg/kg
Mercury	0.59 mg/kg
Zinc	410 mg/kg
Bis-(2Ethylhexyl) phthalate	1300 ug/kg
Butylbenzylphthalate	900 ug/kg
Total PCBs	150[2] ug/kg
Copper	390 mg/kg
N-Nitrosodiphenylamine	28 ug/kg
Di-n-butylphthalate	1400 ug/kg
Dimethylphthalate	160 ug/kg
Nickel	140 mg/kg
Phenanthrene	1500 ug/kg
Acenaphthene	500 ug/kg
Fluorene	540 ug/kg
Dibenzofuran	540 ug/kg
Fluoranthene	2500 ug/kg

[1] **bold** = subset of sediment standards suitable for evaluating progress in cleanup.

[2] EPA is currently reviewing the PCB Sediment Quality Objective for Commencement Bay. The Sediment Cleanup Level required here will be changed to reflect the final Sediment Quality Objective selected by EPA for PCBs when it becomes available.

Groundwater: Groundwater cleanup levels and monitoring will not be required on this site since groundwater was encountered only intermittently. Also, groundwater contamination was observed only where it was in direct contact with ASR and the removal of ASR will preclude contact with, and contamination of, groundwater.

Points of Compliance: The upland site ASR, as identified in the Emcon 1994 investigation, and associated ASR contaminated soils that exceed the upland soils cleanup levels will be excavated and removed from the site. Those soils that remain following excavation and removal of ASR and ASR-contaminated soils shall comply with the soil cleanup standards in Table 1.

Following excavation of ASR and contaminated sediments, all intertidal sediments between 0.0 feet and +12 feet MLLW and bank soils extending 20 feet landward of the +12 foot elevation, shall comply with the sediment cleanup levels in Table 2.

5.0 Summary of Remedial Options

This section serves as a focused Feasibility Study which considers three remedial alternatives for their ability to meet the requirements of the Model Toxics Control Act (Chapter 173-340 WAC)(MTCA). MTCA requires at a minimum that all cleanup actions protect human health and the environment, comply with cleanup standards, comply with applicable state and federal laws, and provide for compliance monitoring. Further, MTCA requires cleanup actions to be permanent to the maximum extent practicable, provide for a reasonable restoration time frame, address public concerns and use technologies which minimize the amount of untreated hazardous substances remaining at a site.

Alternative 1. Asphalt Cap and Institutional Controls.
Soils and sediments in the Hylebos Waterway occurring below Mean Higher High Water (MHHW) that contain hazardous substances above the cleanup levels would be excavated and consolidated in an upland containment area (away from the waterway). Following consolidation of sediments, the ASR-affected areas would be graded, compacted and covered with 3 inches of suitable base material and 3 inches of asphalt. The asphalt cover would extend approximately 15 feet beyond the area where ASR-affected soils have been identified (about 1,600 square yards). Stormwater controls would be installed to collect surface water and convey it to a stormwater collection system. The stormwater collection system would consist of catch basins and an oil/water separator.

A registered engineer would inspect the pavement annually and identify necessary repairs. This alternative would also include institutional controls as necessary to ensure the integrity of the cap and manage residual risks to human health and the environment.

Alternative 2. Excavation and Offsite Disposal of ASR and Contaminated Soils and Sediments.
This alternative would involve excavation and segregation of clean soil/sediments and ASR/soil/sediment containing hazardous substances above the cleanup levels. Excavation would occur during the driest portion of the year and intertidal work would be conducted in the dry during summer low tides. Clean soil/sediment would be stockpiled for backfill material. ASR and soil/sediment containing hazardous substances above the cleanup levels would be loaded into trucks or railcars, covered and transported to a permitted offsite disposal facility. Imported material and stockpiled clean material would be used to backfill the excavation. Intertidal areas would be backfilled with a 3/8-inch minus fill to provide adequate habitat for aquatic organisms.

Both soil and sediment would be excavated using a standard trackhoe or similar equipment. Saturated sediments would be allowed to drain in a containment area prior to offsite disposal. Drained water would be analyzed for hazardous substances and, if not contaminated, returned to Hylebos Waterway. If contaminated above marine chronic water quality criteria, the drained water would be treated and disposed of in accordance with applicable federal, state and local laws. Performance sampling would be conducted after excavation to confirm that site-specific cleanup standards were achieved.

This alternative would include grading the uplands and stabilization of the site surface with gravel to serve as a working surface and to prevent stormwater discharges from eroding the backfilled soil. Rip rap or other suitable material for maintaining slope stability would be placed only at the northernmost end of the existing shoreline bulkhead within a six (6) foot radius of the northwestern terminus of the concrete bulkhead.

This alternative would also include institutional controls (i.e., a deed restriction) as necessary to ensure that hazardous substances left on site at MTCA Method A Industrial Cleanup Levels not be disturbed and to manage residual risks to human health and the environment.

Alternative 3. Excavation and Stabilization of Impacted Soils and Sediments
This alternative would involve excavation of ASR/soil/sediment and associated soil/sediment containing hazardous substances above the site specific cleanup level. Excavation would occur during the driest portion of the year and intertidal work would be conducted in the dry during summer low tides. Excavated material would be processed through a rotary trommel (or equivalent) to separate soil and ASR. ASR would be transported offsite for stabilization treatment as currently used by ASR generating facilities (i.e., a silica stabilizer and lime fixation). Following treatment the stabilized materials would be disposed at a permitted landfill.

Imported fill material and the stockpiled clean material would be used to restore grade on the uplands and intertidal areas. Intertidal areas would be restored using 3/8-inch minus fill to provide appropriate habitat for aquatic organisms.

This alternative would also include institutional controls (i.e., a deed restriction) as necessary to ensure that hazardous substances left on site at MTCA Method A Industrial Cleanup Levels not be disturbed and to manage residual risks to human health and the environment.

6.0 Selected Remedial Action

Ecology has selected Alternative 2, Excavation and Offsite Disposal of ASR and Contaminated Soils and Sediments. Components of the cleanup are listed below:

- Uplands Soils - ASR and associated soils with hazardous substances exceeding site cleanup standards will be excavated and disposed of at an offsite permitted landfill. MTCA Method A standards for Industrial Soils will serve as cleanup standards for upland soils that lie twenty (20) feet or further from the existing high water line (+12 feet above MLLW). The volume of ASR is estimated to be about 1230 cubic yards.
- Intertidal Sediments and Bank Soils - Sediments exceeding the Commencement Bay Sediment Quality Objectives will be excavated and placed upland prior to offsite disposal at a permitted landfill. This will include intertidal sediments extending from the 0.0 foot MLLW elevation to the +12 foot MLLW line and bank soils extending from the +12 foot elevation to a line twenty feet landward. These will be excavated while exposed during low tide and placed in a containment area to dewater. Water will be tested for compliance with ambient surface (marine) water standards and returned to Hylebos waterway. If contaminated, the water will be transported for treatment at an approved treatment facility.
- The uplands and intertidal areas that are excavated during the cleanup will be restored to grade using clean material. Clean materials that are excavated during the process of the cleanup will be segregated from the contaminated materials and used for backfilling and regrading, as appropriate. Material selected for restoring the intertidal area will be 3/8"-minus to serve as appropriate habitat.
- The upland remedial excavation and soil rehandling portion of the site will be graded to control stormwater runon and runoff and prevent erosion and loss of soils to Hylebos Waterway.
- Measures will be taken during cleanup activities to control contaminant releases and exposure through dust, increased erosion potential, or removal from the site on vehicles. These potential impacts will be mitigated through dust control actions, use of silt fences and other erosion control measures, and decontamination of trucks and equipment before leaving the site. Measures to reduce loss of contaminants from intertidal and bank areas may include silt curtains or silt fencing, containment booms,

absorbent pads/materials and other methods as necessary to control resuspension and loss of contaminated materials from the site.

- The surface of the upland remedial excavation and soil rehandling areas will be stabilized with a base course of gravel to a depth sufficient to prevent runoff of surface soils to the Hylebos Waterway. Specifications for the gravel layer will be based on prevention of erosion and will be consistent with post-remedial site uses.
- All concrete rubble will be removed from the intertidal and bank areas. If ASR is detected below the concrete slab waterward of the existing bulkhead, temporary removal of the slab will be required to access and remove the ASR and contaminated sediments and allow confirmational sampling.
- Shoreline stabilization will be limited to two actions. The first is replacement of the concrete slab (not to exceed the 25 foot by 50 foot slab as outlined in Figure 2 of Exhibit A). The second stabilization action is limited to the placement of clean riprap within a ten (10) foot radius of the northern end of the existing concrete bulkhead.
- A restrictive covenant limiting use of the uplands will be recorded if any cleanup standard less restrictive than residential is achieved on the upland cleanup portion of this site.
- Performance monitoring will occur following excavation to ensure that cleanup standards are achieved (see compliance monitoring plan, Appendix B).
- In the event that ASR or contaminated materials exceeding cleanup standards is left in place due to conditions that preclude its removal, confirmation monitoring will be required as necessary to ensure effectiveness of the cleanup action and control of groundwater quality. These monitoring requirements will be included as conditions of the restrictive covenant.

7. Compliance Monitoring

Compliance monitoring has three components. The first, protection monitoring, is intended to confirm that human health and the environment are protected during the implementation phase of the remedial action [WAC 173-340-410(1)(a)]. The second component, performance monitoring, is used to verify that the cleanup action has attained cleanup standards [WAC 173-340-410(1)(b)]. The final component, confirmational monitoring, confirms the long-term effectiveness of the cleanup action after achieving the cleanup standards [WAC 173-340-410(1)(b)] and is typically performed when hazardous substance-affected soils are left in place. Accordingly, confirmational monitoring does not appear warranted and will not be performed as part of this remedial action unless soils or sediments that exceed cleanup levels cannot be removed and are left in place.

The compliance monitoring plan (CMP) for the site is presented in Appendix B. This CMP is intended to meet the requirements of Sections 410, 740, 810, and 820 of the MTCA Cleanup Regulation (WAC 173-340). Section 410 describes general compliance monitoring requirements, Section 740 contains a description of compliance monitoring requirements as they pertain specifically to soil cleanup actions, Section 810 addresses worker safety and health plans, and Section 820 describes sampling and analysis plans.

8. Schedule/Restoration Time Frame

Cleanup activities, including soil and sediment excavation, dewatering and removal, site grading and stabilization, and installation of stormwater controls are expected to take 4 to 6 weeks. The remedial activities will take place during the driest months of summer 1997, after lifting of the fisheries related closure on June 15th, and activities will be completed before October 31, 1997.

9. Institutional Controls

Under Section 173-340-745 of the Model Toxics Control Act, sites using industrial cleanup standards require a restrictive covenant on the property limiting use of portions of the property meeting industrial cleanup standards to industrial property uses. If any cleanup standard less restrictive than residential is achieved on site then site owners Ms. Judy Johnson and Mr. Ronald S. Oline shall record, with the Pierce County Clerk's office, a restrictive covenant restricting the uplands cleanup portions of the property to industrial uses. A copy of the recorded restrictive covenant shall be provided to Ecology.

10. Justification for Selecting a Cleanup Action with a Lower Preference Cleanup Technology

Section 173-340-360(4) of the MTCA provides a hierarchy of preferred cleanup technologies. Within this hierarchy, off-site disposal of contaminated soils/sediments is a lower preference cleanup technology than treatment/detoxification and immobilization. Offsite disposal of ASR and contaminated soils was selected because of the low volume of material, lack of available treatment options and subsequent high cost associated with treatment/detoxification of this material. The lack of available treatment facilities that are capable of carrying out this treatment process precluded this option since the cost to develop and mobilize a treatment operation for the small quantities of material to be excavated from this site would not be practicable.

11. Determinations

Section 173-340-360(10) of the MTCA regulation states that the draft Cleanup Action Plan should include a preliminary determination that the cleanup action complies with subsections (2) and (3) of 173-340-360. As specified in subsections 2 and 3, the selected cleanup action is designed to accomplish the following:

11.1. Protect human health and the environment.
All ASR and soils with cadmium, lead, mercury and PCBs above the MTCA Method A industrial standards will be removed from the site, and bank soils and sediments exceeding the CBN/T ROD Sediment Quality Objectives will be removed from the site. Removal of soils and sediments above the cleanup standards will eliminate human health risks for this type of site use from inhalation or ingestion of site soils and ecological risks for direct contact and related exposures. Construction and maintenance of an aggregate site surface and filter structure for site stormwater will minimize contaminants reaching the Hylebos Waterway.

11.2. Comply with cleanup standards per WAC 173-340-700 through 760.
Refer to Section 4.0.

11.3. Comply with applicable state and federal laws per WAC 173-340-710.
The cleanup action will comply with all relevant laws and requirements, as required in Section 173-340-710 of the Model Toxics Control Act. Through the Consent Decree which implements this Cleanup Action Plan, the Department of Ecology will ensure that the cleanup action meets the substantive requirements of all state and local permits which apply to this project.

11.3.1 State Environmental Policy Act (SEPA). Mr. Oline has submitted a SEPA checklist for this project to Ecology. Ecology has made a determination that the project will not have a significant adverse environmental impact. The public review period for the SEPA determination is concurrent with that for this CAP.

11.4. Provide compliance monitoring per WAC 173-340-410.
Refer to Section 7.0 and Appendix B.

11.5. Use permanent solutions to the maximum extent practicable per WAC 173-340-360(4), (5), (7), and (8).
Removal of contaminated soils from the site will ensure that cleanup standards are permanently met. The cleanup also includes a restrictive covenant including a requirement for maintenance of the site surface, and notification of Ecology if any changes in the stormwater structure or surface are proposed.

11.6. Long Term Effectiveness
Long term effectiveness (WAC 173-340-360(5)(ii)) is measured in terms of the magnitude of residual risk and the adequacy and reliability of the cleanup action.

The proposed cleanup action includes removal of contaminated soils and stabilization of the site surface. Removal of the contaminated soils is a permanent measure which does not leave residual materials on site which would require long term institutional or engineering controls to prevent exposure to humans or animals.

11.7. Short Term Effectiveness

Short term effectiveness (WAC 173-340-360(5)(iii) considers how the cleanup action will impact human health and the environment during implementation and prior to achievement of cleanup standards. The cleanup action will involve earth moving and excavation activities which could cause contaminated materials to be released through dust, increased erosion potential, or removal from the site on vehicles. These potential impacts will be mitigated through dust control actions, use of silt fences and other erosion control measures, and decontamination of trucks and equipment before leaving the site.

Removal of the contaminated soils and sediments will be immediately effective in preventing human ingestion or inhalation of contaminated materials. Removal will also result in immediate improvements in the quality of storm water runoff.

11.8. Permanent Reduction of Toxicity, Mobility, or Volume

Removal of the contaminated soils and disposal at a permitted landfill is a permanent measure to reduce toxicity, mobility, and volume of contamination at the site.

11.9. Ability to be Implemented

The proposed cleanup action involves conventional technologies which should be easily implemented.

11.10. Cleanup Cost

The cleanup cost for the selected alternative is the least of the three alternatives presented in the focused RI/FS. Therefore, the cost of the cleanup action is not substantial or disproportionate compared to that of other alternatives.

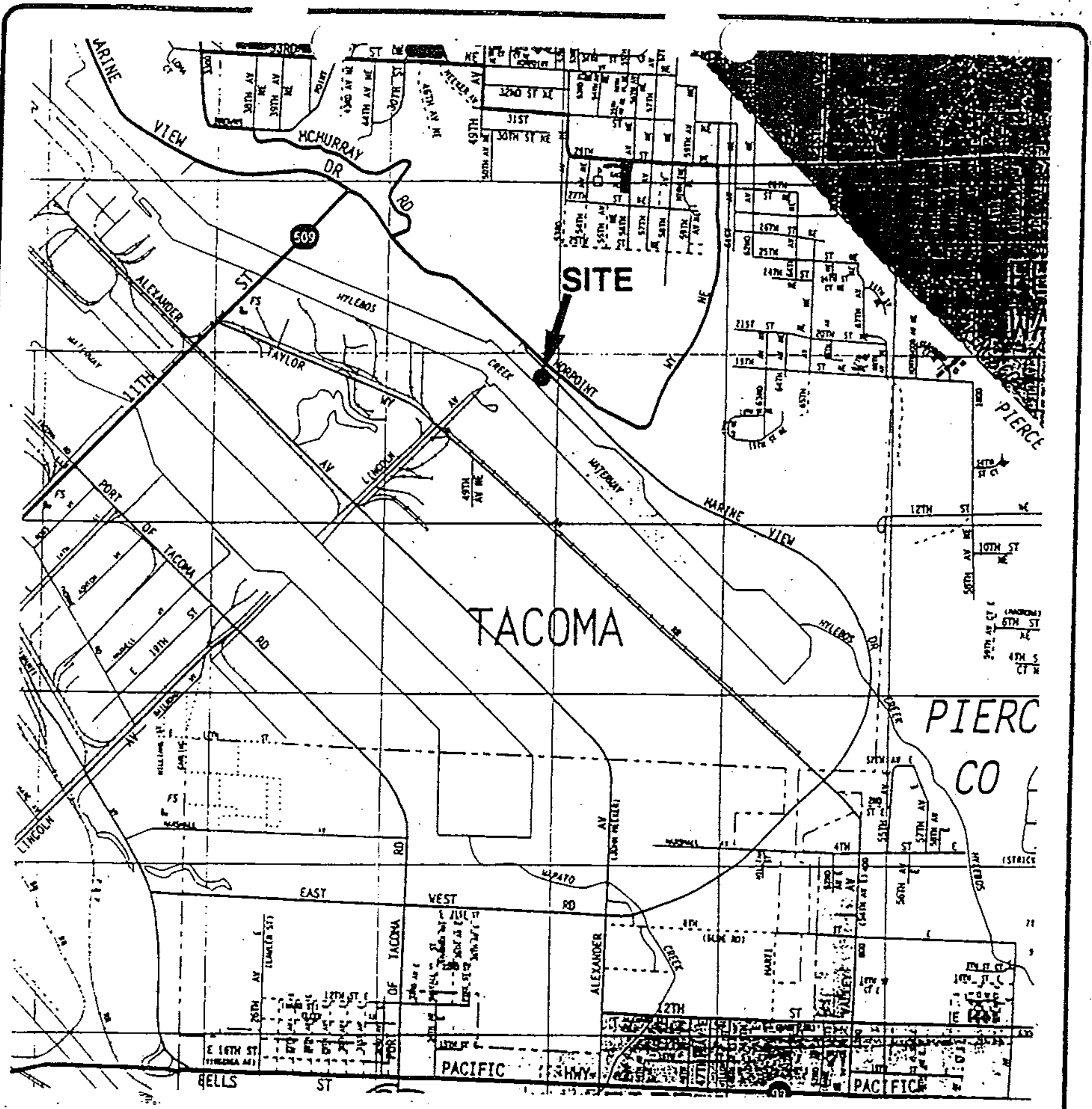
11.11. Consideration of Public Concerns

This draft CAP will be provided to the public for a 30-day comment period. Ecology will consider all comments received and prepare a responsiveness summary.

Appendix A. Vicinity and Site Map

Appendix B. Compliance Monitoring Plan

Appendix A
to Cleanup Action Plan
VICINITY AND SITE MAPS.
(from EMCON. 1995. Oline/Mather Auctioneers Site Preliminary Investigation)



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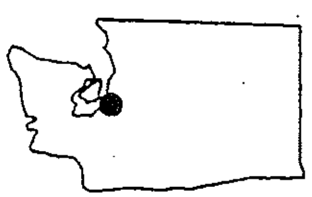

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Figure 1
OLINE/MATHERS AUCTIONEERS SITE
TACOMA, WASHINGTON
SITE VICINITY MAP

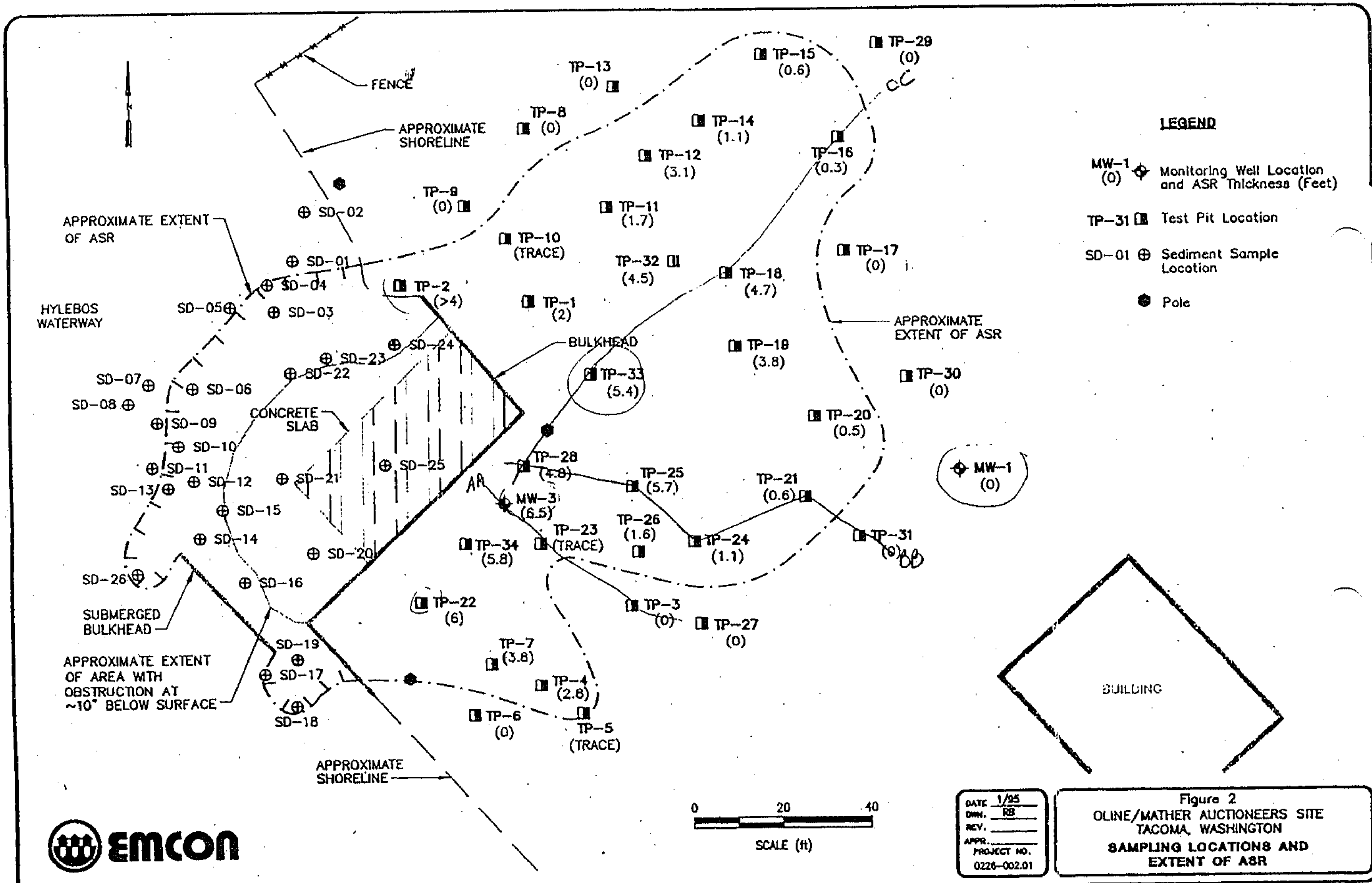

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Figure 2
OLINE/MATHER AUCTIONEERS SITE
TACOMA, WASHINGTON
SAMPLING LOCATIONS AND EXTENT OF ASR

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APPENDIX B
to Cleanup Action Plan

COMPLIANCE MONITORING PLAN
DONALD E. OLINE SITE
2120 Marine View Drive, Tacoma, WA

The following sections present the compliance monitoring objectives, data acquisition methods, quality assurance/quality control procedures (field sampling and analysis plan), and data analysis and evaluation procedures.

OBJECTIVES

The objectives of this Compliance Monitoring Plan (CMP) are to:

- Monitor levels of chemicals of concern along potential human exposure pathways during construction to detect conditions requiring that actions be taken to reduce possible risks to public and worker health.

- Document attainment of cleanup levels specified in the CAP as required for removal of ASR and affected soils and sediments. MTCA statistical guidance will be used to establish attainment of cleanup levels in upland soil in sediment. Each final compliance sample must attain the cleanup level for each individual chemical of concern (COC).

The first objective will be the focus of the protection monitoring performed as a part of the site safety and health program. The second objective will be addressed by the implementation of the performance monitoring program described below, which has been developed in accordance with the requirements stated in WAC 173-340-410.

PROTECTION MONITORING

Protection monitoring will be performed through the implementation of a Site Safety and Health Plan (SSHP) prepared in accordance with the requirements of OSHA and WISHA standards for hazardous waste site operations (29 CFR 1910.120 and WAC 196-62 Part P). The SSHP will establish the general health and safety practices for Kennedy/Jenks Consultants personnel performing the cleanup action at the site. These persons will be required to follow health and safety monitoring procedures contained in the SSHP. Implementation of this level of onsite health and safety monitoring is considered to be adequate to meet the requirements of WAC 173-340-410(1)(2a) for the following reasons:

- Active construction site access will be limited to authorized personnel.

- Due to the site access limitations, the field monitoring and mitigation measures called for in the SSHP that are protective of onsite worker health should also be adequate to protect the health of the workers in nearby buildings whose nearest potential exposure points are considerable distances from the affected soil excavation and handling areas. An exclusion zone will be established around the excavation area to decrease exposure to other workers on the site.

- Conditions imposed on the remedial action contractors by applicable federal and state regulations and laws require that specific measures be taken to prevent the occurrence of discharges that may pose a threat to human health or to the environment (i.e., surface water runoff, earthmoving equipment dragout, windblown dust emissions), and that contingency plans be prepared and implemented in the event of an accidental discharge of contaminants (i.e., overturned haul truck). Work will be conducted in accordance with applicable federal Occupational Safety and Health Administration (OSHA) and Washington Industrial Safety and Health Administration (WISHA) regulations. Contractors on this project will be required to develop and implement their own health and safety procedures in accordance with applicable laws and regulations.

- Soil/sediment removal activities associated with the cleanup action project will be of relatively short duration (i.e., approximately 1 or 2 weeks); therefore, health risks related to long-term exposures to chemicals are not of concern. Considering the protection measures and monitoring called for during affected soil excavation and handling, the risk of unprotected persons (i.e., non-workers) being subjected to an appreciable short-term chemical exposure should be negligible.

PERFORMANCE MONITORING SAMPLING AND ANALYSIS PLAN

The following sampling and analysis plan (SAP) will be implemented during the performance of soil/sediment excavation activities. The SAP has been developed to facilitate the collection of sufficient data to evaluate the attainment of the established cleanup levels for chemicals of concern (COCs) at the site. This SAP has been prepared in accordance with the requirements specified in WAC 173-340-820.

Cleanup Levels

Cleanup levels for COCs in upland soils and intertidal sediments at the site are identified in Tables 1 and 2, respectively, in the CAP (refer to Section 4.0).

Excavation Methods

The contractor will complete the excavation of contaminated soils/sediments in the cleanup areas using a backhoe, trackhoe or other suitable heavy equipment. Excavated soils will be handled as described in the CAP (Sections 5.0 and 6.0) Upland soil and intertidal sediments samples will be collected from the excavation bottom and sidewalls and submitted for analysis of the appropriate analytes to evaluate compliance with cleanup levels. At locations where the cleanup levels are not achieved, additional excavation of soils and sediments will be performed until the cleanup levels are met. For intertidal sediments, final compliance with cleanup levels will be based on the complete list of Table 2 analytes.

Documentation of Field Activities

A field notebook will be maintained by sampling personnel to record times, dates, identification numbers, and locations of samples collected as well as daily events, observations, field measurements, and any other applicable information obtained during compliance monitoring. Entries will be made in ink and dated. Photographs will be taken of unusual circumstances or conditions encountered during the excavation program.

Soil Sampling Locations, Frequency, and Methods

After the initial soil and additional visually affected soil has been excavated, compliance monitoring samples will be collected from the excavation. One sample will be collected from each area of about 900 square feet of excavation bottom (i.e., typically 30 feet x 30 feet) and from each 30 to 40 linear feet of excavation sidewall where sidewalls are greater than 2.5 feet in height. Sediment samples from excavation sidewalls will be from the upper 6 inches of undisturbed material. These sampling locations and frequencies have been selected to provide adequate data to evaluate compliance with cleanup levels and for statistical evaluation of the remedial effectiveness. This sampling approach applies to both the upland and intertidal portions of the remediation.

Soil/sediment samples will be collected either directly from the excavation sidewalls/bottom or from the excavator bucket (depending on depth of the excavations) and placed into stainless steel bowls. The sample will be homogenized using a stainless steel spoon and placed into clean glass jars as specified by the intended laboratory analysis. Samples will then be labeled and packed in ice pending shipment to the laboratory for analysis.

Lithologic characteristics of subsurface materials encountered at each sampling location will be described in the field, including the presence of automobile shredder residue (ASR), if any. This information, along with the sampling location, will be recorded in a field notebook. Following sample collection, a wood stake will be placed at each sampling location to facilitate future reference if additional sampling is warranted.

Soil Sampling Equipment and Personnel Decontamination

Sampling equipment and other equipment will be cleaned by scrubbing with a detergent-and-water solution and rinsed with tap water between each sample location and prior to collecting each sample to reduce the potential for cross-contamination.

Field Sampling Quality Assurance/Quality Control (QA/QC)

Field sampling quality assurance/quality control (QA/QC) measures for performance monitoring sampling will include the collection and analysis of duplicate samples, as described below.

Field Duplicate Samples. Field duplicate samples are designed to monitor overall sampling and analytical precision. Field duplicates of 10 percent of the final performance monitoring soil samples will be collected and analyzed. All field duplicate samples will be collected from a location immediately adjacent to the principal sample. Field duplicates will be collected from randomly selected locations. Each duplicate will be treated as a separate sample from the original (assigned a unique sample number), and not identified to the laboratory as a duplicate.

Evaluation of Field Sampling QA/QC data. Field duplicate sample results will be used only as a qualitative measure of reproducibility of soil sample results because variations in contaminant distribution in sample matrices may account for significant variations in analytical results. If duplicate sample analytical results fail to approximate to original sample results, laboratory QA/QC data for the day will be carefully checked and additional QA/QC verification sampling may be performed.

Sample Analyses, Handling, and Documentation

Sample Analyses, Containers, Preservatives, and Holding Times. Sample analyses, matrices, method numbers, containers, and holding times associated with each analysis to be performed are listed in Table B-1.

Sample Labeling and Numbering. Sample containers, as supplied by the laboratories, will be kept closed until used. Samples will be fully labeled as they are collected. Sample labels will be filled out with waterproof ink at the time of sample collection. Clear tape will be placed over the completed label for protection. Sample containers will be labeled with the following information.

- Source.

- Field identification number (i.e., sample number).

- Analytes.

- Sampling date and time.

- Name of sampler.

- Each sample will be assigned a unique field identification number that will be recorded along with the sampling location and depth, in the field notebook. Type/location designators will be used to designate the sample origin (i.e., EB - Excavation Bottom and ES - Excavation Sidewall). Other type/location designators may be established and used as needed. Depths will be identified in vertical feet bgs and will be measured to the nearest half-foot.

Sample Custody. The key aspect of documenting sample custody is record keeping. A field notebook will be maintained to document the collection of every sample. At the time of sampling, the appropriate sample container will be selected and the number for each sample will be recorded in the sample notebook by the sampler.

Following collection, samples will be placed immediately on ice in a cooler for temporary sample storage. At the end of each day, and prior to the transfer of the samples offsite, chain-of-custody entries will be made for all samples. A laboratory analysis request form will be completed and will identify the sample matrix, location and sample number, date of collection, and the specific analytical requests for that sample.

All samples will be transmitted to a laboratory with completed chain-of-custody forms and the laboratory analysis request forms.

Sample Packaging and Storage. Prior to shipment offsite, sample containers will be securely packed inside plastic coolers. Each sample jar will be wrapped with bubble wrap and/or styrofoam packing and placed on absorbent pads (if water is present in samples) or other suitable packing material that has been placed in the bottom of the cooler. Ice will be secured in plastic bags and placed around samples in the cooler. Styrofoam or other packing material will be added to fill the cooler completely and secure sample containers in an upright position.

Sample Chemical Analyses

Samples selected for laboratory analysis will be transferred to an offsite laboratory by the end of each day. Samples will be analyzed on a rapid turnaround basis (i.e., 24 to 48 hours or less) to permit excavation work to progress efficiently. Analysis methods are identified in Table C-1.

Laboratory Accreditation and Quality Assurance/Quality Control Requirements

The analytical laboratory used for this performance monitoring program will perform and meet the requirements of all QA/QC control procedures required by the EPA's *Test Methods of Evaluating Solid Waste* (SW 846, Third Edition). All sediment sample (as defined in the CAP) analyses shall be performed so as to attain PSDDA quality assurance Level I requirements. Laboratory records and reports of such QA/QC procedures results will be made available for inspection.. Analytical detection limits will be those required by SW 846 and PSDDA QA Level I .
In addition, the laboratory used for the performance monitoring sample analyses described herein will be accredited for all media being sampled by Ecology's Environmental Investigations and Laboratory Services Quality Assurance Section in accordance with WAC 173-50. (Note: Accreditation for sediment analysis per PSEP protocols differs from upland soil protocols.)

PERFORMANCE MONITORING - DATA ANALYSIS AND EVALUATION PROCEDURES

The following procedures and criteria will be used to evaluate the analytical data generated by performance monitoring sampling. In general, data analysis will be performed in accordance with WAC 173-340-740(6)(e) and applicable Ecology guidance.

Data Evaluation

For upland soils, compliance with the cleanup levels in final performance monitoring samples is determined using the following criteria [WAC 173-340-740(7)(e)]:

a) The upper bound of the 95% confidence interval on the true soil concentration is less than the soil cleanup level, a = 0.05

b) No single sample concentration shall be greater than 2 times the soil cleanup level

c) Less than 10 percent of the sample concentrations exceed the soil cleanup level.

Additional excavation may be performed (if reasonable), based on the results of the compliance criteria. Alternatively, residual affected upland soil may be left in place and institutional controls will be implemented.

For sediments, a sample with an exceedance of the sediment cleanup standards presented in the CAP indicates a failure of the grid or sidewall area represented by that sample.

EXHIBIT C
to Consent Decree No. _______

Schedule for Cleanup Action

Initiation of Progress Reporting Periods	Date of Filing
Submittal of Project Sequencing Letter Rpt.	7d from Filing
Confirmation of Disposal Contract	14d from Filing
Cleanup Action to Commence	Late July, 1997
Cleanup Action to be Completed	No Later than October 31, 1997
Submittal of Final Monitoring Report	60d after completion of Cleanup Action

EXHIBIT D
to Consent Decree No. _____

SITE CHARACTERIZATION DATA

Table 1: Upland Auto Shredder Residue (ASR) Samples - Total Metals (Emcon, 1995).

Sample #	Arsenic (mg/kg)	Cadmium (mg/kg)	Copper (mg/kg)	Lead (mg/kg)	Mercury (mg/kg)	Nickel (mg/kg)	Zinc (mg/kg)	Total PCBs (mg/kg)
TP-1ASR(a)	(b)	(b)	(b)	(b)	(b)	(b)	(b)	**11.06**
TP-2ASR(a)	(b)	(b)	(b)	(b)	(b)	(b)	(b)	1.1
TP-22ASR(a)	(b)	(b)	(b)	(b)	(b)	(b)	(b)	**14.7**
TP-CASR (d)	21.3	**28**	1866	**1533**	**1.5**	312	6633	(b)

bold = exceeds MTCA method A, Industrial soils cleanup level
See footnotes below

Table 1a: Upland ASR Samples - TCLP metals (Emcon, 1995).

Sample #	TCLP Cadmium (mg/l)	TCLP Lead (mg/l)
TP-1ASR(a)	0.3	2.5
TP-2ASR(a)	<0.1	.9(c)
TP-22ASR(a)	<0.1	<0.5
TP-CASR (d)	(b)	(b)

See Footnotes Below

Table 2: Soil samples collected below ASR (Emcon, 1995).

Sample #	Arsenic (mg/kg)	Cadmium (mg/kg)	Copper (mg/kg)	Lead (mg/kg)	Mercury (mg/kg)	Nickel (mg/kg)	Zinc (mg/kg)	Total PCBs (mg/kg)
TP-1s	(b)	<0.5	(b)	8.8	(b)	(b)	(b)	<0.1
TP-22s	(b)	1.5	(b)	20	(b)	(b)	(b)	<0.1
Composite	26	(b)	103	(b)	.58	25	239	(b)

See Footnotes Below

Table 3: Intertidal ASR Samples (Emcon, 1995).

Sample #	Arsenic (mg/kg)	Cadmium (mg/kg)	Copper (mg/kg)	Lead (mg/kg)	Mercury (mg/kg)	Nickel (mg/kg)	Zinc (mg/kg)	Total PCBs (ug/kg)
SD-03 (a)	(b)	4.46	(b)	**546**	(b)	(b)	(b)	120
SD-13 (a)	(b)	**8.3**	(b)	**1656**	(b)	(b)	(b)	**320(e)**
SD-19 (a)	(b)	**18**	(b)	**2860**	(b)	(b)	(b)	**270**
SD-24 (a)	(b)	4.2	(b)	351	(b)	(b)	(b)	70
Composite	44	(b)	**3,890**	(b)	**1.3**	130	**3,550**	(b)

bold = exceeds Commencement Bay Nearshore/Tideflats Sediment Quality Objectives

(a) sample results shown are the average of three replicates of each sample. For details on sample and analysis methods refer to Oline/Mather Auctioneers Preliminary Site Investigation, January 1995.
(b) not analyzed
(c) average includes undetected concentrations
(d) composite sample from TP1, TP2, TP 22
(e) One of three replicates of the field duplicate of Sample SD-13 contained 6,300 ppb total PCBs. This is likely due to the heterogeneous nature of the material.

Table 4: Groundwater samples (Emcon, 1995).

Parameter	Marine Water Quality Criteria (Acute/Chronic)	MW-1 (ug/l)	MW-3 (ug/l)
Arsenic/Unfiltered Arsenic/Filtered	69.0/36.0	<1.0 <1.0	17 20
Cadmium/Unfiltered Cadmium/Filtered	37.2/8.0	<1.0 <1.0	2.3 <1.0
Copper/Unfiltered Copper/Filtered	2.5/ -	**6.7** <1.0	**34** <1.0
Lead/Unfiltered Lead/Filtered	151.1/5.8	2.3 <2.0	**100** <2.0
Mercury/Unfiltered Mercury/Filtered	2.1/0.025	<0.7 <0.7	<0.7 <0.7
Nickel/Unfiltered Nickel/Filtered	71.3/7.9	2.6 3.5	**54** **26**
Zinc/Unfiltered Zinc/Filtered	84.6/76.6	10 5.5	**300** 44
PCB/Unfiltered	10.0/0.030	<0.11	**121**

bold = Results above the Marine Water Quality Criteria (chapter 173-201A WAC)

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Table 5: Additional Two Intertidal Sediment Samples: Confirmed SQO Exceedences (reported as concentration and exceedence factors over SQO) (Striplin Env. Assoc., Inc., 1996).

Contaminant	Sample #			
	3214I		3218SM	
	Conc. mg/kg (b)	Exceedence factor	Conc. mg/kg (b)	Exceedence Factor
Zinc	16200J	39.51	15500J	37.80
Butylbenzylphthalate	19000	21.11	27000J	30.00
Bis-(2Ethylhexyl)phthalate	20000	15.38	81000J	62.31
N-Nitrosodiphenylamine	250	8.93	(b)	(b)
Copper	1450J	3.72	1360	3.49
Cadmium	18.0	3.53	21.5	4.31
Lead	1210	2.69	1340	2.98
Di-n-butylphthalate	3300	2.36	3000	2.14
Mercury	0.96	1.63	1.4	2.37
Dimethylphthalate	220	1.38	(b)	(b)
Nickel	190	1.36	(b)	(b)
Phenanthrene	2000	1.33	4800	3.20
Acenaphthene	(b)	(b)	2000	4.00
Fluorene	(b)	(b)	1400	2.59
Dibenzofuran	(b)	(b)	1200	2.22
Fluoranthene	(b)	(b)	4700J	1.88
Total PCBs	330	2.2	1710	11.4

(a) data qualifier J = estimated
(b) not detected or not above SQO

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Exhibit E.
to Consent Decree No. _____

Substantive Requirements for Complying with State and Local Permits

Permits pertinent to this action:
1. Tacoma Shoreline Regulations
2. Tacoma Grading and Excavation Regulations
3. State Hydraulic Project Approval
4. State Water Pollution Control Act
5. State Hazardous Waste Management Act
6. Puget Sound Air Pollution Control Agency
7. Local health Department - Solid Waste Regulations

Substantive requirements for state and local permits that have been identified as pertinent to this project and that shall be complied with in the process of completing the interim remedial action are described below:

<u>1. City of Tacoma, Chapter 13.10, Shoreline Regulations</u>

- Construction design shall include measures to minimize erosion during and after excavation and construction and for the replanting of any vegetated portion of the site which is disturbed from the remedial action.
- Construction design shall include measures to minimize the problems of contamination of surface waters, depletion and contamination of ground water.
- Construction design shall provide for the disposal of any increased surface runoff without damage to streams or other wetlands.
- Construction design shall provide for storm drainage facilities which are separate from sewage disposal systems and which are constructed and maintained to meet all applicable standards of water quality.

- Construction design shall provide for facilities or appurtenances for disposal of sanitary waste and shall monitor the use of chemicals, fertilizers and other pollutants in such a manner so as to not degrade existing levels of surface water and ground water quality.
- The construction of bulkheads shall be permitted only when they are necessary for protection to upland areas or facilities. Bulkheads shall not be permitted for the indirect purpose of creating land by filling behind the bulkhead.
- Existing unpermitted bulkheads shall be removed.
- Bulkheads shall be constructed of concrete, wood, rock, riprap, or other suitable materials. The design and construction of such bulkheads shall, to the maximum extent feasible, preserve the natural characteristics of the shoreline, including beaches, and shall take into account habitat protection and aesthetics.
- Returned water from any dredge material disposed of on land shall meet all applicable water quality standards in accordance with applicable water quality regulations.
- Landfills shall be considered only where such construction can be integrated with the shoreline.
- Construction design for landfills shall address methods which will be used to minimize negative impacts to shellfish, fish, and wildlife habitat, feeding, reproduction, or migration areas.
- Construction design for landfills shall address methods which will be used to minimize physical damage such as alteration of local current, wave damage, water surface reduction, navigation

restriction, impediment to water flow and circulation, reduction of water quality, loss of public access, elimination of accretional beaches, erosion, and aesthetics.

- Site development shall include the capability to contain and clean up spills, discharges, or pollutants.
- Construction of new storm drains or other outfalls and improvements to existing facilities shall be accomplished to meet all applicable standards of water quality, including the guidance provided in the Stormwater Management Manual for the Puget Sound Basin.

2. <u>City of Tacoma, Chapter 70, Excavation and Grading</u>

- Any grading, excavation, or filling to take place between October 1st and March 31st shall be performed according to a plan prepared by a licensed Civil or Geotechnical Engineer which specifically addresses the winter rain season and associated erosion problems.

3. <u>Hydraulic Project Approval, Washington State Department of Fish and Wildlife, Chapter 220-110 WAC.</u>

- Work below the ordinary high water mark (OHW) shall not occur from March 15 through June 14 of any years for the protection of migrating juvenile salmonids.
- Project activities below OHW shall not occur when the project area is inundated by tidal waters.
- Excavated materials shall not be stockpiled on the beach.
- All trenches, depressions, or holes created in the intertidal area shall be backfilled prior to inundation by tidal waters.

- All manmade debris on the beach at the project site shall be removed and disposed of upland such that it does not enter waters of the state.
- Use of equipment on the beach shall be prevented to the maximum extent practicable.
- Bed material waterward of the excavation area (approximately Mean Higher High Water , +11.8 ft) shall not be utilized for project construction or fill.
- Project activities shall be conducted to minimize siltation of beach areas and bed materials.
- If a fish kill occurs or fish are observed in distress, the project activity shall immediately cease and WDFW Habitat Program shall be notified immediately.
- Debris or deleterious material resulting from construction shall be removed from the beach area and project site and shall not be allowed to enter waters of the state. Water quality is not to be degraded to the detriment of fish life as a result of this project.

4. State of Washington, Chapter 90.48 RCW, Water Pollution Control

- Construction design and implementation shall include measures to prevent discharge into any of the waters of the state of any organic or inorganic matter that shall cause or tend to cause pollution of such waters according to the determination of Ecology.

5. State of Washington, Chapter 70.105 RCW, Hazardous Waste Management

- The remedial action shall provide for management or disposal of dangerous wastes or hazardous wastes in a manner in compliance with regulations under Chapter 173-303 WAC. Wastes shall be designated and managed in compliance with the site Work Plans. Hazardous waste manifests shall be used to track the transfer and disposal of hazardous wastes.

6. Puget Sound Air Pollution Control Agency

- Remedial action shall be conducted such that toxic air contaminant emissions will not result in the exceedance of acceptable source impact levels listed in Appendix A of the Puget Sound Air Pollution Control Authority, Regulation III, Appendix A.
- Remedial action shall be performed so as to not allow the emission of any air contaminants in violation of the visual standard established by Section 9.03 of Regulation I.
- Remedial action shall be performed so as to not allow the emission of particulate matter in violation of Section 9.04 or 9.09 of Regulation I.
- Remedial action shall be performed so as to not allow the emission of air contaminants in violation of Section 9.11 of Regulation I.
- Remedial action shall be performed so as to not allow the emission of fugitive dust in violation of Section 9.15 of Regulation I.
- Equipment utilized on-site for the remedial action shall be maintained in a manner so as not to be in violation of Section 9.20(b) of Regulation I.

7. Local Health Department - Solid Waste Disposal Authorization

- Comply with Local Health Department provisions for acceptance of any soils to be disposed of at a landfill in the state of

Washington, according to criteria developed for the specific facility.

DECLARATION OF RESTRICTIVE COVENANT

This Declaration of Restrictive Covenant is made this ___ day of ______, 1997, by Name of Party~, LLC ("Short Form Name~"), the fee title owner of the real property herein described, in favor of the State of Washington Department of Ecology.

The property that is the subject of this Restrictive Covenant is the subject of remedial action under the Washington Model Toxics Control Act ("MTCA"), chapter 70.105D RCW. This Restrictive Covenant is required by RCW 70.105D.030(1)(g) and WAC 173-340-440, because an "Type of Cleanup/Damage~" cleanup standard was selected for portions of the soils on the Site under WAC 173-340-Corresponding WAC number~, resulting in residual concentrations of contaminants that exceed Ecology's residential soil cleanup standards. The remedial action undertaken is described in the Consent Decree entered in <u>Case Name~</u>, and in the Type of Action Plan~ ("Short Name of Action Plan~") attached thereto. The Short Name of Action Plan~ is on file and available for inspection at the Washington State Department of Ecology, Toxics Cleanup Program, P.O. Box 47776, Olympia, WA 98504.

The Site consists of approximately Number of acres, etc. that was damaged~ located in Enter County~ County. It is composed of Number of parcels~ separate parcels, identified as Parcels Parcel Identification Number or Letter~ through Parcel Identification Number of Letter~ in Exhibit A attached hereto and made a part hereof. The Short Name of Action Plan~ provides for the use of institutional controls to assure the protection of human health and the environment.

The implementation of the CAP will result in the remediation of that portion of the Site made up of parcels List all parcels here~ as identified in Exhibit A, to, at a minimum, Level of cleanup e.g. industrial~ cleanup levels under MTCA, as set forth in chapter 173-340 WAC. Portions of these parcels, in existing condition or after performance of cleanup actions, may meet soil, surface water, and groundwater cleanup standards under MTCA for residential and/or commercial properties. In such case, Short Name of Party~ or its successors and assigns may elect to apply for the removal of this Restrictive Covenant from these parcels or portions thereof.

The implementation of the CAP will result in the remediation of that portion of the Site made up of parcels Enter parcels of site where remediation will take place~ as identified in Exhibit A, to, at a minimum, commercial cleanup levels under MTCA, as set forth in chapter 173-340 WAC. Portions of these parcels, in existing condition or after performance of cleanup actions, may meet soil, surface water, and groundwater cleanup standards under MTCA for residential properties. In such case, Short Name of Party~ or its successors and assigns may elect to apply for the removal of this Restrictive Covenant from these parcels or portions thereof.

Short Form Name~ and Ecology agree that it is appropriate and necessary to impose deed restrictions on the Site as a covenant that will run with the land for the purpose of: (1) ensuring that the uses of the Site will be limited to traditional industrial uses and commercial uses, as appropriate; (2) limiting the use of groundwater from the shallow aquifer located at the Site; (3) ensuring that any cover used to contain any remaining hazardous substances at the Site is maintained; and (4) granting a right of access to Ecology for the purpose of monitoring and enforcing the deed restrictions imposed on the Site and facilitating and approving or disapproving any application made by Short Form Name~ or its successors and assigns to remove the deed restrictions set forth below.

Short Form Name~ makes the following declarations as to limitations, restrictions, and uses to which the Site may be put, and specifies that such declarations shall constitute covenants to run with the land, as provided by law, and shall be binding on all parties and all persons claiming under them, including all current and future owners of any portion of or interest in the Site. No conveyance of title, easement, lease, or other interest in the Site shall be consummated by the Site owner without adequate and complete provision for the continued observation of this Restrictive Covenant.

It is the purpose of this instrument to give Ecology the right to ensure that the Property will be used consistent with the restrictions stated herein and in a manner that will not pose a threat to human health or the environment. It is the further purpose of this instrument to give Ecology the right to determine whether and to what extent the deed restrictions set forth below may be removed from all of any portion of the Property, consistent with the Consent Decree between the parties.

The following covenants, conditions, and restrictions apply to the use of the Site. They are intended to run with the land, and be binding on Short Form Name~ and its successors and assigns.

Section 1. **Restriction on Use.** Parcels List parcels to be restricted~ as identified in Exhibit A, shall not be developed or used for any activity other than traditional industrial uses, as described in RCW 70.105D.020(22), and as defined in and allowed under the City of Name of city~ zoning regulations and Comprehensive Plan designations. Parcels List Parcels~, as identified in Exhibit A, shall not be developed or used for any activity other than commercial uses, or traditional industrial uses as described in RCW 70.105D.020(22), and as defined in and allowed under the City of Name of city~ zoning regulations and Comprehensive Plan.

Section 2. **Access.** The owner shall allow authorized representatives of Ecology, or of a successor agency, the right to enter the Site at reasonable times for the purpose of:

a. monitoring and enforcing this Restrictive Covenant;
b. verifying data or information submitted to Ecology;
c. monitoring future investigations or cleanup actions, if any, on the Site, performed in connection with a request for modification or termination of deed restrictions, including, without limitation, obtaining split or duplicate samples.

Section 3. **Maintenance of Soil and/or Other Covers at the Site.** The owner of the Site shall maintain the soil or other covers located on those areas of the Site that contain residual soil contamination in excess of Method C MTCA soil cleanup levels or other cleanup standards applicable to the Site. Pursuant to this requirement, the owner of the Site shall not take any action that will reduce the integrity of the soil or other covers located on the Site. Provided that the completion of maintenance or construction activities at the Site that will require the replacement of portions of the soil or other covers located at the Site, including the construction of foundations and other structure and the installation or maintenance of water and sewer lines, shall not constitute activities that will reduce the integrity of the soil or other covers at the Site.

Section 4. **Restrictions on Use of Groundwater at the Site.** Enter restrictions if appropriate~ No groundwater from the water-bearing unit at the Site may be taken for Type of use~ use from any well located at the Site, unless Ecology, or another agency with jurisdiction, determines that such groundwater meets applicable standards for Type of use/purpose~ purposes, and such usage is consistent with applicable law.

Section 5. **Modification or Termination.** Enter Short Form Name~ or its successors and assigns reserve the right under WAC 173-340-440 to record an instrument that provides that this Restrictive Covenant shall no longer limit the use of the Property or be of any further force or effect. However, such an instrument may be recorded only with the consent of Ecology or of a successor agency. Ecology or its successor may consent to the recording of such an instrument only after public notice and comment. Any application to modify this restriction shall be submitted to Ecology and shall include soil sampling and/or analytical data for the real property with respect to which the application is made, and a description of the use of the real property that is planned by the applicant. In making any determination to modify or terminate the deed restrictions with respect to the Site, Ecology shall rely on applicable provisions of MTCA and the regulations promulgated thereunder.

Section 4. **Reserved Rights.** Enter Short Form Name~ reserves unto itself and its successors and assigns all rights and privileges in and to the use of the Site that are not incompatible with the restrictions and rights granted herein.

Section 5. **No Public Access and Use.** No right of access or use by the general public to any portion of the Site is conveyed by this instrument.

Section 6. **Notice Requirement.** Zelman and its successors and assigns agree to include in any instrument conveying any interest in any portion of the Site, including, but not limited to, deeds, leases, and mortgages, a notice in substantially the following form.

> **NOTICE: THE INTEREST CONVEYED HEREBY IS SUBJECT TO THE EFFECT OF A RESTRICTIVE COVENANT, DATED _____, RECORDED IN THE PUBLIC LAND RECORDS ON _______ IN BOOK _____, PAGE _____, IN FAVOR OF, AND ENFORCEABLE BY, THE STATE OF WASHINGTON.**

Within thirty (30) days of the date that any instrument conveying a fee title interest in the Site is executed, the grantor must provide Ecology with a certified true copy of the instrument and, if it has been recorded in the public land records, its recording reference.

Section 7. **Enforcement.** Ecology shall be entitled to enforce the terms of this instrument by resort to specific performance or legal process. All remedies available hereunder shall be in addition to any and all remedies at law or in equity, including chapter 70.105D RCW. Enforcement of the terms of this instrument shall be at the discretion of Ecology, and any forbearance, delay, or omission to exercise its rights under this instrument in the event of a breach of any term thereof shall not be deemed to be a waiver by Ecology of such term or of any subsequent breach of the same or any other term, or of any rights of Ecology under this instrument.

Section 8. **Waiver of Certain Defenses.** Enter Short Form Name~ hereby waives any defense of laches, estoppel, or prescription.

Section 9. **Covenants.** Enter Short Form Name~ hereby covenants to Ecology that Enter Short Form Name~ is the fee simple owner of the Site.

Section 10. **Notices.** Any notice, demand, request, consent, approval, or communication that either party desires or is required to give the other shall be in writing and shall be addressed and personally delivered or sent by first-class mail, postage prepaid, addressed as follows:

To Enter Short Form Name~:

Name~
Firm~
Address~
Address~
City, State, Zip~

To Ecology:

Washington State Department of Ecology
Toxics Cleanup Program
P.O. Box 47600
Olympia, WA 98504-7775

To Ecology:

Washington State Department of Ecology
Toxics Cleanup Program
P.O. Box 47600
Olympia, WA 98504-7775

Name of Company~ has caused this Declaration of Restrictive Covenant to be signed in its name.

EXECUTED this ______ day of ________________, 1997.

Name of Company~

By:

____
Name

____
Title

STATE OF WASHINGTON)
) ss.
County of ________)

On this ____ day of __________, 1997, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared ________________ known to be the ______________ of Company Name~ the Enter "Corp." etc.~ that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that they are authorized to execute said instrument.

WITNESS my hand and official seal hereto affixed the day and year written above.

____
NOTARY PUBLIC in and for the State of Washington. My commission expires:____________

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

By:

Dated:

____

____
Name of Person Acknowledging Receipt

____
Title

COMMONWEALTH PROPERTY REPORT

Account:032126 405 7
Owner :OLINE RON;BRAD
CoOwner:
Site :2008 & TACOMA
Mail :1940 MARINE VIEW DR TACOMA WA 98422
Phone #:
UseCode:7449 REC,OTHER MARINAS
Zoning :M2
PrclTyp:UNPLATTED
BldgId#:1
Legal :COM AT SE COR OF GOVT LOT 11 OF SEC
:TH N 380 FT TO S LI OF MARINE VIEW
:DR TH ALG S LI OF SD DR 20 FT TO...
Subdivision/Plat:

Total :$415,000
Land :$378,100
Struct :$36,900
Timber :
%Imprv :9
Levy Cd:005
1997Tax:$7,552.84
SrTax :
MapGrid:
RTSQ:03E-21N-26-SE-SE
Census : -
NbrhdCd:
Vol: Page:

PROPERTY CHARACTERISTICS

Bedrooms :	1st Floor SqFt:	Lot Acres :2.73
Bath Full:	2nd Floor + :	Lot Sq Ft :118,918
Bath 3/4 :	Attic SqFt :	Year Built:
Bath 1/2 :	AboveGround SF:	EffYearBlt:
Family Rm:	Third Floor SF:	Roof Type :
Floor Cvr:	Fourth FloorSF:	Foundation:
Fireplace:	Bsmnt Fin SF :	Constructn:
Porch :	Bsmnt Unfin SF:	Quality :
Patio :	Bsmnt Tot SqFt:	Bldg Cond :
Grge Type:	Bldg SqFt :	Heat Mthd :
Pool :	Deck SqFt :	Elec Svc :YES
Stories :	Porch SqFt :	Wtr Source:YES
Units :	Patio SqFt :	Sewer :YES
BsmntPrkg:	Garage SqFt :	View Qlty :AVG
BsmntType:	Other Improvmt:YES	ImprvdType:MARINA
BeachType:	Pool Type :	WtrType&Ft:SALT 287
FireSpklr:255	Elevator :	Paving SF :
Fire Dist:	Utility Dist :	SchoolDist:010

SECONDARY BUILDING CHARACTERISTICS

Year Built :1962	Bsmnt Fin SF :	Constructn:
BsmntUnFinSF :	Condition :	Bldg Sq Ft:
Quality Class:	Stories :	Heating :
Unit Number :	Cooling :	Bldg Type :NOT KNOWN

TRANSFER INFORMATION

Sale Date :01/01/72	E Tax#:318416	Previous Sale:
Document #:	Loan :	Previous Amt.:
Sale Price:$260,000	Type :	Seller :
Deed Type :	Lender:	

COMMOMWEALTH TITLE COMPAN

PIERCE COUNTY

EXPANDED LEGAL DESCRIPTION

Parcel#:032126 405 7   Site Address:2008 & Tacoma

COM AT SE COR OF GOVT LOT 11 OF SEC TH N 380 FT TO S LI OF MARINE VIEW DR TH ALG S LI OF SD DR 20 FT TO POB TH S 45 DEG 22 MIN 22 SEC W 450.27 FT TO NELY BDRY LI OF HYLEBOS WW TH N 48 DEG 18 MIN 36 SEC W ALG SD NELY BDRY LI 279.13 FT TH N 42 DEG 48 MIN 45 SEC E 430 FT TO S LI OF MARINE VIEW DR TH ALG S LI OF SD DR TO POB SEG G 4985

CONFIRMING ORDER

WASHINGTON STATE DEPARTMENT OF ECOLOGY

Preliminary Purchase Request

PURCHASING USE ONLY

SUGGESTED VENDOR: Tacoma News Tribune	CONTACT PERSON: Miriam Duerr
ADDRESS & TELEPHONE NO.: P.O. Box 11000 (253) 597-8579 Tacoma WA 98411-0008	ADDRESS: Ecology SWRO TCP P.O. Box 47775
PPR NO.: SWRO 97.	FIELD ORDER NO.:
DATE REQUIRED:	PROMISED DELIVERY DATE:
AUTHORIZATION/CONTRACT NO.:	SHIP FROM:
PRICE F.O.B.:	TERMS:

ITEM NO.	COMMODITY CODE	CATALOG NO.	DESCRIPTION	QUANTITY	UNIT	ESTIMATED COST UNIT	ESTIMATED COST TOTAL
1			Legal notice for Petroleum Reclaiming Service ~~site~~ public comment period	1			216.72
2			Legal notice for Fort Vancouver Plywood site public comment period	1			141.00
3			Legal notice for ~~Done~~ Olene Auto Fluff site public comment period + public hearing	1			188.00
						TOTAL	545.72

PURPOSE/JUSTIFICATION

Public notice as required by WAC 173-340-600(3)(c).

SUPER INDEX CODE			
① M75Ø3 ② J1A44 ③ J1EØ6	REQUESTED BY: Miriam Duerr	TELEPHONE NO.: 407-6265	DATE: 10-17-97
	SECTION MANAGER		DATE
	BUDGET		DATE
	SERVICE AUTHORITY		DATE
	PURCHASING		DATE

ECY 010-15 (8/91)

STRUCTIONS ON BACK

THE NEWS TRIBUNE
P.O. Box 11000 1950 South State Street Tacoma, Washington 98411-0008
fin 68-0099037

TO ADVERTISE:	
CLASSIFIED	
OUTSIDE SALES	597-8624
INSIDE SALES	597-8628
RETAIL	597-8748
NATIONAL	597-8757

BILLING INQUIRIES:
(206)597-8579 OR 597-8578
FAX (206)552-7012

The display rates specified hereon are subject to upward or downward adjustment at the end of the advertiser's contract year by discounts, rebates, or short rates based on advertiser's actual performance.

RECEIVED

'97 JUN -6 A9:57

PAGE

ACCOUNT NO. 290530
PERIOD END 05/31/97

NAME ECOLOGY SW REG BILL TO SAME
REP. TERESA HALL

ECOLOGY SW REGIONAL OFFICE
ATTN MIRIAM DUERR
PO# 47775
OLYMPIA, WA 98504-7775

CURRENT BALANCE $545.72

AMOUNT ENCLOSED

TERMS: 10 DAYS NET

ALL AGENCIES BILLED AT NET

PLEASE DETACH AND RETURN THIS STUB WITH REMITTANCE

A LATE CHARGE OF 1 1/2% WILL BE ASSESSED ON ANY BALANCE UNPAID 30 DAYS OR MORE FROM BILLING DATE

INVOICE/REFERENCE NO.	DATE	PO#/DESCRIPTION	RATE	SIZE	CHARGES CREDITS	AMOUNT DUE
		BALANCE FORWARD				317.09
0070450052	05/27/97	PAYMENT THANK YOU			317.09-	
T704068NT	05/04/97	1520/PICM7503/WASHINGT		8.00IN	216.72	
STARTED 05/04	TIMES RUN= 1;INCH	PER AD= 8.0				
T714303NT	05/20/97	1520/PICJ1A44/WASHINGT		6.00IN	141.00	
STARTED 05/20	TIMES RUN= 1;INCH	PER AD= 6.0				
T717973NT	05/27/97	1520/PICJ1E06/WASHINGT		8.00IN	188.00	
STARTED 05/27	TIMES RUN= 1;INCH	PER AD= 8.0				
					TOTAL DUE	$545.72

1-30 DAYS	31-60 DAYS	61-90 DAYS	OVER 91
$545.72	$0.00	$0.00	$0.00

PREVIOUS AMOUNT OWED: $ 317.09
NEW CHARGES THIS PERIOD: $ 545.72
CASH THIS PERIOD: $ 317.09
DEBIT ADJUSTMENTS THIS PERIOD: $ 0.00
CREDIT ADJUSTMENTS THIS PERIOD: $ 0.00

CATCH THE FIREWORKS! JOIN OUR FREEDOM FESTIVAL SECTION AND TARGET ALL NEWS TRIBUNE, NORTHWEST GUARDIAN READERS AND 9,000 EVENT PARTICIPANTS. CONTACT YOUR SALES REP TODAY. AD DEADLINE IS THURS, JUNE 26TH. PUBLISHES THURSDAY, JULY 3RD. ADVERTISING: 597-8748 WEB PAGE: http://www.tribnet.com

AFFIDAVIT OF PUBLICATION

STATE OF WASHINGTON
COUNTY OF PIERCE

I, MADELINE BIBER, BEING FIRST DULY SWORN, ON OATH, SAYS THAT SHE IS THE LEGAL CLERK OF THE NEWS TRIBUNE, AND ITS TMC PRODUCTS. SAID NEWSPAPERS ARE PUBLISHED IN TACOMA, PIERCE COUNTY, WASHINGTON, AND ARE OF GENERAL CIRCULATION IN SAID STATE, HAVING A FULL DISTRIBUTION OF OVER 149,094 COPIES. SAID NEWSPAPERS ARE NOW AND AT ALL OF THE TIMES HEREINAFTER MENTIONED, LEGAL NEWSPAPERS AS DEFINED BY THE LAWS OF THE STATE, DULY APPROVED BY THE SUPERIOR COURT OF PIERCE COUNTY, WASHINGTON.

THE ATTACHED IS A PRINTED COPY OF ADVERTISEMENT, AS IT WAS PUBLISHED IN THE REGULAR ISSUES OF SAID NEWSPAPER.

ADVERTISEMENT WAS PUBLISHED ON THE 27TH DAY OF MAY, 1997. THAT THE FULL AMOUNT OF THE FEE CHARGED FOR SAID PUBLICATION WAS THE SUM OF $188.00

Madeline Biber
____

SUBSCRIBED TO AND SWORN BEFORE ME THIS
29TH DAY OF MAY, 1997

T717973NT

**WASHINGTON DEPARTMENT OF ECOLOGY
NOTICE OF PUBLIC COMMENT PERIOD
AND PUBLIC HEARING
ON CONSENT DECREE
FOR THE DON OLINE AUTO FLUFF SITE**

The Washington Department of Ecology proposes a consent decree, under authority of the Model Toxics Control Act (Chapter 70.105D RCW), with Donald Oline, Ronald Oline, and Judy Johnson to clean up PCB's and metals in sediment, soil, and surface water at the Don Oline Auto Fluff site, 2120 Marine View Drive.

In addition, Ecology is recommending a State Environmental Policy Act (SEPA, Chapter 197-11 WAC) mitigated determination of non-significance (DNS) for the cleanup proposed in the consent decree. After review of the completed environmental checklist and other information on file, Ecology (as SEPA lead agency) has determined that this proposal will not have a probable significant adverse impact on the environment. Instead, this action should have a positive environmental impact by diminishing the release of toxic chemicals from the site.

Interested citizens may review and comment on the proposed consent decree and SEPA MDNS through June 26, 1997. A public hearing will be held June 11, 1997 at 7 p.m. at the Tacoma Public Library main branch (1102 Tacoma Avenue South). Information repositories, which include the consent decree and SEPA MDNS, are at the following locations: Ecology Southwest Regional Office (300 Desmond Drive SE, P.O. Box 47775, Olympia, 98504-7775); Citizens for a Healthy Bay (771 Broadway, Tacoma); Tacoma Public Library main branch. To review more detailed site documents than those in the information repositories, contact Ecology's regional records center at (360) 407-6365 to schedule an appointment.

Written comments should be sent to Russ McMillan, Site Manager, at the Ecology address listed above or e-mail rmcm461@ecy.wa.gov. For more information about this site, contact Russ McMillan at (360) ... have special accommodation needs,

Melissa I. Pennell
____
NOTARY PUBLIC IN AND FOR THE STATE OF WASHINGTON, RESIDING IN PIERCE COUNTY, WASHINGTON.

MELISSA I. PENNELL
COMMISSION EXPIRES
NOTARY
PUBLIC
STATE OF WASHINGTON