

APPENDIX A
ACTION MEMORANDA
VERMONT MILL PROPERTIES SUPERFUND REMOVAL SITE
BENNINGTON, VERMONT

Pursuant to the
Administrative Settlement Agreement and Order on Consent
To Perform a Removal Action

CERCLA Docket No. 01-2008-0036



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Region 1
1 Congress Street, Suite 1100
BOSTON, MA 02114-2023

CONTAINS ENFORCEMENT-SENSITIVE INFORMATION

MEMORANDUM

DATE: February 29, 2008

SUBJ: Change in Scope of Response for Removal Action at the Vermont Mill Properties Site, Bennington, Bennington County, VT - Action Memorandum Addendum

FROM: Catherine Young, On-Scene Coordinator *CY*
Emergency Response and Removal Section I

THRU: David McIntyre, Chief *For MJB* 2/29/2008
Emergency Response and Removal Section I

Arthur V. Johnson III, Chief *For MJB* 2/29/2008
Emergency Planning & Response Branch

TO: James T. Owens III, Director *2-29-08*
Office of Site Remediation and Restoration

I. PURPOSE

Refer to Action Memo dated February 20, 2008.

The purpose of this Action Memorandum Addendum is to request and document approval of a change in the scope of the response proposed in the Action Memorandum, dated February 20, 2008, which initiated a time critical removal action at the Vermont Mill Properties Site, (the Site), located in Bennington, VT. A change in the scope of the response is required to address additional contamination on property adjacent to the mill building which was discovered subsequent to the signing of the February 20, 2008 Action Memo. In order to address the contamination located at the site, a revision to the description of the site and inclusion of additional waste streams is required.

This action is anticipated to be a Potentially Responsible Party (PRP) lead clean-up.

II. SITE CONDITIONS AND BACKGROUND

CERCLIS ID#: CTN000105857
SITE ID#: 01EQ
CATEGORY: Time Critical

A. Site Description

1. Removal site evaluation

Refer to Action Memo dated February 20, 2008.

Based on information received subsequent to the Action Memo dated February 20, 2008, the site description has been revised to include additional properties located adjacent to the mill building which stored contaminated debris material. The revised site description for the Vermont Mill Properties Superfund Site ("Site") includes 160-180 Benmont Avenue in Bennington, Vermont. More specifically, the Site is located between Leonard Street to the North and Holden Street to the South. The eastern boundary is Benmont Avenue. The western boundary extends just beyond the Walloomsac River along Leonard Street and Anthony Drive. The Site is located in an area that is a mixed use of residential and commercial, with the closest residence approximately a few hundred feet from the mill. The Site is bounded to the north, south and east by mostly residential properties and several businesses and to the west by the Walloomsac River which is a tributary of the Hoosic River. The Site is listed on the National Register of Historic Places.

2. Physical location

The Site is located between Leonard Street to the North and Holden Street to the South. The eastern boundary is Benmont Avenue. The western boundary extends just beyond the Walloomsac River along Leonard Street and Anthony Drive.

Latitude: 42° 53' 5.8" North

Longitude: 73° 12' 11.2" West

3. Site characteristics

Refer to Action Memo dated February 20, 2008.

The site also includes property located north of the mill, a fenced in area containing large fuel storage tanks used for commercial purposes. North of the fuel storage tank area is a vacant lot. At the end of the property, located at 212 Benmont Avenue, is Bennington Tire Corporation.

4. Release or threatened release into the environment of a hazardous substance, or pollutant or contaminant

Refer to Action Memo dated February 20, 2008

Hazardous substances that pose a threat of release include, but are not limited to the following:

- Containers labeled flammable, toxic, reactive, corrosive, explosive chemicals
- 2-chlorobenzalmalononitrile
- Oil and Oily material
- Metals-contaminated soils and debris

Sampling was conducted by a contractor for the PRP on debris material located on the site using the Toxicity Characteristic Leaching Procedure ("TCLP") method. Two samples failed the TCLP for lead.

5. NPL status

The site is not currently on the National Priorities List, and has not received a Hazardous Ranking System rating.

B. Other Actions to Date

1. Previous actions

Refer to Action Memo dated February 20, 2008.

2. Current actions

Refer to Action Memo dated February 20, 2008.

C. State and Local Authorities' Roles

1. State and local actions to date

Refer to Action Memo dated February 20, 2008.

2. Potential for continued State/local response

Refer to Action Memo dated February 20, 2008.

III. THREATS TO PUBLIC HEALTH OR WELFARE OR THE ENVIRONMENT, AND STATUTORY AND REGULATORY AUTHORITIES

A. Threats to Public Health or Welfare

Actual or potential exposure to nearby human populations, animals, or the food chain from hazardous substances or pollutants or contaminants; [§300.415(b)(2)(i)];

Refer to Action Memo dated February 20, 2008.

High levels of hazardous substances or pollutants or contaminants in soils largely at or near the surface, that may migrate [§300.415(b)(2)(iv)];

Hazardous substances or pollutants or contaminants in drums, barrels, tanks, or other bulk storage containers, that may pose a threat of release [§300.415(b)(2)(iii)];

Weather conditions that may cause hazardous substances or pollutants or contaminants to migrate or be released; [§300.415(b)(2)(v)];

Threat of fire or explosion; [§300.415(b)(2)(vi)];

Refer to Action Memo dated February 20, 2008.

TCLP samples taken of debris material located at the site failed for lead. The debris material is located on a vacant section of the Site and exposed to weather conditions. Precipitation events could cause leachate material to enter into the Walloomsac River or as runoff onto adjacent residential and commercial properties. Lead contained in the debris material, and potentially in the soils located beneath it, may cause potential inhalation and dermal exposure to residents living near the property.

The availability of other appropriate Federal or State response mechanisms to respond to the release; [§300.415(b)(2)(vii)];

Refer to Action Memo dated February 20, 2008.

B. Threats to the Environment

Actual or potential exposure to nearby human populations, animals, or the food chain from hazardous substances or pollutants or contaminants; [§300.415(b)(2)(i)];

Refer to Section A: Threats to Public Health or Welfare

High levels of hazardous substances or pollutants or contaminants in soils largely at or near the surface, that may migrate [§300.415(b)(2)(iv)];

Hazardous substances or pollutants or contaminants in drums, barrels, tanks, or other bulk storage containers, that may pose a threat of release [§300.415(b)(2)(iii)];

Weather conditions that may cause hazardous substances or pollutants or contaminants to migrate or be released; [§300.415(b)(2)(v)];

Threat of fire or explosion; [§300.415(b)(2)(vi)];

Refer to Section A: Threats to Public Health or Welfare

The availability of other appropriate Federal or State response mechanisms to respond to the release; [§300.415(b)(2)(vii)];

Refer to Section A: Threats to Public Health or Welfare

IV. ENDANGERMENT DETERMINATION

Refer to Action Memo dated February 20, 2008.

V. PROPOSED ACTIONS AND ESTIMATED COSTS

A. Proposed Actions

1. Proposed action description

Refer to Action Memo dated February 20, 2008

2. Community relations

Refer to Action Memo dated February 20, 2008.

3. Contribution to remedial performance

Refer to Action Memo dated February 20, 2008.

4. Description of alternative technologies

Refer to Action Memo dated February 20, 2008.

5. Applicable or relevant and appropriate requirements (ARARs)

Refer to Action Memo dated February 20, 2008.

6. Project schedule

Refer to Action Memo dated February 20, 2008.

B. Estimated Costs

Refer to Action Memo dated February 20, 2008.

VI. EXPECTED CHANGE IN THE SITUATION SHOULD ACTION BE DELAYED OR NOT TAKEN

Refer to Action Memo dated February 20, 2008.

VII. OUTSTANDING POLICY ISSUES

There are no precedent-setting policy issues associated with this site.

WIII. ENFORCEMENT ... For Internal Distribution Only

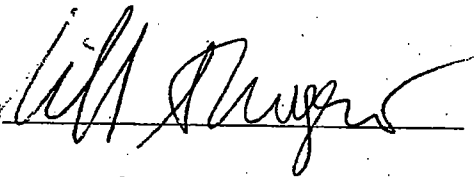
Refer to Action Memo dated February 20, 2008.

IX. RECOMMENDATION

I recommend that you approve the change in the scope of the response for the Vermont Mill Properties Site in Bennington, VT. The actions involving the required changes are in accordance with CERCLA, as amended, and are not inconsistent with the National Contingency Plan.

Refer to Action Memo dated February 20, 2008.

APPROVAL: _____



DATE: _____

2-29-08

DISAPPROVAL: _____

DATE: _____



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Region 1
1 Congress Street, Suite 1100
BOSTON, MA 02114-2023

CONTAINS ENFORCEMENT-SENSITIVE INFORMATION

MEMORANDUM

DATE: February 20, 2008

SUBJ: Request for a Removal Action at the Vermont Mill Properties Site,
Bennington, Bennington County, VT - **Action Memorandum**

FROM: Catherine Young, On-Scene Coordinator *CY*
Emergency Response and Removal Section I

THRU: David McIntyre, Chief *D McIntyre*
Emergency Response and Removal Section I

Arthur V. Johnson III, Chief *AVJ*
Emergency Planning & Response Branch

TO: James T. Owens III, Director *JTO*
Office of Site Remediation and Restoration

I. PURPOSE

The purpose of this Action Memorandum is to request and document approval of the proposed removal action at the Vermont Mill Properties Site, (the Site), which is located at 160-180 Benmont Avenue in Bennington, VT. Hazardous substances present in containers at the Site, if not addressed by implementing the response actions selected in this Action Memorandum, will continue to pose a threat to human health and the environment. There are no nationally significant or precedent-setting issues associated with this Site, and there has been no use of the OSC's \$200,000 warrant authority. This action is anticipated to be a Potentially Responsible Party (PRP) lead clean-up.

II. SITE CONDITIONS AND BACKGROUND

CERCLIS ID# : CTN000105857
SITE ID# : 01EQ
CATEGORY : Time Critical

A. Site Description

1. Removal site evaluation

On January 8, 2008, a call was received by phone duty OSC Young at the EPA Region I Regional Response Center (RRC) from a concerned local citizen. The caller reported on specific activities conducted by Mace Security International, Inc (Mace), which is located on the Vermont Mill Properties Site (the Site) at 160-180 Benmont Avenue in Bennington, VT. The caller stated that Mace had transferred pallets and drums of material from trailers located behind the mill into a wing of the warehouse and that the materials may be hazardous. OSC Young called to inform the Vermont Department of Environmental Conservation (DEC) of the situation. DEC dispatched a responder who confirmed the transfer of the material, as reported by the caller. OSC Young performed a site investigation with representatives from the EPA Resource Conservation and Recovery Act (RCRA) program, the Emergency Planning and Community Right-to-Know (EPCRA) program, DEC and 2 members from Weston Solutions, an EPA Emergency Planning and Response Branch (EPRB) contractor from January 24-25, 2008.

The mill was erected in 1865 and was used to manufacture wool products and other textiles and employed hundreds of people. Known at the time as the Bennington Woolen Mills, it operated over 100 looms and 12,000 spindles to produce in excess of one-half million yards of heavy overcoating during the late 1800s. The mill also produced material for military uniforms during World War I and, by 1920, employed approximately 800 people.

Several changes in ownership of the textile company ended with the mill closing in 1949. In 1951, Ben-Mont Papers, Inc. purchased a section of the property for the manufacture of waxed and wrapping paper.

In 2000, Vermont Mill Properties, Inc. (Vermont Mill Properties) purchased the South wing of the mill and Benmont Mill Properties, Inc. (Benmont Mill Properties) purchased the center section and the North wing of the mill. Both Vermont Mill Properties and Benmont Mill Properties are private companies owned by Jon E. Goodrich. The mill is now used as commercial space for several businesses, including a health club, doctor's offices, a publishing company and a social services office. The mill also houses Mace Security International, Inc., (Mace) a private company founded by Jon E. Goodrich, which manufactures and distributes mace and pepper spray products. During the site investigation in January 2008, EPA discovered that Mace was storing hundreds of containers of product and waste material used in either the manufacturing process or stored on site as waste material. Waste material stored on site include: containers labeled flammable, toxic, reactive, corrosive, explosive; approximately 55,000 pounds of 2-chlorobenzalmalononitrile; and drums of oil and oily material.

The mill is located in an area that is a mixed use of residential and commercial, with the closest resident approximately a few hundred feet from the mill. The Walloomsac River runs along the western boundary of the site and is a tributary of the Hoosic River. The mill is listed on the National Register of Historic Places.

2. Physical location

The property is located in an area that is a mixed use of residential and commercial, with the closest resident approximately a few hundred feet from the mill. The Walloomsac River runs along the western boundary of the site and is a tributary of the Hoosic River.

Address: 160-180 Benmont Avenue
Bennington, VT

Latitude: 42° 53' 5.8" North

Longitude: 73° 12' 11.2" West

3. Site characteristics

The Site is located on approximately 12.2 acres. The mill building houses several active businesses, including a health club, lawyer's offices, magazine publisher and a social services office. Mace is an active business located within the mill building that manufactures and distributes mace and pepper spray products. Mace produces waste from the testing of its products and is currently storing drums and containers of waste in sections of the mill identified on a schematic developed for the mill as locations #2967, 3048 and 3143, also referred to as Space 3 and Space 4. The section of the mill identified as Space 3 and Space 4 does not appear to be structurally sound and may require a determination by a qualified engineer to ensure safety of people working in this section of the mill.

The site is bounded to the north, south and east by mostly residential properties and several businesses, and to the west by the Walloomsac River.

According to the EPA Region 1 Environmental Justice Mapping Tool, the Site is located in a low income environmental justice area.

4. Release or threatened release into the environment of a hazardous substance, or pollutant or contaminant

Hazardous substances that pose a threat of release include, but are not limited to the following:

- Containers labeled flammable, toxic, reactive, corrosive, explosive chemicals
- 2-chlorobenzalmalononitrile
- Oil and Oily material

The drums and containers were stored outside in trailers for approximately 10-12 years before being moved into the mill during the week of January 8, 2008. During the site investigation conducted by EPA on January 24-25, 2008, the drums were observed to be in fair to poor condition and the amount of 2-chlorobenzalmalononitrile was estimated at approximately 55,000 pounds.

5. NPL status

The site is not currently on the National Priorities List, and has not received a Hazardous Ranking System rating.

B. Other Actions to Date

1. Previous actions

The Site was remediated for PCB contaminated soil under the direction of the VT DEC and a cap installed to address the exposure pathway approximately ten years ago.

2. Current actions

EPA conducted a site investigation on January 24-25, 2008 with EPA representatives from the RCRA and EPCRA program and the VT DEC.

C. State and Local Authorities' Roles

1. State and local actions to date

Under oversight of VT DEC, the owner of the property conducted remedial work approximately ten years ago to address PCB-contaminated soils located at the site. An engineering cap was installed on sections of the property determined to be contaminated.

2. Potential for continued State/local response

During the week of January 28, 2008, VT DEC verbally requested that EPA take the lead for a removal action at the site. VT DEC is also planning to document the request for EPA support in written form as soon as possible.

III. THREATS TO PUBLIC HEALTH OR WELFARE OR THE ENVIRONMENT, AND STATUTORY AND REGULATORY AUTHORITIES

A. Threats to Public Health or Welfare

Actual or potential exposure to nearby human populations, animals, or the food chain from hazardous substances or pollutants or contaminants; [§300.415(b)(2)(i)];

The mill is located in a mainly residential area that also includes several businesses. The Walloomsac River runs along the western boundary of the site and is a tributary of the Hoosic River. In the event of a release of hazardous materials, runoff may enter into the nearby river. A release of hazardous substances from the site would also present a dermal and/or inhalation threat to people living and working in or near the mill.

Hazardous substances or pollutants or contaminants in drums, barrels, tanks, or other bulk storage containers, that may pose a threat of release [§300.415(b)(2)(iii)];

Weather conditions that may cause hazardous substances or pollutants or contaminants to migrate or be released; [§300.415(b)(2)(v)];

Threat of fire or explosion; [§300.415(b)(2)(vi)];

During the site investigation conducted by EPA on January 24-25, 2008, the drums located in Space 3 and Space 4 at the mill were observed to be in fair to poor condition and the amount of 2-chlorobenzalmalononitrile (CS) was estimated at approximately 55,000 pounds. Many of the drums located in Space 3 and 4 are informally labeled as CS waste but cannot be confirmed until sampled. The building may not be structurally sound and may present a threat to safety of people working in this section of the building. The presence of a functioning sprinkler system could not be confirmed.

In its solid form, the potential health effects from exposure to CS may include headaches, lacrimation of the eyes (tearing), contact burns to eyes and skin, bronchospasm, laryngospasm (sporadic closure of the glottis), hypersensitivity reactions and pulmonary

edema. When heated to decomposition, CS emits very toxic fumes of hydrogen chloride, nitrogen oxides and cyanides, making it an inhalation threat to human receptors located in and near the mill. CS is immediately dangerous to life and health (IDLH) at $2\text{mg}/\text{m}^3$ and is also extremely toxic to aquatic life.¹

The availability of other appropriate Federal or State response mechanisms to respond to the release; [§300.415(b)(2)(vii)];

Due to the threatened release of hazardous substances and the potential resources required to address the threat, VT DEC has requested that EPA take the lead for a removal action at the site.

B. Threats to the Environment

Actual or potential exposure to nearby human populations, animals, or the food chain from hazardous substances or pollutants or contaminants; [§300.415(b)(2)(i)];

Refer to Section A: Threats to Public Health or Welfare

Hazardous substances or pollutants or contaminants in drums, barrels, tanks, or other bulk storage containers, that may pose a threat of release [§300.415(b)(2)(iii)];

Weather conditions that may cause hazardous substances or pollutants or contaminants to migrate or be released; [§300.415(b)(2)(v)];

Threat of fire or explosion; [§300.415(b)(2)(vi)];

Refer to Section A: Threats to Public Health or Welfare

The availability of other appropriate Federal or State response mechanisms to respond to the release; [§300.415(b)(2)(vii)];

Refer to Section A: Threats to Public Health or Welfare

¹ Toxicology information provided by the Agency for Toxic Substances and Disease Registry (ATSDR), U.S. Department of Health and Human Services.

IV. ENDANGERMENT DETERMINATION

Actual or threatened releases of hazardous substances from this Site, if not addressed by implementing the response action selected in this Action Memorandum, may present an imminent and substantial endangerment to public health, or welfare, or the environment.

V. PROPOSED ACTIONS AND ESTIMATED COSTS

A. Proposed Actions

1. Proposed action description

To address the threat to public health and the environment at the Site, the following actions are proposed to be conducted by EPA if the PRP-lead clean-up does not occur:

- Conduct a Site walk with EPA contractors;
- Provide security at the Site, as necessary;
- Conduct a structural assessment of the building and perform any necessary shoring operations;
- Develop and implement a health and safety plan;
- Prepare an air monitoring plan to ensure worker safety during removal activities;
- Mobilize personnel and equipment;
- Delineate the work zones and decontamination area;
- Perform air monitoring, as required;
- Plan proper sampling, identification and characterization of hazardous materials;
- Perform consolidation, appropriate segregation, staging and offsite disposal of waste materials at an EPA approved disposal facility;
- Removal of hazardous substances being stored on site for use or sale to an appropriate storage location to ensure safety of the public and the environment;
- Disposal of materials in accordance with 40 CFR Part 300.440 *Procedures for Planning and Implementing Off-Site Response Actions*;
- Assess and characterize any additional hazardous substances discovered during the course of this action.
- Possible demolition of buildings and/or removal of building materials as needed to safely access and remove hazardous materials; and
- Demobilize all equipment and personnel;

2. Community relations

EPA will remain involved with the local community during the course of the removal action through press releases, fact sheets and public meetings, as necessary.

3. Contribution to remedial performance

The cleanup proposed in this Action Memorandum is designed to mitigate the threats to human health and the environment posed by the Site. The actions taken at the Site would be consistent with and will not impede any future responses.

4. Description of alternative technologies

No alternative technology is currently planned for the Site but options may be examined as the removal action progresses.

5. Applicable or relevant and appropriate requirements (ARARs)

Federal ARARs:

40 CFR Part 264 Standards for Owners and Operators of Hazardous waste Treatment, Storage, and Disposal Facilities:

Subpart I - Use and Management of Containers

- 264.171 : Condition of containers
- 264.172 : Compatibility of waste with containers
- 264.173 : Management of containers
- 264.174 : Inspections
- 264.175 : Containment
- 264.176 : Special requirements for ignitable or reactive waste
- 264.177 : Special requirements for incompatible wastes

40 CFR Part 264 Hazardous Waste Regulations - RCRA Subtitle C

Federal ARARs will be met to the extent practicable considering the exigencies of the situation. The OSC will coordinate with State officials to identify additional State ARARs, if any, and will meet, to the extent practicable, each ARAR identified in a timely manner.

The following, while not ARARs, will be complied with during the removal action:

29 CFR Parts 1910, 1926, and 1904: OSHA Health and Safety Regulations

40 CFR Part 262 Standards Applicable to Generators of Hazardous Waste:

Subpart B - The Manifest

- 262.20 : General requirements for manifesting
- 262.21 : Acquisition of manifests
- 262.22 : Number of copies of manifests
- 262.23 : Use of the manifest

Subpart C - Pre-Transport Requirements

262.30 : Packaging

262.31 : Labeling

262.32 : Marking

Subpart D - Recordkeeping and Reporting

262.40 : Recordkeeping

40 CFR Part 300.440 Procedures for Planning and Implementing Off-Site Response Actions (Off-Site Rule)

49 CFR Parts 171-179 : Department of Transportation Regulations for Transport of Hazardous Materials

6. Project schedule

EPA anticipates commencement of removal activities within two to four weeks of the signing of this Action Memorandum. The completion of the removal action is expected to be within six months of its commencement.

B. Estimated Costs

COST CATEGORY		CEILING
REGIONAL REMOVAL ALLOWANCE COSTS		
ERRS Contractor		\$200,000.00
Interagency Agreement		\$ 0.00
OTHER EXTRAMURAL COSTS NOT FUNDED FROM THE REGIONAL ALLOWANCE		
START Contractor		\$50,000.00
Extramural Subtotal		\$250,000.00
Extramural Contingency	20%	\$50,000.00
TOTAL, REMOVAL ACTION CEILING		\$300,000.00

VI. EXPECTED CHANGE IN THE SITUATION SHOULD ACTION BE DELAYED OR NOT TAKEN

Delayed action will increase the public health and environmental risks due to the threat of a potential release of hazardous materials.

VII. OUTSTANDING POLICY ISSUES

There are no precedent-setting policy issues associated with this site.

VIII. ENFORCEMENT ... For Internal Distribution Only

See attached Enforcement Strategy.

The total EPA costs for this removal action based on full-time accounting practices that will be eligible for cost recovery are estimated to be \$300,000 (extramural costs) + \$75,000 (EPA intramural costs) = \$375,000 X 1.33 (regional indirect rate) = \$498,750².

IX. RECOMMENDATION

This decision document represents the selected removal action for the Vermont Mill Properties Site in Bennington, VT, developed in accordance with CERCLA, as amended, and is not inconsistent with the National Contingency Plan. The basis for this decision will be documented in the administrative record to be established for the Site.

Conditions at the Site meet the NCP Section 300.415 (b) (2) criteria for a removal action due to the following:

Actual or potential exposure to nearby human populations, animals, or the food chain from hazardous substances or pollutants or contaminants [§300.415(b)(2)(i)];

Hazardous substances or pollutants or contaminants in drums, barrels, tanks, or other bulk storage containers, that may pose a threat of release [§300.415(b)(2)(iii)];

Weather conditions that may cause hazardous substances or pollutants or contaminants to migrate or be released; [§300.415(b)(2)(v)];

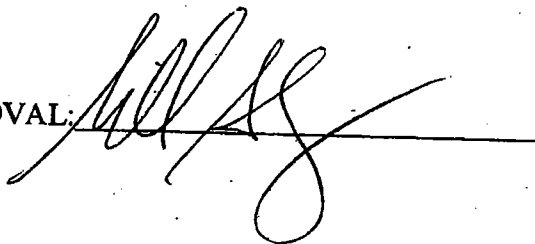
Threat of fire or explosion; [§300.415(b)(2)(vi)];

The availability of other appropriate Federal or State response mechanisms to respond to the release; [§300.415(b)(2)(vii)].

I recommend that you approve the proposed removal action. The total removal action project ceiling if approved will be \$300,000.

²Direct Costs include direct extramural costs \$300,000 and direct intramural costs \$75,000. Indirect costs are calculated based on an estimated indirect cost rate expressed as a percentage of site specific costs [33% x \$375,000], consistent with the full accounting methodology effective October 2, 2000. These estimates do not include pre-judgment interest, do not take into account other enforcement costs, including Department of Justice costs, and may be adjusted during the course of a removal action. The estimates are for illustrative purposes only and their use is not intended to create any rights for responsible parties. Neither the lack of a total cost estimate nor deviation of actual total costs from this estimate will affect the United States' right to cost recovery.

APPROVAL: _____

A handwritten signature in black ink, appearing to be 'M. J. [unclear]', written over a horizontal line.

DATE: _____

2-20-08

DISAPPROVAL: _____

DATE: _____