



west virginia department of environmental protection

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

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

September 2, 2014

Certified Mail #91-7199-9991-7034-3221-7892

Ms. Linda Paul
Koppers Inc.
436 Seventh Avenue, Suite 1800
Pittsburgh, PA 15219

Re: Land Use Covenant
Koppers Green Spring facility, Green Spring, Hampshire County

Dear Ms. Paul:

Enclosed please find the signed and notarized Land Use Covenant for the subject facility. Please make arrangements to have the Land Use Covenant properly recorded with the Hampshire County Clerk, and request the clerk to return a copy of the recorded instrument to my attention:

Ms. Patricia A. Hickman, Interim Director
WVDEP 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 A. Hickman
Interim Director

Enclosure

cc: WVDEP RCRA File #WVR000515338
ec: Catherine Guynn, Project Manager, WVDEP/OER

Charles Armstead, Program Manager, WVDEP/OER
Matt Adkins, CSX Transportation, Inc.

ENVIRONMENTAL COVENANT

This is an environmental covenant 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 (the "Property"):

The Property consists of a 98-acre wood treating facility located in Hampshire County, West Virginia on the south bank of the North Branch Potomac River. The property boundary is in the shape of an irregular rectangle; the western site boundary is approximately 1,000 feet in length, the eastern boundary is approximately 750 feet in length, and is approximately 5,000 feet in length along the northern and southern boundaries. CSX Transportation, Inc. ("CSXT") railroad tracks are located to the south and land owned by CSXT is to the north. The Facility includes wastewater treatment system components, chemical storage areas, wood treatment process area, a drip track area, treated wood storage area, and undeveloped land. A description and map of the Property are included in Attachment A. The center of the property can generally be located at: latitude 39.53 and longitude -78.62.

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:

- Residential Use Restriction - The Property shall not be used for residential purposes unless it is demonstrated to West Virginia Department of Environmental Protection (WVDEP) that such use will not pose a threat to human health or the environment and WVDEP provides prior written approval for such use. This Environmental Covenant (EC) will then be modified in accordance with WV Code § 22-22B-10;
- Groundwater Use Restriction - Groundwater at the Property shall not be used for any purpose other than (1) non-contact industrial use; and (2) the operation, maintenance and monitoring activities required by WVDEP, unless it is demonstrated to WVDEP that such use will not pose a threat to human health or the environment or adversely affect or interfere with the selected remedy and WVDEP provides prior written approval for such use. This EC will then be modified in accordance with WV Code § 22-22B-10; and,
- Excavation Restriction - All earth moving activities in SWMUs 1, 3, 4 and 5 including excavation, drilling and construction activities shall be prohibited unless it can be demonstrated to WVDEP that such activity will not pose a threat to human health or the environment or adversely affect or interfere with the Final Remedy and WVDEP provides prior written approval for such activity.

The current Owner of record of the Property, and its contact information, are:

Koppers Inc.
c/o Leslie Hyde
Vice President, Safety and Environmental Affairs
Koppers Building
436 7th Avenue
Pittsburgh, PA 15219

Any person, including a person that owns an interest in the real property, the state or federal agency determining or approving the environmental response project pursuant to which an environmental covenant is created, or a municipality or other unit of local government may be a holder of an environmental covenant. The following are all holders of this covenant:

West Virginia Department of Environmental Protection
Division of Land Restoration
Office of Environmental Remediation
601 57th Street
Charleston, WV 25304

CSX Transportation, Inc.
c/o Public Safety Health & Environment Dept.
500 Water Street – J275
Jacksonville, FL 32202

Koppers Inc.
c/o Legal Department
436 7th Avenue
Pittsburgh, PA 15219

The facts regarding the remediation response project at this Property are:

Wood treating, primarily with creosote, has been conducted at this location since the early 1900's by various owners/operators. Historically, waste management units were used on the Property. Since the early 1960s numerous investigations and corrective actions were conducted on the property. In October 1980 a RCRA Part A permit application was filed and surface impoundment (Solid Waste Management Unit I (SWMU I)) operations under interim status were initiated. Groundwater monitoring also began. In 1986, EPA conducted a RCRA Facility Assessment (RFA) to assess the potential for past or continuing releases of hazardous waste and/or constituents from SWMUs at the Property. During the RFA, 27 potential SWMUs were identified, of which, five were evaluated and

determined not to be a SWMU. Further evaluation was required and conducted for SWMUs 1, 3, 4, 5, and 8. The RCRA impoundments (SWMU 1) were closed in 1988. Sludges and soils were excavated and disposed offsite, and the area was capped. The Post Closure Care permit for the impoundments was terminated in 2012 since the constituents of interest in groundwater had been non-detect throughout the duration of the post closure care monitoring period.

In 2000, a petroleum hydrocarbon sheen was discovered along the bank of the North Branch Potomac River. In 2004, a Hydrocarbon Sheen Containment System ("System") was completed by CSXT along the riverbank to control the petroleum hydrocarbon sheen from the North Bank of the Potomac River ("River"). The System consists of a 105 foot long, containment barrier wall, anchored into the bedrock along the slope of the riverbank. Eight 4 inch diameter stainless steel groundwater recovery wells were installed to bedrock upgradient of the barrier wall to collect groundwater flowing towards the river. The collected groundwater is treated on site. The location of the referenced SWMUs and the sheen collection system are shown in Attachment B.

Pursuant to a January 1997 agreement with Koppers, CSXT agreed to undertake certain remediation duties at the Facility and is operating and maintaining the Hydrocarbon Sheen Containment System to mitigate historic impacts in accordance with the WVDEP-approved Operation and Maintenance Manual and any subsequent revisions.

The Owner(s) of the Property shall provide written notice to all holders and the Secretary of the West Virginia Department of Environmental Protection 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 SWMUs 1, 3, 4 and 5 or in the immediate vicinity of the Hydrocarbon Sheen Collection System, or proposals for any site work affecting the contamination at SWMUs 1, 3, 4 and 5 or in the immediate vicinity of the Hydrocarbon Sheen Containment System.

The current *Owner or its Designated Representative*, shall conduct inspections of the Property to monitor compliance with this Environmental Covenant at least once per year, and shall submit two (2) signed copies of the inspection monitoring report to the West Virginia Department of Environmental Protection, Division of Land Restoration, 601 57th Street, Charleston, West Virginia, 25304 within thirty (30) calendar days of the inspection.

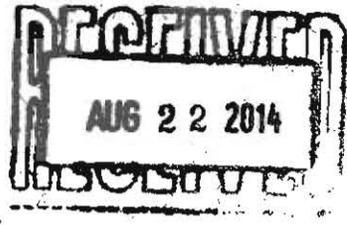
This covenant shall not be amended, modified or terminated except by written instrument executed in accordance with W. Va. Code § 22-22B-10, by and between the Owner at the time of the proposed amendment, modification or termination, the Secretary of the West Virginia Department of Environmental Protection, and the holders of this covenant. Within five (5) calendar 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) calendar days thereafter, the Owner shall provide a true copy of the recorded amendment, modification or termination to the Secretary of the West Virginia Department of Environmental Protection.

The administrative record for the environmental response project reflected in this covenant is maintained in the WVDEP Division of Water and Waste Management (DWWM) office located at 601 57th Street, Charleston, WV 25304 and is entitled Koppers Industries, Inc., Green Spring, ID# WVR000515338.

The West Virginia Department of Environmental Protection is hereby granted full right of access to the Property for the purpose of implementation and enforcement of this covenant.

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

IN WITNESS WHEREOF, the following holders have executed this covenant on the dates indicated.



SIGNED: Leslie S. Hyde
for Koppers Inc.

Date: LESLIE S. HYDE

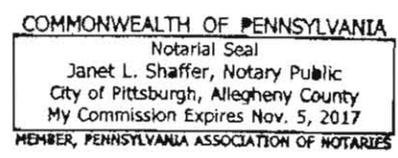
I, JANET L. SHAFFER, a Notary Public in and for the County of ALLEGHENY, State of PENNSYLVANIA, do hereby certify that LESLIE S. HYDE the owner/holder(s) whose (name is) (names are) signed above, this day executed this document in my presence or this day acknowledged same to be said owner/holder(s) true act and deed.

Given under my hand this 25th day of AUGUST, 2014.

MY COMMISSION EXPIRES:

Janet L. Shaffer
Notary Public

Date:



SIGNED: Carl A. Gerhardtstein
for CSX Transportation, Inc.

CARL A. GERHARDSTEIN

I, MARY MULLIS, a Notary Public in and for the County of DUVAL, State of FLORIDA, do hereby certify that CARL A. GERHARDSTEIN the owner/holder(s) whose (name is) (names are) signed above, this day executed this document in my presence or this day acknowledged same to be said owner/holder(s) true act and deed.

Given under my hand this 15th day of AUGUST, 2014.

MY COMMISSION EXPIRES:

Mary Mullis
Notary Public



Patricia A. Hickman

Interim Director, WV Department of Environmental Protection

9-2-14

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 to the writing above as the representative of the agency, has this day executed this document in my presence or this day acknowledged same to be the true and act and deed of said agency.

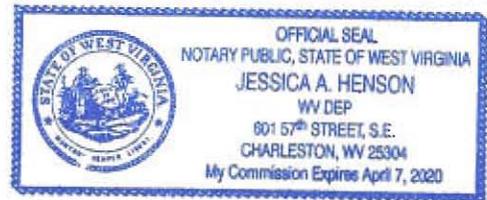
Given under my hand this the 2nd day of September, 20 14.

My commission expires April 7, 2020.

Jessica A. Henson
Notary Public

The Clerk will return the recorded document to:

Ms. Patricia A. Hickman, Interim Director
WVDEP, DLR
601 57th Street
Charleston, West Virginia 25304



ATTACHMENT A

DESCRIPTION OF THE 98 ACRE PROPERTY
LOCATED IN GREEN SPRING, HAMPSHIRE COUNTY, WEST VIRGINIA

All that tract of land situated along the North Branch of the Potomac River in Springfield District, Hampshire County, West Virginia lying on the northern portion of the Village of Green Spring and is bounded by the lands of the Baltimore & Ohio Railroad Company on the North, East and South, the lands of Michael Umstead (Deed Book 209, Page 176) on the West and is more particularly described as follows:

BEGINNING at a found 12-inch diameter circular concrete monument with a brass tablet in the center, and original corner of Koppers Company, Inc. and being in a line of Michael Umstead's 288.58 acres which is recorded in Deed Book 209, Page 176. Said monument being on the north side of the westbound main track of the B&O Railroad.

Thence with the original lines and with the lines of Umstead's 288.58 acre tract NORTH 33 DEGREES, 47 MINUTES, 01 SECONDS EAST 193.04 FEET to a found 12-inch diameter circular concrete monument with a brass tablet in the center, another original corner and corner to Umstead.

Thence NORTH 37 DEGREES, 09 MINUTES, 04 SECONDS EAST passing a found 12-inch diameter circular concrete monument with a brass tablet in the center at 801.40 feet and continuing in all 847.86 FEET to a point at the low water mark of the North Branch of the Potomac River.

Thence along the low water mark of the North Branch of the Potomac River by the following courses SOUTH 85 DEGREES, 01 MINUTES, 03 SECONDS EAST 70.20 FEET.

Thence NORTH 82 DEGREES, 05 MINUTES, 31 SECONDS EAST 162.00 FEET.

Thence SOUTH 88 DEGREES, 59 MINUTES, 10 SECONDS EAST 156.88 FEET.

Thence NORTH 74 DEGREES, 03 MINUTES, 00 SECONDS EAST 210.50 FEET.

Thence NORTH 56 DEGREES, 46 MINUTES, 25 SECONDS EAST 321.92 FEET.

Thence NORTH 27 DEGREES, 03 MINUTES, 02 SECONDS EAST 75.98 FEET to a point, a corner to the Baltimore & Ohio Railroad Company property.

Thence leaving the North Branch of the Potomac River and with the original lines and the lines of the Baltimore & Ohio Railroad Company property and crossing a drain and an access road SOUTH 79 DEGREES, 01 MINUTES, 38 SECONDS EAST passing a referenced set number five reinforcing rod on line at 100.00 feet and continuing in all 700.00 FEET to a set number five reinforcing rod, a replacement corner, original called for a concrete monument-now gone.

Thence SOUTH 10 DEGREES, 58 MINUTES, 22 SECONDS WEST 302.49 FEET to a set number five reinforcing rod, a replacement corner, original called for a concrete monument-now gone.

Thence crossing the aforesaid access road again SOUTH 56 DEGREES, 08 MINUTES, 12 SECONDS WEST 625.38 FEET to a set number five reinforcing rod, a replacement corner, original called for a concrete monument-now gone. Said rebar being on the west side of a railroad siding.

Thence crossing two tracks SOUTH 28 DEGREES, 05 MINUTES, 44 SECONDS EAST 73.09 FEET to a found concrete monument with a brass tablet in the center near a fence, an original corner.

Thence NORTH 79 DEGREES, 37 MINUTES, 38 SECONDS EAST 345.10 FEET to a found concrete monument with a brass tablet in the center, another original corner near a fence line and being on the south side of the B&O Railroad No. 9 Siding track.

Thence with the fence and running parallel with No. 9 Siding SOUTH 79 DEGREE, 01 MINUTES, 53 SECONDS EAST 2515.68 FEET to a set number five reinforcing rod, a replacement corner, original called for a concrete monument-now gone. Said rebar also being on a 503.65 foot radius curve concave to the east.

Thence southerly along the said curve through an arc the chord for which being SOUTH 58 DEGREES, 43 MINUTES, 54 SECONDS EAST 350.51 FEET to a found concrete monument with a brass tablet in the center on the west side of the East Ladder Track of the B&O Railroad, an original corner.

Thence running parallel with the East Ladder Track and following a fence SOUTH 38 DEGREES, 18 MINUTES, 17 SECONDS EAST

210

954.10 FEET to a found 12-inch diameter circular concrete monument with a brass tablet in the center, an original corner and being north of the B&O Railroad westbound main track.

Thence running parallel with the B&O Railroad westbound main track NORTH 79 DEGREES, 01 MINUTES, 39 SECONDS WEST 5457.59 FEET to the BEGINNING, containing 98.143 acres more or less as surveyed by Stultz & Associates, Inc., Romney, West Virginia, Charles W. W. Stultz, Licensed Land Surveyor during July & September, 1988 and as shown on a plat attached hereto and made a part of this description.

Grantor hereby further quitclaims to Grantee all that certain property described in the survey dated the 29th day of September, 1988, performed by Stultz & Associates, Inc.

This land has been used to manage hazardous wastes and its use is restricted under the West Virginia Code of State Regulations, Title 47, Series 35, Section 8.67(c).

And being the same real estate conveyed to Koppers Company, Inc., by deed from The Baltimore and Ohio Railroad Company et al, dated the 23rd day of February 1973, and of record in the office of the Clerk of the County Commission of Hampshire County, West Virginia, in Deed Book No. 200, at page 268,

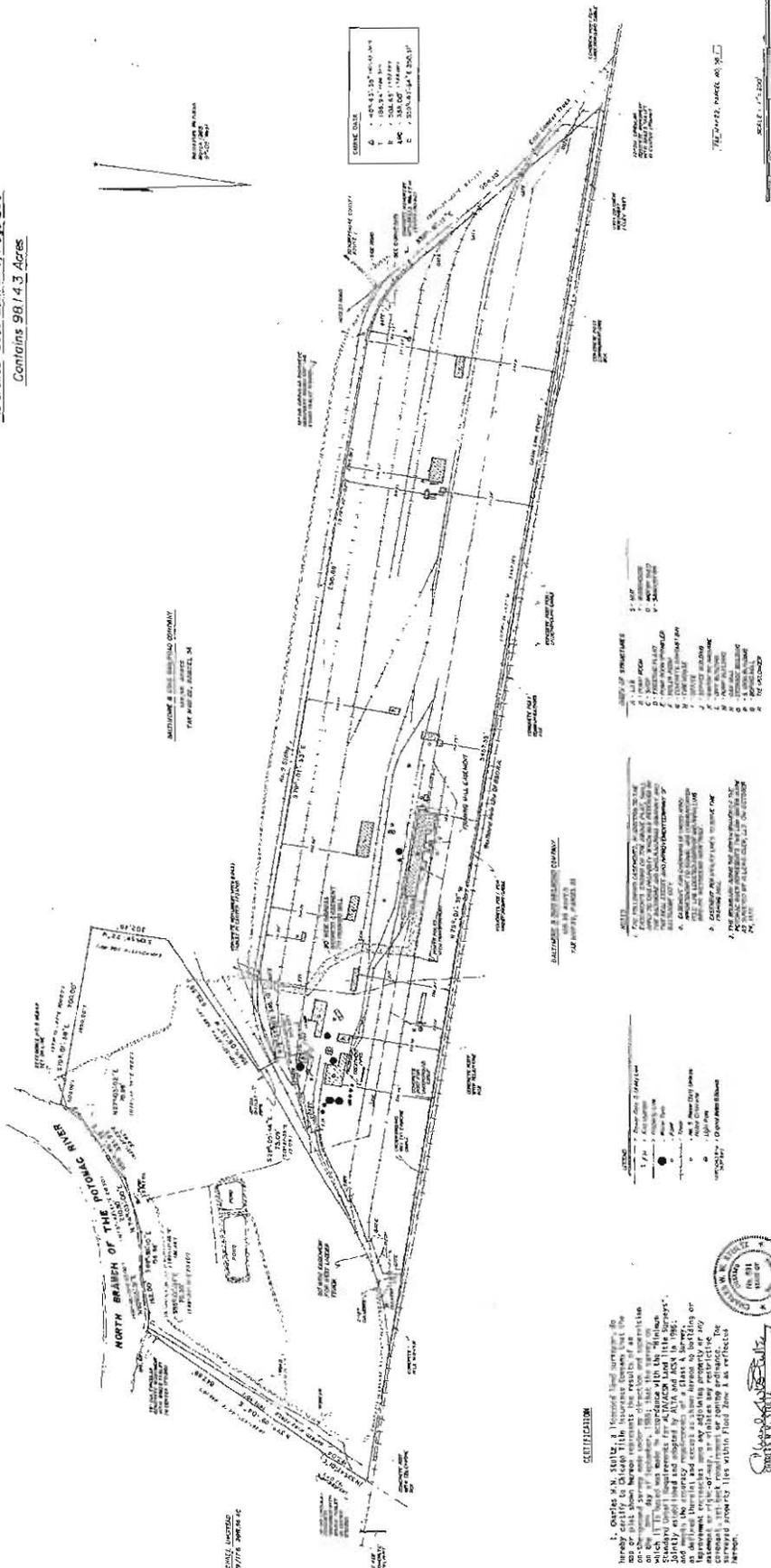
And the party of the first part agrees that he will warrant specially the property hereby conveyed.

This conveyance is made subject to any and all exceptions, reservations, restrictions, easements, rights-of-way and conditions as contained in prior deeds of conveyance in this chain of title.

Plan of Resurvey Of The Land Of
KOPPERS COMPANY, INC.
 Springfield District, Hampshire County, West Virginia
 Reference: Deed Book 200, Page 268
 Contains 99.1 ± 3 Acres



VICINITY MAP



ATTACHMENT B

