

January 29, 2014

093-84255

Mr. Richard Nussbaum
Permits Section Chief
Missouri Department of Natural Resources
PO Box 176
Jefferson City, Missouri 65102

**RE: CLASS III PERMIT MODIFICATION REQUEST
“THE PROPERTY”
HOLCIM (US) INC.
CLARKSVILLE, MISSOURI**

Dear Mr. Nussbaum:

Golder Associates Inc. (Golder), on behalf of Holcim (US) Inc. (Holcim), is requesting a Class III Permit Modification to the Holcim Clarksville, Missouri facility Resources Conservation and Recovery Act (RCRA) Permit, Environmental Protection Agency (EPA) identification (ID) No. MOD029729688 (Permit). The requested modification is to remove approximately 3,500 acres (“The Property”) from the permitted boundary of the Holcim facility located at 14738 Highway 79, Clarksville, Missouri 63336 (Site). This requested modification is in accordance with Part II Section B(2)(a) of the Permit. This includes a request for removal of the Solid Waste Management Units (SWMUs) and Areas of Concern (AOCs) located within the boundary of “The Property” from the Permit. Golder has prepared this Class III Permit Modification request for review and approval by Missouri Department of Natural Resources (MDNR). The following sections address the background and justification for Class III permit modification.

1.0 BACKGROUND

For convenience of permit modification and potential divestiture, the Site has been split up into three separate areas: “The Property” (comprised of the overall Holcim property with the exception of the cement production area, quarry and landfill areas), “The Option Property” (comprised of the cement production area) and “The Landfills and Quarry” (see Figure 1). The SWMUs and AOCs located within the boundary of “The Property” include:

- SWMU 17.2 – Wastewater Treatment Unit No. 2 – MDNR approved NFA
- SWMU 26 – Clarifier Blowdown Pond – MDNR approved RCRA Corrective Action
- SWMU 27 – Railcar Unloading Area – MDNR approved RCRA Closure
- AOC 1 – Disposal Area – MDNR approved NFA
- AOC 7 – Coke Product Storage Area (Shipping Terminal) – MDNR approved RCRA Corrective Action

Facility decommissioning and demolition was initiated following the cessation of cement production at the Site in March 2009. Demolition of the cement production-related structures was completed by November 2012. In September 2012, a subsurface investigation was performed at the Site by Environmental Resource Management (ERM) in support of a potential property transaction. In summary, the investigation included a total of 77 boring locations, soil samples, 24 sediment samples, and six surface water samples. The analytical data from the subsurface investigation provided additional information to support a request for no further action (NFA) determination or the need to assess whether corrective



action measures were necessary at the SWMUs and AOCs at “The Property”. The resulting analytical data from the September 2012 subsurface investigation was compared to applicable United States EPA combined Residential and Industrial Regional Screening Levels (RSLs), updated April 2012, and Site-specific background values, where applicable (relevant analytical data was presented in Golder’s Work Plan for “The Property” referenced below). Based on review of the subsurface investigation results with respect to “The Property”, selected petroleum aromatic hydrocarbons (PAHs) were identified in exceedance of applicable Industrial and/or Residential RSLs at SWMU 26 and AOC 7 prompting corrective action by Holcim. The Work Plan for “The Property” described corrective action measures at AOC 7 and SWMU 26 to remove impacted process materials in support of a risk-based closure of these areas and established NFA at SWMU 17.2 and AOC 1 based on existing data. SWMU 27 was closed through the RCRA Closure process.

2.0 JUSTIFICATION

Holcim is requesting this Class III permit modification to remove “The Property” from the permitted boundary of the Site based on MDNR approval of several submittals as discussed in the following paragraphs.

On behalf of Holcim, Golder submitted the *Work Plan for “The Property”* (Work Plan) to MDNR on February 1, 2013, and it was conditionally approved in MDNR’s letter dated February 5, 2013. The MDNR letter included approval of the corrective action measures to remove impacted process materials at AOC 7 and SWMU 26 and NFA determinations for SWMU 17.2 and AOC 1.

Petroleum coke removal activities began at AOC 7 and SWMU 26 on December 21, 2012 and January 24, 2013, respectively. Approximately 32,500 tons (650,000 cubic feet) of petroleum coke and associated soil was removed from AOC 7 and disposed off-Site. Up to 25,000 cubic feet of concrete from the former concrete pad was relocated to the on-Site Industrial Landfill No. 2 (SWMU 11.2). Approximately 400 tons (8,000 cubic feet) of material was removed from the SWMU 26 settling area and disposed off-Site.

Closure confirmation samples were collected on January 18, February 13 and February 20, 2013 in accordance with the Work Plan. Based on the results of the closure confirmation soil samples collected and analyzed, petroleum coke and associated soil was successfully removed at AOC 7 and SWMU 26 in accordance with the MDNR-approved Work Plan. According to data collected at the MDNR-approved frequency, constituents of concern were below respective Industrial RSLs.

On behalf of Holcim, Golder submitted the *Backfill Justification for “The Property”, AOC 7 and SWMU 26* (Backfill Justification) to MDNR on March 1, 2013. The Backfill Justification was approved in an MDNR letter dated April 3, 2013.

Following MDNR approval of the Backfill Justification and based on a potential buyer’s future planned use of “The Property”, the AOC 7 and SWMU 26 excavation areas were contoured to improve excavation safety and accessibility. No imported material was used in this process.

On behalf of Holcim, Golder submitted a *Summary Report and Request for Closure, AOC 7 and SWMU 26* (Request for Determination of Completion of Corrective Action) to MDNR on May 9, 2013. Based on MDNR review and preliminary approval dated June 26, 2013, no further action is necessary at AOC 7 and SWMU 26; however, final determination must wait until a permit modification incorporating this determination has received public comment and approval in the form of a final remedy.

SWMU 27 (Railcar Unloading Area) is listed as one of the permitted units in Holcim’s Missouri Hazardous Waste Management Facility (MHWMF) Part 1 Permit, dated May 2, 2000. In August 2012, Schreiber, Yonley and Associates (SYA) addressed RCRA Closure of SWMU 27 and the seven additional permitted units located outside the boundary of “The Property” (SWMUs 1, 2, 3, 4, 5, 22, and 23). SWMU 27 was cleaned and closure sampling performed in accordance with the Closure Plan provided in the most recent version of Section 8 of the Part B Permit. SYA provided closure certification and supporting documents for the eight permitted units to MDNR in April 2013. The closure certification was accepted by MDNR in a

letter dated July 5, 2013. The MDNR letter states that post-closure care is not required for SMWU 27 or the seven additional permitted units.

Based on the activities and documents described above and MDNR preliminary NFA determination for each of the SWMUs and AOCs located within the boundary of "The Property", Holcim understand that a Class III Permit Modification is the next step in removing "The Property" from the permitted boundary of the Site and revision of the permit boundary as shown on Figure 2. This includes a formal request for removing the SWMUs and AOCs within the boundary of "The Property", as listed above, from the permit.

3.0 CLOSING

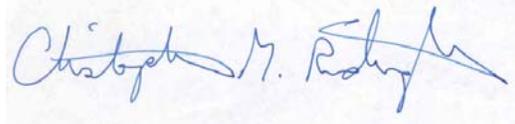
Golder and Holcim appreciate your consideration in this matter and look forward to your favorable response to this request. If you have any questions, or require additional information, please feel free to contact the undersigned at 636-724-9191.

Sincerely,

GOLDER ASSOCIATES INC.



Amanda W. Derhake, Ph.D., P.E.
Project Environmental Engineer



Christopher M. Redington
Senior Geologist
Associate

cc: Timothy Schlosser (Holcim (US) Inc.)
Dennis Fox (Holcim (US) Inc.)
Meg Garakani (Holcim (US) Inc.)
Dave Walker (MDNR)
Mary Grisolano (USEPA)

Attachments:

Table 1 – Revised List of SWMUs and AOCs
Figure 1 – Site Plan for Holcim Property Areas
Figure 2 – Site Plan with Revised Permit Boundary

TABLE 1
REVISED SUMMARY OF SWMUs AND AOCs BY AREA
CLASS III PERMIT MODIFICATION REQUEST
HOLCIM (US) INC. - CLARKSVILLE, MISSOURI FACILITY

SWMU/AOC	Description	Parcel Number	Permitted Unit (Yes/No)	RCRA Designation	Current Status/Closure Report Date	MDNR Approval Date
"THE OPTION PROPERTY"						
SWMU 1	Hazardous Waste Receiving and Blend Tanks	11-03-07-000-000-002.000	Yes	RCRA Closure	10/11/2012	7/5/2013
SWMU 2	Hazardous Waste Tank Truck Unloading Station	11-03-07-000-000-002.000	Yes	RCRA Closure	10/11/2012	7/5/2013
SWMU 3	Hazardous Waste Tank Unloading Pump Station	11-03-07-000-000-002.000	Yes	RCRA Closure	10/11/2012	7/5/2013
SWMU 4	Hazardous Waste Kiln Feed Tank	11-03-07-000-000-004.000	Yes	RCRA Closure	10/11/2012	7/5/2013
SWMU 5	Former Hazardous Waste Storage Area	11-03-07-000-000-002.000	Yes	RCRA Closure	10/11/2012	7/5/2013
SWMU 6	Cement Kiln	11-03-07-000-000-004.000	Yes	RCRA Closure	3/17/2009	10/23/2009
SWMU 7	Electrostatic Precipitators	11-03-07-000-000-004.000	No	RCRA Corrective Action	3/17/2009	10/23/2009
SWMU 8	Waste Kiln Dust Silo	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan Pending	
SWMU 9	Pug Silo	11-04-18-000-000-001.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 12.1	Parts Washer No. 1	11-03-07-000-000-002.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 12.2	Parts Washer No. 2	11-03-07-000-000-002.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 12.3	Parts Washer No. 3	11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 12.4	Parts Washer No. 4	11-03-07-000-000-002.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 12.5	Parts Washer No. 5	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan with NFA Request Pending	
SWMU 12.6	Parts Washer No. 6	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan with NFA Request Pending	
SWMU 13	Used Oil Sump	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan with NFA Request Pending	
SWMU 14	Used Oil Tank	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan with NFA Request Pending	
SWMU 15	Flammable Waste Storage Drum	11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 16	Former HWDF Sample Storage Cabinets	11-03-07-000-000-002.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 17.1	Wastewater Treatment Unit No. 1	11-03-07-000-000-002.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 18	Process Water Settling Ponds	11-03-07-000-000-002.000	No	RCRA Corrective Action	Work Plan Pending	
SWMU 19	Sludge Pond	11-03-07-000-000-002.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 20	Former Incinerator	11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 21	Septic Tank	11-03-07-000-000-002.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 22	New Hazardous Waste Storage Area	11-03-07-000-000-002.000	Yes	RCRA Closure	10/11/2012	7/5/2013
SWMU 23	Hazardous Waste Storage Tanks	11-03-07-000-000-002.000	Yes	RCRA Closure	10/11/2012	7/5/2013
SWMU 24	Former Underground Used Oil Tank	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan with NFA Request Pending	
SWMU 28	Plant Tank Farm/Used Oil Tank	11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
SWMU 29	Former Mobile Shop Floor Sump	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan with NFA Request Pending	
SWMU 30	Former Used Oil Drain	11-03-07-000-000-004.000	No	RCRA Corrective Action	Work Plan with NFA Request Pending	
AOC 2	Former Chlorinated Hydrocarbon Storage Tank	11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
AOC 3	Former Fuel Storage Tanks	11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
AOC 4	Scrap Area	11-03-07-000-000-004.000 12-01-12-000-000-005.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
AOC 5	Clinker Product Storage Area (Former Cement Production Area)	11-03-07-000-000-002.000 11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
AOC 6	Coke Product Storage Area (Former Cement Production Area)	11-03-07-000-000-002.000	No	RCRA Corrective Action	Work Plan Pending	
AOC 8	Fuel Storage Tanks	11-03-07-000-000-004.000	No	RCRA Corrective Action	NFA Request Submitted 1/10/2014	
"THE LANDFILLS AND QUARRY"						
SWMU 10.1	Kiln Dust Landfill	11-04-18-000-000-001.000 12-06-13-000-000-001.000	No	RCRA Corrective Action	Work Plan Pending	
SWMU 10.2	Waste Dust Hill	12-01-12-000-000-005.000	No	RCRA Corrective Action	Work Plan Pending	
SWMU 11.1	Industrial Landfill No. 1	12-01-12-000-000-005.000 12-06-13-000-000-001.000	No	RCRA Corrective Action	Work Plan Pending	
SWMU 11.2	Industrial Landfill No. 2	11-04-18-000-000-001.000	No	RCRA Corrective Action	Work Plan Pending	
SWMU 25	Quarry Settling Ponds	11-04-18-000-000-001.000	No	RCRA Corrective Action	Still In Use	

Notes:

MDNR - Missouri Department of Natural Resources
RCRA - Resource Conservation and Recovery Act

NFA - No Further Action
NA - Not Applicable

Checked By: AWD
Reviewed By: CMR

