



west virginia department of environmental protection

Division of Land Restoration
601 57th Street SE
Charleston, WV 25304
304-926-0455

Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
www.dep.wv.gov

August 10, 2015

Certified Mail #: 91-7199-9991-7034-3223-3427

Attn: Kathryn Hocking
Real Estate Administrator
Clean Harbors
P.O. Box 9149
42 Longwater Drive
Norwell, MA 02061-9149

RE: Environmental Covenant for Safety-Kleen Systems Inc. (Wheeling) RCRA CA Site

Dear Kathryn Hocking:

Enclosed please find the signed and notarized Environmental Covenant for the subject property.

Please make arrangements to have the covenant properly recorded with the Ohio County Clerk, and request the clerk to return a copy of the recorded instrument to my attention:

Patricia A. Hickman, Director
WV DEP, Division of Land Restoration
601 57th Street, SE
Charleston, WV 25304

Thank you for your attention to this matter. Please contact me if you have any questions.

Sincerely,

Patricia Hickman, Director
Division of Land Restoration

cc: Kenan Cetin, Project Manager, WVDEP
Charles W. Armstead, Program Manager, WVDEP
Safety-Kleen Wheeling file-Charleston
cc: Steve Fleming, Senior Remediation Manager, Safety-Kleen Systems
cc: Leonard Hotham, Remediation Project Manager, Region III, USEPA

Promoting a healthy environment.

ENVIRONMENTAL COVENANT

This is an environmental covenant executed pursuant to the Uniform Environmental Covenants Act, West Virginia Code Chapter 22, Article 22B, to restrict the activities on, and uses of, the following described property:

All of Lot 'D-2' as reflected on the amended and revised Plat of Wheeling Industrial Park, located in Washington District, City of Wheeling, Ohio County, West Virginia, which plat is of record in the Office of the Clerk of the County Court of Ohio County, West Virginia in Plat Book 4 at page 59, containing 2 and 298/1000 acres, more or less, according to a survey made by Stegman & Schellhase, Inc., Civil Engineers.

Being the same property conveyed to Safety-Kleen Corp., a Wisconsin Corporation, by Gordon Burnam and Bonnie Burnam, husband and wife, by deed dated October 15, 1986, and recorded in the aforesaid Clerk's office in Deed Book 633, at page 504.

All of Lot 'D-1' as reflected on the 2nd Amended and Revised Plat of Wheeling Industrial Park, located in Richland-Washington District, City of Wheeling, Ohio County, West Virginia, which plat is of record in the Office of the Clerk of the County of Ohio County, West Virginia in Plat Book 4, at page 82, containing 3 and 688/1000 acres, more or less, according to a survey made by Stegman & Schellhase, Inc., Civil Engineers.

Being the same property conveyed to Safety-Kleen Corp., a Wisconsin Corporation, by Ohio Valley Industrial and Business Development Corporation, a corporation organized and existing under and by virtue of the State of West Virginia, by deed dated June 16, 1989, and recorded in the aforesaid Clerk's office in Deed Book 649, at page 152.

An aerial site map showing Lot D-1 and Lot D-2 with Geographic Information Systems coordinates is included as Exhibit A.

Activities on and uses of the above-described property that may result in excessive human exposure or in the release of a contaminant that was contained as part of the remedial action related to this covenant are prohibited. Those activities and uses include, but are not limited to:

1. Groundwater at the Facility property shall not be used for any purpose other than the monitoring or remediation activities required by the West Virginia Department of Environmental Protection (WVDEP) and the United States Environmental Protection Agency (EPA). Unless it is (a) demonstrated to EPA, in consultation with WVDEP, that such use will not pose a threat to human health or the environment or adversely affect or interfere with the final remedy and (b) EPA provides prior written approval for such use;
2. The Property shall not be used in a way that will adversely affect or interfere with the integrity and protectiveness of the final remedy as set forth in EPA's environmental response project/Final Decision and Response to Comments (RCRA ID #: WVD981034101);

3. No new wells shall be installed on Facility property unless it is demonstrated to EPA, in consultation with WVDEP, that such wells are necessary to implement the final remedy and EPA provides prior written approval to install such wells.

The owner of record of the property, and its contact information, are:

Safety-Kleen Systems, Inc.
42 Longwater Drive
Norwell, MA 02061
Attn: General Counsel

The following entity is the Holder of this covenant:

Safety-Kleen Systems, Inc.
42 Longwater Drive
Norwell, MA 02061
Attn: General Counsel

The facts regarding the remediation response project at the property are:

The Whceling Service Center is situated within an operating industrial park. The Facility property has been operational since 1984. Neighboring properties are involved in various forms of manufacturing and related industrial activities. The industrial park was backfilled and leveled to grade prior to development to provide easily accessible properties for usage; the Property has been documented to be underlain by urban fill material.

The Property has been monitored since 1993, and the groundwater monitoring wells were routinely sampled on a quarterly basis between January 2000 and April 2009. At the request of the EPA and WVDEP, activities at the Property were re-initiated in 2012 for the purpose of characterizing the Property groundwater quality conditions.

As a result of environmental investigations, it was determined that there are currently no unacceptable risks to human health and the environment from Property soils for residential or industrial use of the Facility property. Therefore, EPA proposes that no land use restrictions are required at the Facility property with respect to soil. Groundwater monitoring at the Facility has shown that the contaminants are effectively being addressed by natural attenuation. Therefore, the proposed remedy for groundwater consists of monitored natural attenuation until drinking water standards (MCLS and WV Groundwater Quality Standards (WVGWQS) are met and compliance with and maintenance of groundwater use restrictions at the Facility property to prevent exposure to contaminants while levels remain above drinking water standards.

In addition to the foregoing use restrictions/prohibitions, the following obligations and requirements shall also be met:

1. Compliance with the EPA-approved groundwater monitoring program;

2. The owner shall submit an annual written certification to EPA documenting: (1) an evaluation of the effectiveness of the remedy reducing contaminant concentrations and restoring groundwater to MCLs and (2) that the use restrictions are in place and effective;
3. Within one month after any of the following events, the owner of the Property shall submit to EPA written documentation describing the following: observed noncompliance with the groundwater use restrictions; transfer of the Facility; changes in the use of the Facility; or filing of applications for building permits for the Facility and any proposals for any site work, if such building or proposed site work will affect the contamination on the Facility; and
4. The owner shall allow EPA, state, and/or their authorized agents and representatives, access to the Facility property at all reasonable times to inspect and evaluate the continued effectiveness of final remedy and if necessary, to conduct additional remediation to ensure the protection of the public health and safety and the environment based upon the final remedy.

The owner(s) of the property shall provide written notice to the holder and the Secretary of the Department of Environmental Protection and the United States Environmental Protection Agency, Region III (EPA Region III) within ten (10) days following transfer of a specified interest in the property subject to this covenant, changes in use of the property, application for building permits regarding the property, or proposals for any site work affecting the contamination on the property.

The owner shall conduct inspections of the property to monitor compliance with this covenant at least one time per year and shall submit two (2) signed copies of the inspection monitoring report to the WVDEP, DLR headquarters in Charleston, WV, and EPA Region III within thirty (30) days of the inspection.

This covenant shall not be amended, modified, or terminated except by written instrument executed in accordance with W.Va. Code § 22-22B-9 or § 22-22B-10, by and between the owner at the time of the proposed amendment, modification, or termination; the Secretary of the West Virginia Department of Environmental Protection, and EPA Region III and the holder(s) of this covenant. Additionally, the then current owner of the property shall provide EPA and the West Virginia Department of Environmental Protection written notice of the pendency of any proceeding or any proceeding that could lead to a foreclosure, as referred to in W.Va. Code § 22-22B-9(a)(4), within seven calendar days of the owner's receiving notice of the pendency of such proceedings. Within five (5) days of executing an amendment, modification, or termination of this environmental covenant, the owner shall record such amendment, modification, or termination with the Clerk of the County Commission, and within five (5) days thereafter, the owner shall provide a true copy of the recorded amendment, modification, or termination to the Secretary of the Department of Environmental Protection.

The administrative record for the environmental response project reflected in this covenant is maintained in the United States Environmental Protection Agency, 1650 Arch Street, Philadelphia, PA 19103-2029 and is entitled:

Safety-Kleen Wheeling Systems, Inc. – Wheeling
RCRA ID #: WVD981034101

The West Virginia Department of Environmental Protection and EPA Region III are granted full right of access to the property for the purpose of implementation or enforcement of this covenant.

Pursuant to W. VA. Code § 22-22B-11(a), a civil action for injunctive or other equitable relief for violating this covenant may be maintained by EPA.

All restrictions and other requirements described in this covenant shall run with the land and shall be binding upon all holders and the current owner(s) and their grantees, lessccs, authorized agents, employees, or persons acting under their direction or control.

In the event of amendment by court action, the owner of the property shall provide EPA and WVDEP with written notice of said amendment in accordance with W. VA. Code § 22-22B-9 or or § 22-22B-10.

IN WITNESS WHEREOF, the following holder has executed this covenant on the dates indicated.

SAFETY-KLEEN SYSTEMS, INC.

By: [Signature]
Name: James Rutledge
Title: Executive Vice President
Address: 42 Longwater Dr. North MA 02061
Date: 8/2/15

I, James Rutledge, a Notary Public in and for the County of Plymouth, State of Massachusetts, do hereby certify that the Owner/Holder(s) identified above, this day executed this document in my presence or this day acknowledged same to be true act and deed of said Holder(s).

Given under my hand this the 3rd day of August, 2015.
My commission expires April 17, 2020.

 **COLEEN O'DONNELL ROBBIE**
Notary Public
Commonwealth of Massachusetts
My Commission Expires
April 17, 2020

Cleen O'Dell P.O. #1
Notary Public

West Virginia Department of Environmental Protection

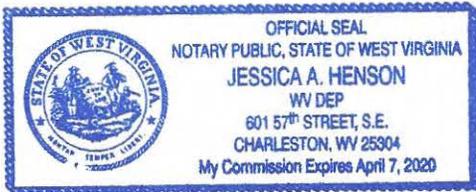
Printed Name: Patricia A. Hickman

Title: Director

Patricia A. Hickman Signature 8-10-15 Date

I, Jessica A. Henson, a Notary Public in and for the County of Kanawha, State of West Virginia, do hereby certify that Patricia A. Hickman, whose name is signed above, as the authorized representative of the West Virginia Department of Environmental Protection, signed above, this day executed this document in my presence or this day acknowledged same to be his/her true act and deed.

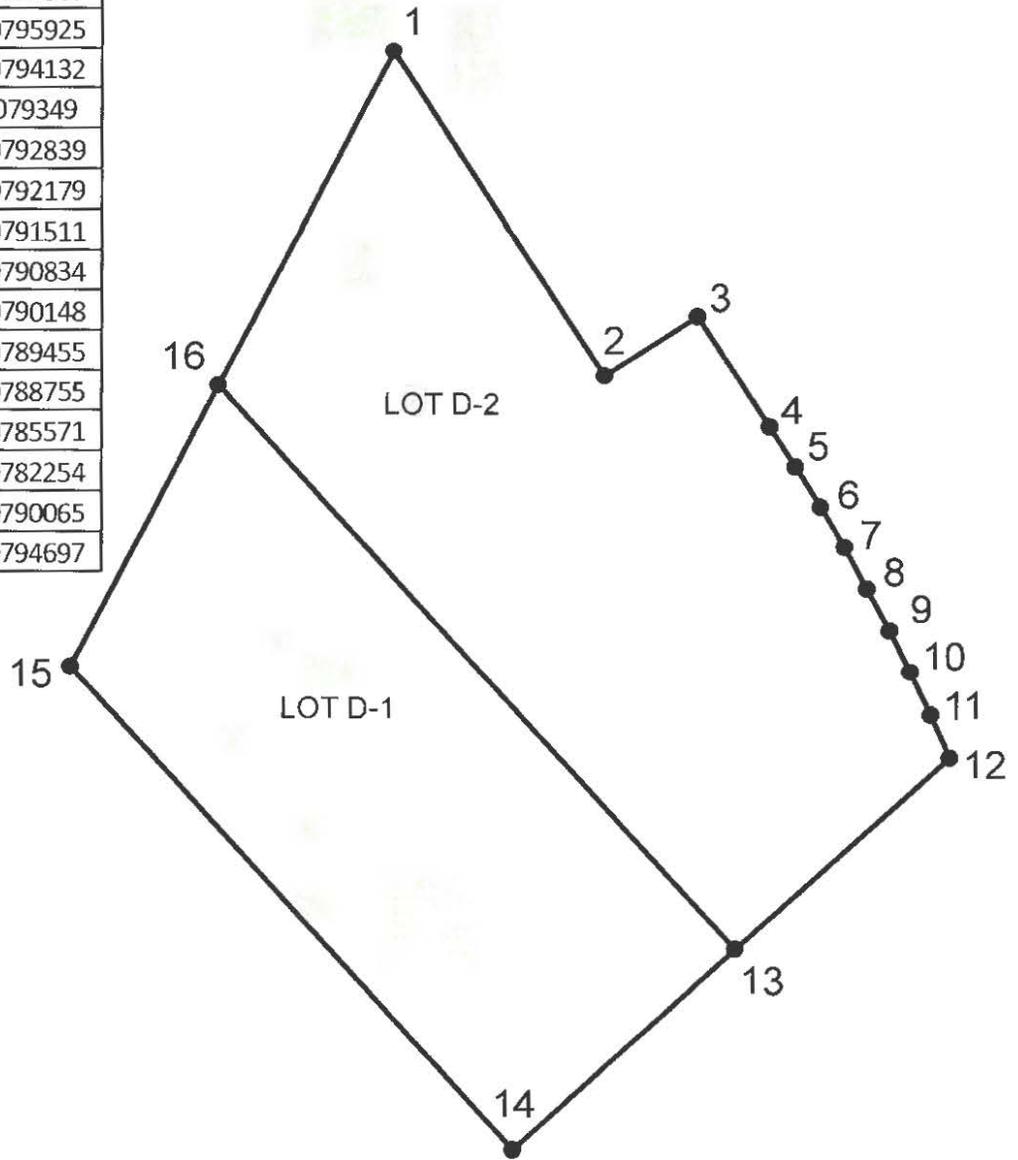
Given under my hand this the 10th day of August, 20 15.
My commission expires April 7, 2020.



Jessica A. Henson
Notary Public

The Clerk will return the recorded document to:
Ms. Patricia A. Hickman, Director
WVDEP, DLR
601 57th Street SE
Charleston, WV 25304

Coordinate Table (WGS 1984)		
Label	Longitude	Latitude
1	-80.7203741	40.0800187
2	-80.7199196	40.0794937
3	-80.7197261	40.0795925
4	-80.7195709	40.0794132
5	-80.7195153	40.079349
6	-80.7194617	40.0792839
7	-80.7194099	40.0792179
8	-80.7193601	40.0791511
9	-80.7193123	40.0790834
10	-80.7192664	40.0790148
11	-80.7192226	40.0789455
12	-80.7191808	40.0788755
13	-80.7196252	40.0785571
14	-80.7200882	40.0782254
15	-80.7210367	40.0790065
16	-80.7207334	40.0794697



Source: Esri, DigitalGlobe, GeoEye, i-cubed, USDA, USGS, AEX, Getmapping, Aerogrid, IGN, IGP, swisstopo, and the GIS User Community

Exhibit A
Safety-Kleen Systems, Inc.
10 Industrial Park
Wheeling, WV
EPA ID # WVD981034101



 Parcel Boundaries

