



PERIODIC REVIEW

Burlington Northern Othello Site
Broadway and Main Street, Othello, WA 99344
CSID No. 1909
FSID No. 558

Prepared by
Washington State Department of Ecology
Eastern Regional Office
Toxics Cleanup Program
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1.0 INTRODUCTION

This document is a review by the Washington State Department of Ecology (Ecology) of post-cleanup site conditions and monitoring data at the Burlington Northern Santa Fe Railroad (BNSF) Othello site (Site). Cleanup at this Site was implemented under the Model Toxics Control Act (MTCA) regulations, Chapter 173-340 Washington Administrative Code (WAC).

The purpose of this periodic review is to determine whether the cleanup remedy at the Site continues to be protective of human health and the environment.

Cleanup actions at this Site were completed under a Consent Decree filed in Adams County Superior Court on November 10, 1997 and amended on April 17, 2000. The remedy involved the containment of hazardous materials. Concentrations of Total Petroleum Hydrocarbons (TPH) remain in soil at concentrations exceeding MTCA Method A cleanup levels. The MTCA Method A cleanup levels for soil are established under WAC 173-340-740 and the MTCA Method C cleanup levels for soil are established under WAC 173-340-745. The MTCA cleanup levels for ground water are established under WAC 173-340-720.

WAC 173-340-420 (2) requires Ecology conduct a periodic review of a site every five years under the following conditions:

- (a) Whenever Ecology conducts a cleanup action;
- (b) Whenever Ecology approves a cleanup action under an order, agreed order or consent decree;
- (c) Or, as resources permit, whenever Ecology issues a no further action opinion;
- (d) And one of the following conditions exists:
 - 1. Institutional controls or financial assurance are required as part of the cleanup.
 - 2. Where the cleanup level is based on a practical quantitation limit.
 - 3. Where, in Ecology's judgment, modifications to the default equations or assumptions using site-specific information would significantly increase the concentration of hazardous substances remaining at the site after cleanup or the uncertainty in the ecological evaluation or the reliability of the cleanup action is such that additional review is necessary to assure long-term protection of human health and the environment.

When evaluating whether human health and the environment are being protected, the factors Ecology shall consider include [WAC 173-340-420(4)]:

- The effectiveness of ongoing or completed cleanup actions, including the effectiveness of engineered controls and institutional controls in limiting exposure to hazardous substances remaining at the site;
- New scientific information for individual hazardous substances of mixtures present at the site;
- New applicable state and federal laws for hazardous substances present at the site;
- Current and projected site use;
- Availability and practicability of higher preference technologies; and
- The availability of improved analytical techniques to evaluate compliance with cleanup levels.

Ecology shall publish a notice of all periodic reviews in the Site Register and provide an opportunity for public comment.

2.0 SUMMARY OF SITE CONDITIONS

2.1 Site History

The BNSF-Othello Site, also referred to as the Othello Railyard, is located in the City of Othello, Adams County, Washington. Currently, the Site is an industrial facility with two rail spurs operated by Columbia Basin Railroad. The Railyard was built in 1908 by the Chicago, Milwaukee, St. Paul, and Pacific Railroad. The Railyard was used as a refueling and maintenance facility for steam and electric automobiles. BNSF purchased the Site in 1980 and conducted refueling activities until 1982. The Columbia Basin Railroad now operates the land as a grain-car loading spur and main line thoroughfare. See Appendix 6.1 for a Vicinity Map and Appendix 6.2 for a Site Plan.

Site investigations started in 1986 and showed soils were contaminated primarily by fuel oils (Bunker C). Petroleum constituents were also detected in the shallow perched aquifer. This shallow aquifer is a result of upgradient irrigation practices. A combination soil washing and free product recovery system, including sumps, trenches, and piping was installed in 1987, as part of a pilot remediation system to remove free product. Eighty gallons of heavy, viscous hydrocarbon product were recovered while this system was active. A pilot-scale soil composter was also constructed and operated at the Site in 1988.

In 1991, Ecology and BNSF entered into an Agreed Order under MTCA to initiate a remedial investigation to determine the extent of contamination at the Site and to perform an interim action to reduce the risks posed by the contamination at the Site. This investigation showed soils with elevated concentrations of TPH representing residual hydrocarbon plus local occurrences of hydrocarbon product pockets. TPH contamination in the perched ground water was also found within the soil contaminated area.

Interim actions were conducted in 1992 to remove highly contaminated soils and free product hydrocarbons present in the soils or floating on ground water, and to divert clean ground water away from the soil contaminated area.

The Agreed Order was amended in 1993 to complete the remedial investigation and to prepare a Feasibility Study to evaluate technologies for remediation of the contamination.

A draft Cleanup Action Plan (CAP) was prepared and became final in 1997 after public review and comment. Construction activities to implement the CAP under a Consent Decree were initiated and completed in November 1997. The cleanup actions included capping the contaminated soils remaining on Site, ground water diversion, and institutional controls.

The Consent Decree, along with the CAP, was amended in February 2000 to remove an adjacent property from consideration as part of the Site.

2.2 Cleanup Levels and Points of Compliance

The cleanup levels and points of compliance identified in the CAP, as amended, are the following:

- The Method A TPH cleanup level for the BN-property soils is 200 milligrams per Kilogram (mg/Kg).
- The cleanup level for TPH for the Les Schwab property soils (an adjacent property) is 4,248 mg/Kg (Method B, based on the Ecology's 1997 Interim TPH Policy). TPH concentrations inside the Les Schwab property were below this cleanup level; thus, this property was removed as part of the Site.
- The Method A ground water cleanup level is 1000 micrograms per Liter (ug/L) for TPH and 0.1 ug/L for carcinogenic Polycyclic Aromatic Hydrocarbons (PAHs).

For ground water, compliance with cleanup levels must be attained throughout the Site. Compliance monitoring conducted after the interim action from 1992 to 1997 show ground water concentrations have not exceeded the Method A cleanup levels.

For soil, where ingestion and contact are the pathways of concern, the point of compliance is from the ground surface to a depth of 15 feet. The soil to ground water pathway was eliminated as a result of the ground water diversion system installed during the interim action.

2.3 Summary of Cleanup Actions

Interim actions conducted in 1992 involved the excavation of 10,370 cubic yards of highly contaminated soils which were recycled into asphalt. Clean silty soil was used to backfill the excavated area. The area was excavated until no free product hydrocarbons were found in the soil. A ground water diversion and drainage system was installed to prevent further perching and contamination of ground water. A recovery drain was installed upgradient of the excavated area to intercept the ground water; the water collected was routed to the City of Othello sanitary sewer system under a State Waste Discharge Permit. The Site Plan in Appendix 6.2 shows the areas of excavation and the ground water diversion/collection system. Quarterly monitoring of ground water for TPH and/or PAHs in selected wells and of the ground water discharged to the sewer system was conducted from November 1992 until August 1997.

Cleanup actions completed in 1997 in accordance with the CAP include the following:

- Installation of a subsurface asphalt cap. An asphalt cap approximately 1.3 acres in area was placed over TPH-impacted soil at the western portion of the Site. The cap surface was completed at a grade to provide drainage of water away from the TPH-impacted area and then covered with 6 to 15 inches of clean soil to a grade that generally matched the pre-existing Site grade. The clean, less permeable soils that overlie the contaminated soils at the eastern edge of the Site served as a cap. The asphalt and soil caps minimize the potential for dermal contact with soil that exceeds the MTCA Method A level for TPH of 200 mg/Kg.
- An alternative ground water diversion system was installed. Ground water discharged to the City sewer, as part of the interim action, was discontinued; the ground water diversion system installed during the interim action was removed. A ground water diversion wall was constructed to assist the previously installed silt/clay backfill in diverting the shallow ground water around the area of contaminated soils.

2.4 Compliance Monitoring

Semiannual ground water monitoring was conducted semi-annually from June 1998 through November 2002 in monitoring wells O-87-6, O-87-7, and the dewatering sump. Monitoring wells MW-12 and MW-14 were dry throughout the monitoring period and could not be sampled. All samples were analyzed for diesel-range petroleum hydrocarbons (TPH-D) and the monitoring wells were also analyzed for PAHs. The Site Plan in Appendix 6.2 shows the locations of the wells and the dewatering sump.

The ground water compliance monitoring results demonstrated ground water cleanup levels at the Site had been met. The ground water diversion system was left in-place to ensure ground water will not be contaminated by soils with elevated TPH concentrations. The results for these semiannual monitoring is included as Appendix 6.3.

Groundwater monitoring at the Site was terminated following the periodic review and Site delisting conducted by Ecology in 2003.

2.5 Inspections and Maintenance

Semiannual Site inspections of the soil overlying the asphalt cap and of the clean overburden soils were conducted from 1997 to 2002. These included inspecting for overall Site integrity, undocumented Site excavation or disturbance activities, or for visual signs of possible disturbance of the subsurface asphalt cap.

Site inspections did not indicate the cap integrity had been compromised; there were no signs of undocumented Site excavation or disturbance activities, and no visual signs of possible disturbance of the subsurface asphalt cap. No repair, maintenance or contingency actions were required.

Semi-annual Site inspections were terminated following the periodic review and Site delisting conducted by Ecology in 2003. The 1997 Remedial Design Report for the Site contains the following cap inspection and maintenance requirements:

- Annual inspection of the soil overlying the asphalt cap or inspection following any activities that may disturb the soil.
- Annual inspection of the clean overburden soil on the east side of the site that serves as a cap to impacted soil or inspection following any activities that may disturb the soil.

Since the periodic review in 2003, the Site has remained vacant and unused with the exception of the rail line. There have not been activities that may disturb soil at the Site; therefore, no annual inspections have been required or conducted.

2.6 Institutional Controls

A Restrictive Covenant was recorded for the BNSF Property in 1997. A copy of this Restrictive Covenant is attached as Appendix 6.4. It notifies prospective purchasers of the location of contained petroleum contamination and specifies the limitations, restrictions, and uses to which the property may be subjected to.

In 2002, Ecology agreed to remove restrictions to a small portion of the BNSF property purchased by the City of Othello. It was determined this property did not contain contamination above Site-specific cleanup levels. A map showing the original and modified restrictive covenant area is available as Appendix 6.5, and the recorded covenant removal document is available as Appendix 6.6.

3.0 PERIODIC REVIEW

3.1 Effectiveness of completed cleanup actions

3.1.1 Site Inspection

Based upon the Site visit conducted on May 17, 2012, the Site remains owned by BNSF and is still operated by Columbia Basin Railroad as a grain-car loading spur and main line thoroughfare. The Site surface covers appear in satisfactory condition. According to BNSF, there have been no activities at the Site since the previous periodic review in 2003 that may have disturbed the Site surface; therefore, no inspection, repair, maintenance or contingency actions have been required. Unmaintained vegetation covers the portions of the Site not used for railroad activities. The Site remains unsecured and accessible to the general public. A photo log is available as Appendix 6.7.

3.1.2 Soil and Direct Contact

The excavation conducted during the interim action eliminated the human exposure (ingestion, contact) to highly contaminated soils and to the free product. The ground water diversion system eliminated the soil to ground water pathway. Ground water monitoring from 1998 through 2002 showed no exceedances to the Method A cleanup level.

Soils with TPH concentrations higher than the 200 mg/Kg Method A cleanup level are still present. However, the asphalt cap on the western part of the Site and the soil cap on the eastern part of the Site continue and will continue to prevent direct contact with the contaminated soils.

3.1.3 Ground Water

Groundwater compliance monitoring conducted at the Site between 1998 and 2002 did not detect contaminants of concern above Site cleanup levels, and demonstrated that groundwater cleanup levels at the Site have been met. The groundwater diversion system will continue to ensure ground water will not be contaminated by soils with elevated TPH concentrations.

3.1.4 Institutional Controls

The Restrictive Covenant for the BNSF property was recorded and remains active. No instruments have been recorded with Adams County that reduce the effectiveness of the Covenant. This Restrictive Covenant prohibits ground water use from any well in the property, prohibits activities that will result in the release of contaminants contained as part of the cleanup without Ecology's approval, and prohibits other than traditional industrial uses. This Restrictive Covenant will maintain the integrity of the cap and the ground water diversion system installed during the cleanup.

In 2002, the Restrictive Covenant was removed for a portion of the property that did not contain contamination above Site-specific cleanup levels. The removal of the Restrictive Covenant from this property did not impact the protectiveness of the remedy at the Site.

3.2 New scientific information for individual hazardous substances for mixtures present at the Site

There have been no new State or Federal laws implemented since the previous periodic review that affect the contaminants at the Site.

3.3 New applicable state and federal laws for hazardous substances present at the Site

This cleanup is governed by Chapter 173-340 WAC (1996 ed.). This regulation was amended in 2001. Although TPH cleanup levels changed as a result of this modification, Site cleanup levels determined in the CAP will not change. WAC 173-340-702(12)(c)[2001 ed.] provides that: “A release cleaned up under the cleanup levels determined in (a) or (b) of this subsection shall not be subject to further cleanup action due solely to subsequent amendments to the provision in this chapter on cleanup levels, unless the department determines, on a case-by-case basis, that the previous cleanup action is no longer sufficiently protective of human health and the environment”.

The table below compares the applicable Method A cleanup levels for Site contaminants between the 1996 and the 2001 amendments of MTCA.

Analyte	1996 MTCA Soil Cleanup Level (ppm)	2001 MTCA Method A Soil Cleanup Level (ppm)	1996 MTCA Method A Groundwater Cleanup level (ppb)	2001 MTCA Method A Groundwater Cleanup Level (ppb)
TPH	NL	NL	1000	NL
TPH-Diesel	200	2000	NL	500
TPH-Oil	200	2000	NL	500

NL = None listed

3.4 Current and projected Site use

The Site is used by Columbia Basin Railroad as a grain-car loading spur and main line thoroughfare. These uses are not likely to have a negative impact on the risk posed by hazardous substances contained at the Site as long as the Site surface is not disturbed.

3.5 Availability and practicability of higher preference technologies

The remedy implemented included removal/recycling and containment of hazardous substances and it continues to be protective of human health and the environment. While higher preference cleanup technologies may be available, they are still not practicable at this Site.

3.6 Availability of improved analytical techniques to evaluate compliance with cleanup levels

The analytical methods used at the time of the remedial actions were capable of detection below cleanup levels for contaminants of concern at the Site. The presence of improved analytical techniques would not affect decisions or recommendations made for the Site.

4.0 CONCLUSIONS

- The cleanup actions completed at the Site is protective of human health and the environment.
- Ground water cleanup levels have been attained at the Site.
- Soils cleanup levels have not been met at the points of compliance; however, under WAC 173-340-740(6)(d), the cleanup action is determined to comply with cleanup standards, since the long-term integrity of the containment system is ensured and the requirements for containment technologies in WAC 173-340-360(8) have been met.
- The Restrictive Covenant for the property is in place and will be effective in protecting public health and the environment from exposure to hazardous substances and protecting the integrity of the cleanup action.
- Sufficient compliance monitoring has been conducted to demonstrate the remedy has effectively contained the heavy oil contamination in soils.

Based on this five-year review, the Department of Ecology has determined no additional remedial actions or monitoring are required at the Site. It is BNSF's responsibility to continue to inspect the Site to assure the integrity of the caps and the ground water diversion system are maintained.

4.1 Next Review

The next review for the Site will be scheduled five years from the date of this periodic review. In the event additional cleanup actions or institutional controls are required, the next periodic review will be scheduled five years from the completion of those activities.

5.0 REFERENCES

RETEC, *Final Construction Report for Interim Remedial Action*, 1992.

BNSF, *Restrictive Covenant*, December 3, 1997.

RETEC, *Cleanup Action Report – Groundwater Diversion Wall and Asphalt Cap Completion Report*, July 20, 1998

RETEC, *Cleanup Action Plan – Othello Railyard*, February 2000.

Ecology, *Removal of Restrictive Covenant*, March 25, 2003.

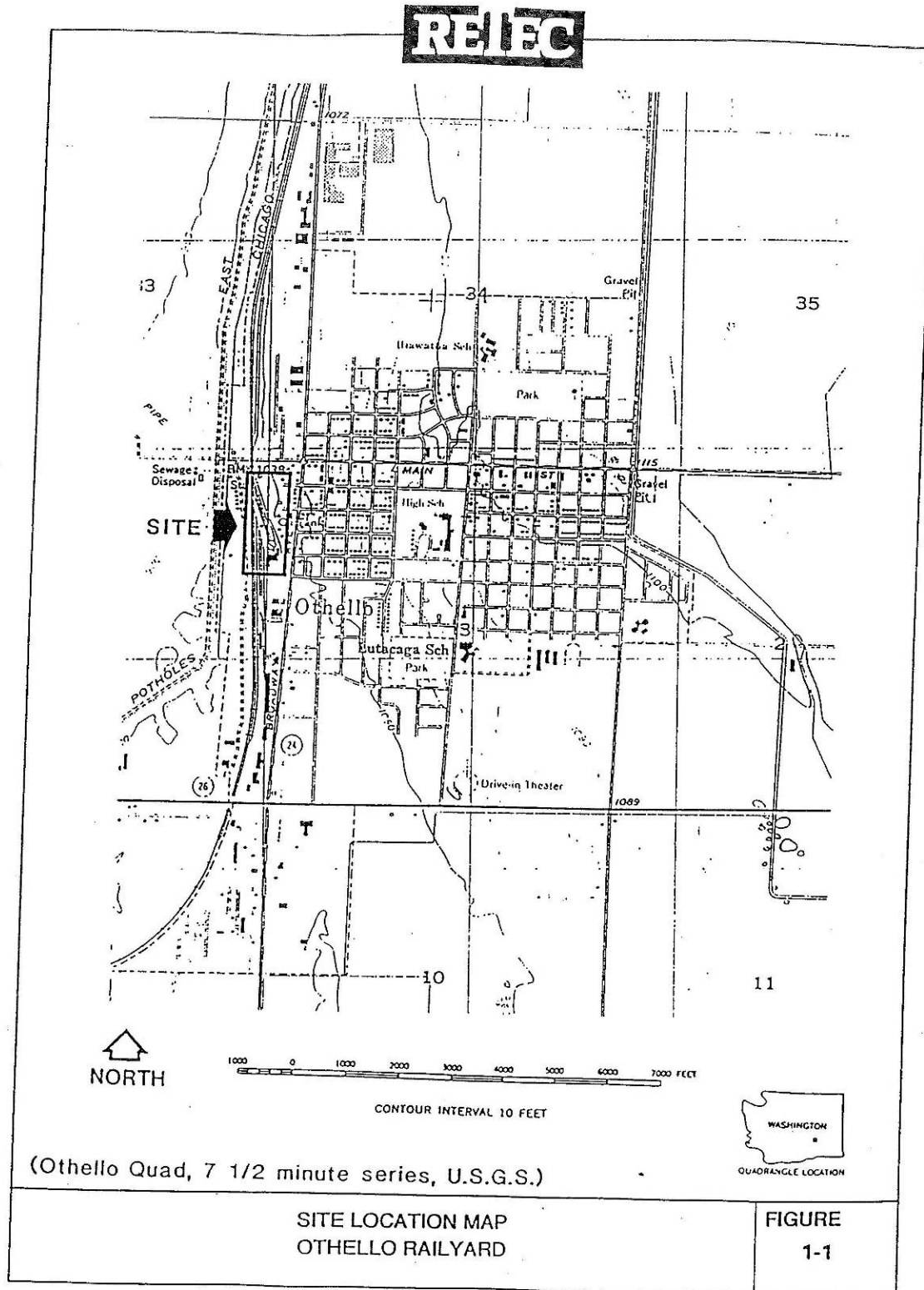
Ecology, *Five-Year Review*, July 2003.

Ecology, *Five-Year Review and Proposed Delisting Letter*, August 6, 2003.

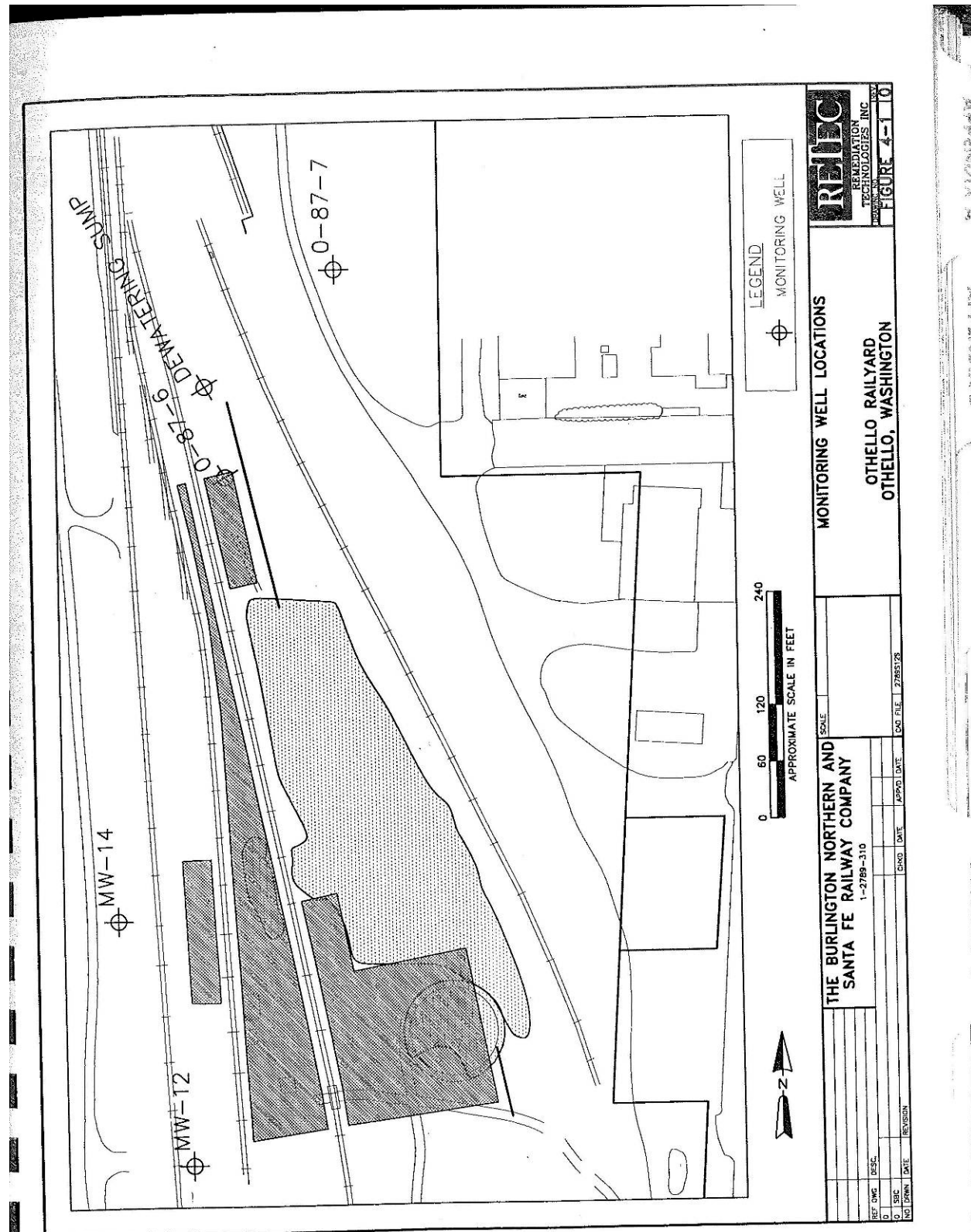
Ecology, *Site Visit*, May 17, 2012.

6.0 APPENDICES

6.1 Vicinity Map



6.2 Site Plan



6.3 Compliance Monitoring Data

Analytes TPH - Diesel (Method 8015 Modified)	Monitoring Well O-87-7									
	Jun-98	Nov-98	May-99	Nov-99	May-00	Nov-00	May-01	Nov-01	May-02	Nov-02
	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25
Naphthalene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.94
2-Methylnaphthalene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.7
Acenaphthene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.72
Dibenzofuran	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.52
Fluorene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.5
Phenanthrene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.72
Anthracene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.64
Fluoranthene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.94
Pyrene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.5
Benzo(a)anthracene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.75
Chrysene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.93
Benzo(b)fluoranthene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.85
Benzo(k)fluoranthene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.87
Benzo(a)pyrene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.69
Indeno(1,2,3-c,d)pyrene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1.02
Dibenzo(a,h)anthracene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.89
Benzo(g,h,i)perylene	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 1	< 0.8

Monitoring Well O-87-6																						
Analytes	Jun-98		Nov-98		May-99		Nov-99		May-00		Nov-00		Dec-00		May-01		Nov-01		May-02		Nov-02	
	Dup		Dup		Dup		Dup		Dup		Dup		Dup		Dup		Dup		Dup		Dup	
TPH - Diesel (Method 8015 Modified)	0.5	0.5	< 0.25	< 0.25	0.46	0.4	0.35	0.37	0.55	< 0.25	1.5	1.8	1.1	1.4	1.7	0.6	1.2	1.8				
TPH - Diesel (w/ silica gel cleanup) (Method 8015 Modified)																						
Naphthalene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
2-Methylnaphthalene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Acenaphthylene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Acenaphthene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Dibenzofuran	3.7	3.6	<1	<1	2.8	2.7	<1	<1	<1	<1	<1	<1		1.3	1.1	<1	<1	<1	<1	<1	<1	
Fluorene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Phenanthrene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Anthracene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Fluoranthene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Pyrene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Benzo(a)anthracene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Chrysene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Benzo(b)fluoranthene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Benzo(k)fluoranthene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Benzo(a)pyrene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Indeno(1,2,3-c,d)pyrene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Dibenzo(a,h)anthracene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
Benzo(g,h,i)perylene	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1	<1		<1	<1	<1	<1	<1	<1	<1	<1	
																		0.5	0.68	<0.25	<0.25	

Analytes	Monitoring Well MW -14									
	Jun-98	Nov-98	May-99	Nov-99	May-00	Nov-00	May-01	Nov-01	May-02	Nov-02
TPH - Diesel (Method 8015 Modified)	DRY	DRY	DRY	DRY	DRY	DRY	DRY	DRY	DRY	DRY
Naphthalene										
2-Methylnaphthalene										
Acenaphthene										
Dibenzofuran										
Fluorene										
Phenanthrene										
Anthracene										
Fluoranthene										
Pyrene										
Benzo(a)anthracene										
Chrysene										
Benzo(b)fluoranthene										
Benzo(k)fluoranthene										
Benzo(a)pyrene										
Indeno(1,2,3-c,d)pyrene										
Dibenzo(a,h)anthracene										
Benzo(g,h,i)perylene										

Analytes TPH - Diesel (Method 8015 Modified)	Monitoring Well MW-12									
	Jun-98	Nov-98	May-99	Nov-99	May-00	Nov-00	May-01	Nov-01	May-02	Nov-02
Naphthalene	DRY	DRY	DRY	DRY	DRY	DRY	DRY	DRY	DRY	DRY
2-Methylnaphthalene										
Acenaphthene										
Dibenzofuran										
Fluorene										
Phenanthrene										
Anthracene										
Fluoranthene										
Pyrene										
Benzo(a)anthracene										
Chrysene										
Benzo(b)fluoranthene										
Benzo(k)fluoranthene										
Benzo(a)pyrene										
Indeno(1,2,3-c,d)pyrene										
Dibenzo(a,h)anthracene										
Benzo(g,h,i)perylene										

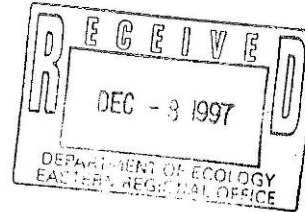
DEWATERING SUMP DW SUMP											
Analytes	Jun-98	Nov-98	May-99	Nov-99	May-00	Nov-00	Dec-00	May-01	Nov-01	May-02	Nov-02
TPH - Diesel (Method 8015 Modified)	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25	< 0.25		< 0.25	< 0.25	< 0.25	< 0.25
TPH - Diesel (w/ silica gel cleanup) (Method 8015 Modified)											
Naphthalene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
2-Methylnaphthalene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Acenaphthene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Dibenzofuran	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Fluorene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Phenanthrene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Anthracene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Fluoranthene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Pyrene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Benzo(a)anthracene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Chrysene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Benzo(b)fluoranthene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Benzo(k)fluoranthene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Benzo(a)pyrene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Indeno(1,2,3-c,d)pyrene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Dibenzo(a,h)anthracene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
Benzo(g,h,i)perylene	NA	NA	NA	NA	NA	NA	NA		NA	NA	NA
NA - not analyzed											

6.4 Restrictive Covenant



PRESTON GATES & ELLIS LLP
ATTORNEYS

December 5, 1997



Ms. Kathryn L. Gerla
Assistant Attorney General
Ecology Division
P.O. Box 40117
Olympia, Washington 98504-0117

Re: Othello Railyard Site - Consent Decree 97-2-00237-4

Dear Kathy:

Enclosed is a copy of the restrictive covenant filed by BNSF with the Adams County Auditor pursuant to Paragraph VI.3. of the above Consent Decree. BNSF is currently in negotiations with Les Schwab Tire Company regarding a similar restrictive covenant for its property and we intend to keep you and Ecology informed of the status of those negotiations. Please call if you have any questions.

Very truly yours,

PRESTON GATES & ELLIS LLP

A handwritten signature in dark ink, appearing to read 'Craig S. Trueblood'.

Craig S. Trueblood

cc: Bruce Sheppard, BNSF - Environmental Remediation
Pam Nehring, BNSF - Legal
Teresita Bala, Ecology
Rich Truax, ReTeC

CST\16065-88022\39L62B.DOC

A LIMITED LIABILITY PARTNERSHIP INCLUDING OTHER LIMITED LIABILITY ENTITIES
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601 WEST RIVERSIDE AVENUE SUITE 1400 SPOKANE, WASHINGTON 99201-0636 509-624-2100 FX: 509-456-0146 www.prestongates.com

247302
Nancy Crossler
12/03/1997 04:23P PG 1 OF 4 REC 11.00 DOC
Adams County Auditor

WHEN RECORDED RETURN TO:

Craig S. Trueblood
Preston Gates & Ellis LLP
1400 Seafirst Financial Center
601 W. Riverside Avenue
Spokane, WA 99201-0636

RESTRICTIVE COVENANT

Reference No. of Related Documents:
Unknown

Grantor:
THE BURLINGTON NORTHERN SANTA FE RAILWAY COMPANY
P.O. Box 961050
2650 Lou Menk Drive
Fort Worth, TX 76161-0050

Grantee:
WASHINGTON DEPARTMENT OF ECOLOGY
Suite 100
4601 North Monroe
Spokane, WA 99205-1295

Legal Description:
1. A portion of the Northeast Quarter of Section 4, Township 15 North, Range 29 East, W.M., Adams County, Washington.
2. Additional legal description is on Exhibit A of document.

Assessor's Property Tax Parcel Account Number(s):

247302

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RESTRICTIVE COVENANT

The property that is the subject of this Restrictive Covenant has been the subject of remedial action under Chapter 70.105D RCW. The work done to clean up the property and conduct long-term operation and maintenance (hereafter the "Cleanup Action") is described in the Consent Decree entered in State of Washington Department of Ecology v. Burlington Northern Railroad Company, Adams County Superior Court Cause No. 97-2-00237-4, and in attachments to the Decree and in documents referenced in the Decree. This Restrictive Covenant is required by Ecology under Ecology's rule WAC 173-340-440 (1996 ed.) because the Cleanup Action on the Site resulted in residual concentrations of total petroleum hydrocarbons which exceed Ecology's Method A cleanup levels for soil established under WAC 173-340-740(2). Contaminated soil is contained on site under a clean soil cover on the eastern portion of the Site and an asphalt cover on the western portion. Long-term groundwater monitoring, diversion, and drainage devices are in place on the Site.

The undersigned, Burlington Northern Railroad Company (BNRR), is the fee owner of real property (hereafter "the Property") in the County of Adams, State of Washington (legal description attached), that constitutes a portion of the BN-Othello Cleanup Site. BNRR makes the following declaration as to limitations, restrictions, and uses to which the Property 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 Property.

Section 1. No groundwater may be taken for domestic, agricultural, commercial, or industrial purposes from any well at the Property.

Section 2. Any activity on the Property that may interfere with the Cleanup Action is prohibited. Any activity on the Property that may result in the release to the environment of a hazardous substance that was contained as a part of the Cleanup Action is prohibited unless approved by Ecology. Some examples of activities that are prohibited in the capped areas include: drilling; digging; placement of any objects or use of any equipment which deforms or stresses the surface beyond its load

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bearing capability, piercing the surface with a rod, spike or similar item, bulldozing or earthwork.

Section 3. The Property shall not be used for any activities other than traditional industrial uses, as described in RCW 70.105D.020(23) and allowed under the City of Othello's zoning regulations.

Section 4. The owner of the Property must give written notice to the Department of Ecology, or to a successor agency, of the owner's intent to convey any interest in the Property. No conveyance of title, easement, lease or other interest in the Property shall be consummated by the owner without adequate and complete provision for the continued operation, maintenance and monitoring of the Cleanup Action.

Section 5. The owner must notify and obtain approval from the Department of Ecology, or from a successor agency, prior to any use of the Property that is inconsistent with the terms of this Restrictive Covenant. The Department of Ecology or its successor agency may approve such a use only after public notice and comment.

Section 6. The owner shall allow authorized representatives of the Department of Ecology or of a successor agency the right to enter the Property at reasonable times for the purpose of evaluating compliance with the Cleanup Action Plan and the Consent Decree, to take samples, to inspect Cleanup Actions conducted at the Property and to inspect records that are related to the Cleanup Action.

Section 7. The owner of the Property and the owner's assigns and successors in interest reserve the right under WAC 173-340-440 (1996 ed.) to record an instrument which provides that this Restrictive Covenant shall no longer limit use of the Property or be of any further force or effect. However, such an instrument may be recorded only with the consent of the Department of Ecology or of a successor agency. The Department of Ecology or a successor agency may consent to the recording of such an instrument only after public notice and comment.

Dated: 12/2/97

Name: D.P. Schneider

Title: General Director Real Estate
For Burlington Northern
Railroad Company

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12/03/1997 04:23P PG 4 OF 4

LEGAL DESCRIPTION

THAT PORTION OF THE NORTHEAST QUARTER OF SECTION 4, TOWNSHIP 15 NORTH, RANGE 29 EAST, W.M., ADAMS COUNTY, WASHINGTON, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

Commencing at the southeast corner of the Northeast Quarter of Section 4, thence northerly along the easterly line of said section a distance of 847.40 feet; thence westerly measured at a right angle a distance of 67.00 feet to THE TRUE POINT OF BEGINNING; thence continuing westerly to a line lying 200.00 feet westerly and parallel with the as-built centerline of the Chicago Milwaukee St. Paul and Pacific Railroad; thence northerly along said parallel line to the south margin of Main Street; thence easterly along said margin to the west margin of Railroad Avenue; thence southerly along said margin to the southerly margin of Larch Street, said margin also being the northerly line of Block 26 prolonged westerly; thence easterly along said margin to a line being 167.00 feet more or less, westerly and parallel with east line of said Section, said point also being the northeast corner of Lot 6, Block 26, town of Othello, Washington; thence southerly along said parallel line to the southwest corner of Lot 5 of said Block 26, thence easterly along the south line of said Lot 5 to the westerly margin of Broadway Avenue; thence southerly along said margin to the northeast corner of Lot 1 of Block 35; thence westerly along the north line of said Lot 1 to the northwest corner of said Lot 1; thence southerly along a line which lies 167.00 feet westerly of and parallel with the east line of said Section 4, to the southwest corner of Lot 5 of said Block 35, town of Othello, Washington; thence along the south line of said lot to the west margin of Broadway Avenue; said margin lying 67.00 feet westerly and perpendicular to the east line of said section; thence southerly along said margin to the TRUE POINT OF BEGINNING.

EXHIBIT A

6.5 Original and Modified Restrictive Covenant Map

BNSF Othello Restrictive Covenant Area



6.6 City of Othello Partial Covenant Removal Document

STEVENS COUNTY
BA - OTHELLO

BA SIT 6.13



268629

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03/25/2003 11:25A

98 0.00

Adams Co. Aud.

Return address:

City of Othello
500 E. Main
Othello, WA 99344

Please print neatly or type information
Document Title(s)

Removal of Restrictive Covenant

Reference Number(s) of related documents

Additional Reference Numbers on page _____

Grantor(s) (Last, First and Middle Initial)

Department of Ecology
4601 N. Monroe Street
Spokane, WA 99205

Additional Grantees on page _____

Grantee(s) (Last, First and Middle Initial)

City of Othello
500 E. Main
Othello, WA 99344

Additional Grantees on page _____

Legal Description (abbreviated form: i.e. lot, block, plat or section, township, range, quarter/quarter)

Lots 6-8 and 9-16, Block 26, Original Town of Othello Addition

Additional Legal Description on page _____

Assessor's Property Tax Parcel/Account Number

1-529-03-050-2609 & 1-529-03-050-2612

Additional Parcel Numbers on page _____

The Auditor/Recorded will rely on the information provided on this form. The staff will not read the document to verify the accuracy or completeness of the indexing information provided herein.



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Page: 2 of 3
03/25/2003 11:25A
98 0.00 Adams Co. Aud.

WASHINGTON
DEPARTMENT OF ECOLOGY
OFFICE OF THE ATTORNEY GENERAL
1000 4TH AVENUE, SUITE 1000, SEASIDE, WA 98138-3000

**REMOVAL OF RESTRICTIVE COVENANT
LOTS 6 THROUGH 16 OF BLOCK 26
AND
THE PUBLIC RIGHT OF WAY FOR SPRUCE STREET
AND RAILROAD AVENUE ADJACENT TO BLOCK 26
BN-OTHELLO SITE**

The City of Othello has purchased from Burlington Northern Santa Fe Railway Company Lots 9 through 16 of Block 26 that are included in the BN-Othello Site (the Site) as shown in the attached Site map. The City intends to use the property for a fire station and for vehicle parking. The City also plans to install utilities and extend Railroad Avenue to Spruce Street, and Spruce Street between Broadway and Railroad Avenue, the public right of way adjacent to Block 26.

Lots 6 through 8 of Block 26 were deeded to the Adams County Fire Department in 1972. These lots were included as part of the Site as shown in the accompanying Site map.

The attached Restrictive Covenant was required for the Burlington Northern-Othello Site because the cleanup action at this Site, conducted under the authority of the Model Toxics Control Act (MTCA), resulted in residual concentrations of total petroleum hydrocarbons exceeding the Method A cleanup level for soil established under WAC 173-340-740(2) (1996 ed.). Contaminated soil is contained on Site under an asphalt cover on the western portion and a clean soil cover on the eastern portion of the Site. Long-term ground water monitoring, diversion, and drainage devices are in place on the site.

Lots 6 through 8 and 9 through 16 of Block 26, as well as the public right of way for Spruce Street and Railroad Avenue adjacent to Block 26, are outside of the area where contaminated soil is contained and where the ground water diversion and devices are in place at the Site.

As provided for in Section 7 of the Restrictive Covenant, the City of Othello has requested that the Restrictive Covenant shall no longer be of further force or effect for



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Adams Co. Aud.

Lots 9 through 16. Adams County has made a similar request for Lots 6 through 8. The Department of Ecology, after public notice and opportunity to comment as required under MTCA, agrees to remove the restrictions. The Restrictive Covenant therefore is removed for Lots 6 through 8 (County property) of Block 26, Lots 9 through 16 (City property) of Block 26, and the public right of way for Spruce Street and Railroad Avenue adjacent to Block 26.

Date: 2.28.02

Flora Goldstein

Section Manager

Toxics Cleanup Program

Washington Department of Ecology

BN-Othello Site
Removal of Restrictive Covenant

6.7 Photo log

Photo 1: Eastern Portion of BNSF Othello Site – from the southeast



Photo 2: Former Dewatering Sump and Vicinity of Barrier Wall – from the north



Photo 3: Railcars Staged at North End of Site - from the Southeast



Photo 4: Southern Portion of BNSF Othello Site – from the Northeast

