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Environmental Protection Northwest Regional Office

Recorded: 10/12/2021 at 09:20:25 AM Fee Amt: \$48.50 Page 1 of 17 Mercer County, PA Dee Dee Zickar Recorder of Deeds

F1102021-00011278

Environmental Covenant

When recorded, return to: Trinity Industries, Inc. 14221 North Dallas Parkway, Suite 1100 Dallas, TX 75254

The County Parcel Identification No. of the Property is: 09 056 235 001 GRANTOR: Trinity Industries, Inc.

PROPERTY ADDRESS: 100 York Street, Greenville, PA 16125

ENVIRONMENTAL COVENANT

This Environmental Covenant is executed pursuant to the Pennsylvania Uniform Environmental Covenants Act, Act No. 68 of 2007, 27 Pa. C.S. §§ 6501 – 6517 (UECA). This Environmental Covenant subjects the Property identified in Paragraph 1 to the activity and/or use limitations in this document. As indicated later in this document, this Environmental Covenant has been approved by the Pennsylvania Department of Environmental Protection (PADEP).

Property affected. The property affected (Property) by this Environmental 1. Covenant is located in Hempfield Township, Mercer County.

The postal street address of the Property is: 100 York Street, Greenville, PA 16125.

The latitude and longitude of the center of the Property affected by this Environmental Covenant is: Latitude 41.395897°; Longitude -80.386047°.

The Property has been known by the following name(s): Trinity Industries, Inc. (Trinity) South Plant and formerly known as Chicago Bridge & Iron Company (CB&I).

The DEP Primary Facility ID# is: #731732

A complete description of the Property is attached to this Environmental Covenant as Exhibit A. A map of the Property is attached to this Environmental Covenant as Exhibit B.

- Property Owner / GRANTOR / GRANTEE/HOLDER. Trinity 2. Industries, Inc. is the owner of the Property and the GRANTOR, GRANTEE, and HOLDER of this Environmental Covenant.
- The mailing address of the owners) is: 14221 North Dallas Parkway, Suite 1100, Dallas, TX 75254.
- Description of Contamination & Remedy. The Trinity South Plant was previously owned by Chicago Bridge & Iron Company (CB&I). CB&I began operation at the South Plant in 1911 and manufactured large water tanks and other equipment for the railroad industry. In 1989, Trinity purchased the South Plant, refurbished the facilities, and began manufacturing rail cars. Trinity continued to manufacture rail cars at the Site until

2000. The Trinity South Plant is currently inactive with Site workers performing only security and building/general Site maintenance.

The Remedial Investigation (RI) documented the presence of constituents of concern (COCs) in on-Site soil that exceeded the Pennsylvania Non-Residential soil medium specific concentrations (MSCs). The primary COC that exceeded Non-Residential MSCs was lead. To a lesser extent and in limited, specific areas of the Property, on-Site soils were impacted by volatile organic compounds (VOCs) (1,2,4-trimethylbenzene and 1,3,5-trimethylbenzene), semi-volatile organic compounds (SVOCs) (bis(2-ethylhexyl) phthalate and naphthalene), pesticides (dieldrin), and other metals (antimony, arsenic, hexavalent chromium, iron, manganese, mercury, nickel, and zinc).

As detailed in the February 27, 2013 Revised Cleanup Plan, the selected cleanup standards for the South Plant were the Site Specific Standard using pathway elimination and the Non-Residential Statewide Health Standard (SHS) for soil. The selected response actions to achieve those standards included a combination of excavation to approved action levels, off-Site disposal, on-Site consolidation/capping in the former disposal areas, and capping in place.

Following PADEP approval of the Revised Cleanup Plan and in accordance with the approved schedule, Trinity obtained construction related permits and mobilized to the Site in early 2014 to install erosion and sedimentation controls and perform pre-excavation delineation sampling. Soil cleanup activities began in Spring 2014 and continued through December 2014. After a planned winter shut-down, cleanup activities resumed in Summer 2015 and continued through September 2015. By the conclusion of soil cleanup activities, approximately 12,500 tons of soil were disposed off-Site and approximately 109,200 tons of soil were capped on-Site.

During the soil cleanup activities, previously unidentified polychlorinated biphenyls (PCB) impacts were identified and addressed in accordance with a risk-based PCB cleanup plan approved by the United States Environmental Protection Agency (USEPA). In addition, a previously unidentified manhole/sewer line was identified and investigated and abandoned in accordance with a supplemental investigation plan approved by PADEP.

In excavation areas, pre-excavation confirmation samples were collected at the excavation floor and wall limits of each impacted area (IA) and analyzed for IA specific COCs to demonstrate that soils had been successfully removed to the proposed cleanup standard for the IA. In the former disposal areas, the impacted soils were capped with a geosynthetic cap to achieve pathway elimination. For the PCB capped in place areas, two-feet of impacted soil was removed, and the excavation was filled with 18 inches of dense graded aggregate followed by a 6-inch concrete cap to achieve pathway elimination. At the completion of soil cleanup activities, the final excavation limits and extent of capped areas were surveyed.

A previous version of the Final Report addressing soil cleanup activities only was submitted in May 2017. That report was disapproved by PADEP in a letter dated August

15, 2017. In response, Golder and Trinity met with PADEP and agreed that a supplemental residual risk assessment (RRA Report) would be sufficient to address 1) the areas of the Site where attainment of the soil MSCs was not achieved and 2) the vapor intrusion and exposure to groundwater pathways that were not addressed in the 2017 report. The revised RRA report was submitted to PADEP on February 26, 2020 and approved by PADEP in May 2020.

Based on the results of the RRA, the current risks at the Site for residual impacts remaining in soil and groundwater do not exceed PADEP's risk limits of one for systemic effects (non-cancer risk) and 1E-04 for excess lifetime cancer risk estimates. In addition, no ecological impacts were identified.

The combined Final Report for Soil and Groundwater Cleanup Activities (Combined Final Report), which was approved by PADEP on March 30, 2021, documented the cleanup activities at the Site and demonstrated attainment of the following cleanup standards for soil and groundwater at or potentially migrating from the Site:

- Soils a combination of Non-Residential SHSs, Non-Residential risk-based Site-Specific cleanup standards for residual soils exceeding SHSs, and sitespecific standard of pathway elimination for soils contained in capped areas of the Site.
- Groundwater a combination of Residential Used Aquifer SHS for VOCs, SVOCs, pesticides, PCBs, and dissolved metals with the exception of 4bromophenyl phenyl ether, dissolved arsenic, dissolved iron, and dissolved manganese, and Residential Used Aquifer risk-based Site-Specific cleanup standards for the exceptions.

Appendix U of the approved Combined Final Report includes confirmatory monitoring activities to be conducted by the Holder as part of the post remediation care plan.

To maintain the Site-Specific Standards, the then current owner or occupant of the Property shall comply with the activity and use limitations (AULs) in Paragraph 5 below.

- 5. Activity & Use Limitations. The Property is subject to the following AULs, which the then current owner of the Property, and its tenants, agents, employees and other persons under its control, shall abide by:
 - (a) The Property shall be restricted to non-residential uses.
 - (b) A security fence is required around the capped former disposal areas as shown on Exhibit C1 and cannot be removed without prior written approval from the PADEP.
 - (c) The geosynthetic cap over the former disposal areas and the concrete caps in the PCB impacted areas shown in Exhibits C1-C3 shall be monitored and maintained to confirm the integrity of the caps.

- (d) Excavation in any capped area shall not be permitted without a soil management plan approved in advance by the PADEP and a health and safety plan.
- (e) The use of groundwater from the Property is prohibited.
- 6. <u>Notice of Limitations in Future Conveyances.</u> Each instrument hereafter conveying any interest in the Property subject to this Environmental Covenant shall contain a notice of the activity and use limitations set forth in this Environmental Covenant and shall provide the recorded location of this Environmental Covenant.
- 7. <u>Compliance Reporting</u>. In accordance with the PADEP approved Final Report, the current and future Owners are responsible for Operations & Maintenance (O&M) activities, which are found in the O&M Plan (Appendix T, Final Report) and include inspection, maintenance, and repair activities for the following items:
 - On-Site Geosynthetic Cap, including stream bank armoring;
 - Concrete Caps;
 - Stormwater Management System;
 - Perimeter Fence;
 - Access Roads; and
 - Active Monitoring Wells.

The results of O&M inspections, as well as scheduled maintenance and repair activities, are summarized in Annual Reports. The annual reports are to be submitted within 30 days following the end of the reporting period (i.e., no later than January 30th).

At the end of January 2024 and thereafter at the end of January every third year (2027, 2030, 2033, etc.), , the then current owner of the Property shall submit to the PADEP and any Holder listed in Paragraph 2 written documentation stating whether or not the activity and use limitations in this Environmental Covenant are being abided by. In addition, within 1 month after any of the following events, the then current owner of the Property shall submit, to the PADEP and any Holder listed in Paragraph 2, written documentation of the following: noncompliance with the activity and use limitations in this Environmental Covenant; transfer of the Property; changes in use of the Property; or filing of applications for building permits for the Property and any proposals for any site work, if the building or proposed site work will affect the contamination on the Property subject to this Environmental Covenant.

- 8. Access by the PADEP. In addition to any rights already possessed by the PADEP, this Environmental Covenant grants to the PADEP a right of reasonable access of the Property in connection with implementation or enforcement of this Environmental Covenant.
- 9. Recording & Proof of Notification. Within 30 days after the date of the PADEP's approval of this Environmental Covenant, the Owner shall file this

Environmental Covenant with the Recorder of Deeds for Mercer County and send a file-stamped copy of this Environmental Covenant to the PADEP within 60 days of recording. Within that time period, the Owner also shall send a file-stamped copy to each of the following: Hempfield Township and Mercer County and any Holder identified in this Environmental Covenant listed in Paragraph 2.

10. Termination or Modification.

- (a) This Environmental Covenant may only be terminated or modified in accordance with 27 Pa. C.S. §§ 6509 or 6510, or in accordance with this paragraph.
- (b) This Environmental Covenant may be amended or terminated as to any portion of the Property that is acquired for use as state highway right-of-way by the Commonwealth provided that: (1) the PADEP waives the requirements for an environmental covenant and for conversion pursuant to 27 Pa. C.S. §6517 to the same extent that this Environmental Covenant is amended or terminated; (2) the PADEP determines that termination or modification of this Environmental Covenant will not adversely affect human health or the environment; and (3) the PADEP provides 30-days advance written notice to the current property owner, each holder, and, as practicable, each person that originally signed the Environmental Covenant or successors in interest to such persons.
- (c) This Environmental Covenant shall terminate upon attainment, in accordance with 35 P.S. §§ 6026. 101 6026.908, with an unrestricted use remediation standard for the above-described contamination at the Property. The PADEP must approve, in writing, of such termination.
- (d) In accordance with 27 Pa. C.S. § 6510(a)(3)(i), Grantor hereby waives the right to consent to any amendment or termination of the Environmental Covenant by consent; it being intended that any amendment to or termination of this Environmental Covenant by consent in accordance with this Paragraph requires only the following signatures on the instrument amending or terminating this Environmental Covenant: (i) the Holder at the time of such amendment or termination; (ii) the then current owner of the Property and (iii) the PADEP.
- 11. **PADEP's Address.** Communications with the PADEP regarding this Environmental Covenant shall be sent to:

Anita M. Stainbrook Environmental Program Manager Pennsylvania Department of Environmental Protection 230 Chestnut Street Meadville, PA 16335

12. Severability. The paragraphs of this Environmental Covenant shall be severable and should any part hereof be declared invalid or unenforceable, the remainder shall continue in full force and effect between the parties.

ACKNOWLEDGMENTS by Owner(s) and any Holder(s), in the following form:

Date: ______ Name: Sarah Teachout

Title: Executive Vice President

APPROVED, by Commonwealth of Pennsylvania, Department of Environmental Protection

Date: 9-30-21 By: Int. y. Strinbunk

Name: Anita M. Stainbrook

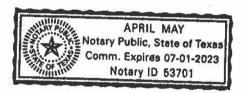
Title: Environmental Program Manager

STATE OF TEXAS)

COUNTY OF DALLAS) SS:

On this <u>17</u> day of <u>september</u>, 2021, before me, the undersigned officer, personally appeared <u>SaraiTeachout</u> [Owner, Grantor, Grantee, and Holder] who acknowledged herself to be the person whose name is subscribed to this Environmental Covenant, and acknowledged that she executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.



Pril May
Notary Public

COMMONWEALTH OF PENNSYLVANIA)

COUNTY OF <u>CRAWFORD</u>) SS:

On this 30 day of September, 2021, before me, the undersigned officer, personally appeared Anita M. Stainbrook who acknowledged herself to be the Environmental Program Manager of the Commonwealth of Pennsylvania, Department of Environmental Protection, Northwest Regional Office, whose name is subscribed to this Environmental Covenant, and acknowledged that she executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Commonwealth Of Pennsylvania - Notary Seal Jane O. Butryn, Notary Public Crawford County My Commission Expires Aug. 26, 2023 Commission Number 1264317

Notary Public

EXHIBIT A PROPERTY DESCRIPTION

Exhibit A

Legal Description¹

Being all those certain pieces or parcels of land situate in the Borough of Greenville and Hempfield Township, Mercer County, Pennsylvania, being bounded and described as follows:

PARCEL NO. 1: Beginning at a point where the southwestern edge of the right-of-way of York Street and the southern edge of the right-of-way of Pine Street meet; thence along lands owned by Bessemer and Lake Brie Railroad Company, formerly the Old Eric Extension Canal bed, the following courses and distances: South 28° 30' east, a distance of 48.45 feet to a point; thence south 24° 39' east, a distance of 227.2 feet to a point; thence south 10° 45' east, a distance of 200 feet to a point; thence south 0° 13' west, a distance of 196.40 feet to a point; thence south 10° 11' west, a distance of 200.00 feet to a point; thence south 10° 57' west, a distance of 278.40 feet to a point; thence south 11' 29' west, a distance of 491.70 feet to a poi: ; thence south 8° 56' west, a distance of 100.00 feet to a point; thence south 10° 17' west, a distance of 200.00 feat to a point; thence south 15° 9' west, a distance of 41.85 feet to a point; thence north 89° 14' west, along lands of the Greenville Steel Car Company, a distance of 1,354.28 feet to a point; thence north 21° 41' east, along the eastern right-of-way line formerly of the Brie Railroad Company, a distance of 2,839 feet to a point; thence south 29° 30' east, along land now or formerly of Brown, a distance of 38.50 feet to a point; thence south 21° 41' west, along land now or formerly of Brown, a distance of 192.70 feet to a point; thence south 89° 00' cast, along land now or formerly of Brown, a distance of 48.60 feet to a point; thence south 0° 53' west, along lands now or formerly of Alexander and the Charles S. Plowers Subdivision in the Robert and Mary Waugh Addition to the Borough of Greenville, as is recorded in Plan Book 1, Paga 82, a distance of 460 feet to a point; thence south 89" 0' east, along land now or formerly of Charles S: Flowers Subdivision in the Robert and Mary Waugh Addition to the Borough of Greenville, a distance of 120 feat to a point; thence south 0° 53' west, along the western edge of the right-of-way of Waugh Avenue, a distance of 35 feet to a point; thence south 86° 51' east, along the southern edge of the right-of-way of Pine Street, a distance of 290.78 feet to a point, the place of beginning.

Containing 52.23 acres.

PARCEL NO. 2: Beginning at a point where the northern edge of the right-of-way of Pine Street and the northwesterly edge of the right-of-way of York Street intersect; thence north 86° 51' west, along the northern edge of the right-of-way of Pine Street, a distance of 87.75 feet to a point; thence north 2° 16' east, along lands now or formerly of Kasonovich, Mrvos Estate and Landfried, a distance of 146.01 feet to a point; thence south 28° 30' east, along the old canal bed, a distance of 171.50 feet to a point, the place of beginning, containing 0.15 of an acre.

PARCEL NO. 3: Beginning at a point on the western edge of the right-of-way of York Street, where the property herein described meets the property now or formerly of Allen Collins; thence south 0° 39' west, along the western edge of the right-of-way of York Street, a distance of 92.87 feet to an iron pin; thence south 59° 33' west, along the northwesterly edge of the right-of-way of York Street, a distance of 66.50 feet to a point; thence north 28° 32' west, along the old canal bed, a distance of 138.93 feet to a point; thence north 0° 39' east, along the old canal bed, a distance of 4.70 feet to a point at the northwest corner of lands herein described; thence south 89° 55' east, along land now or formerly of Allen Collins, a distance of 124.70 feet to a point, the place of beginning, containing 0.25 of an acre.

All in accordance with a survey of the premises prepared by Ronald P. Bittler, P.L.S., dated June 3, 1985, and revised December 23, 1988.

From Warranty Deed dated January 30, 1989.

EXHIBIT B PROPERTY MAP

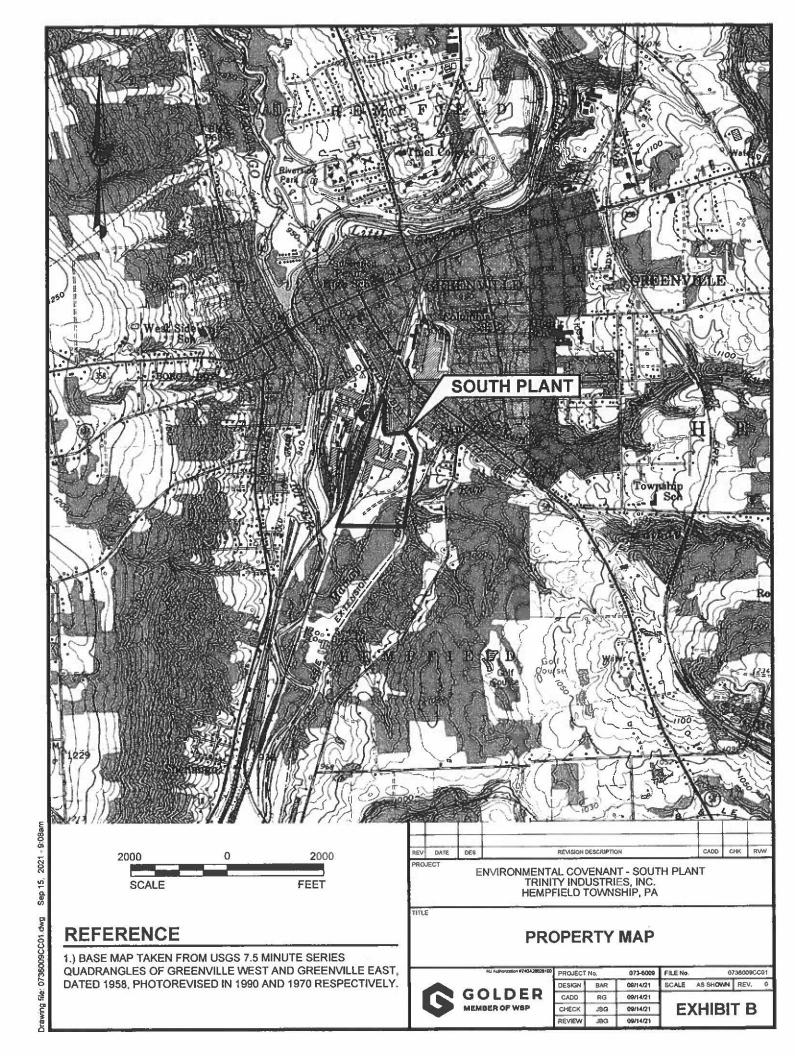
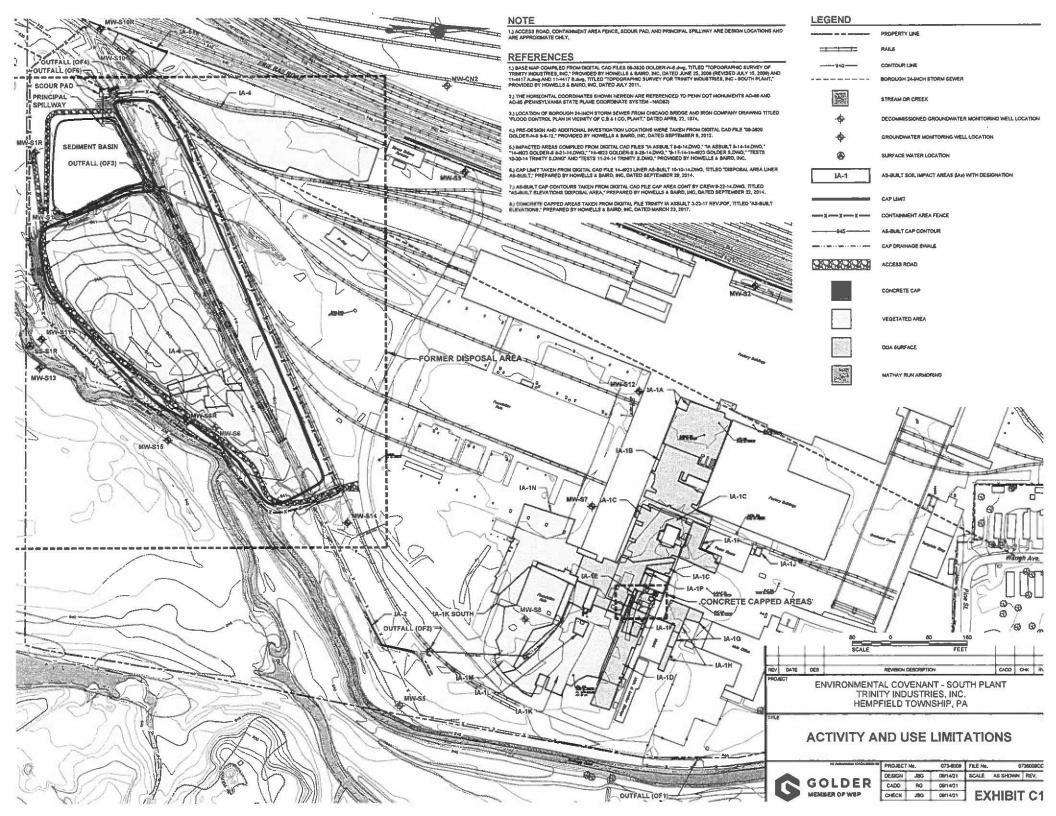
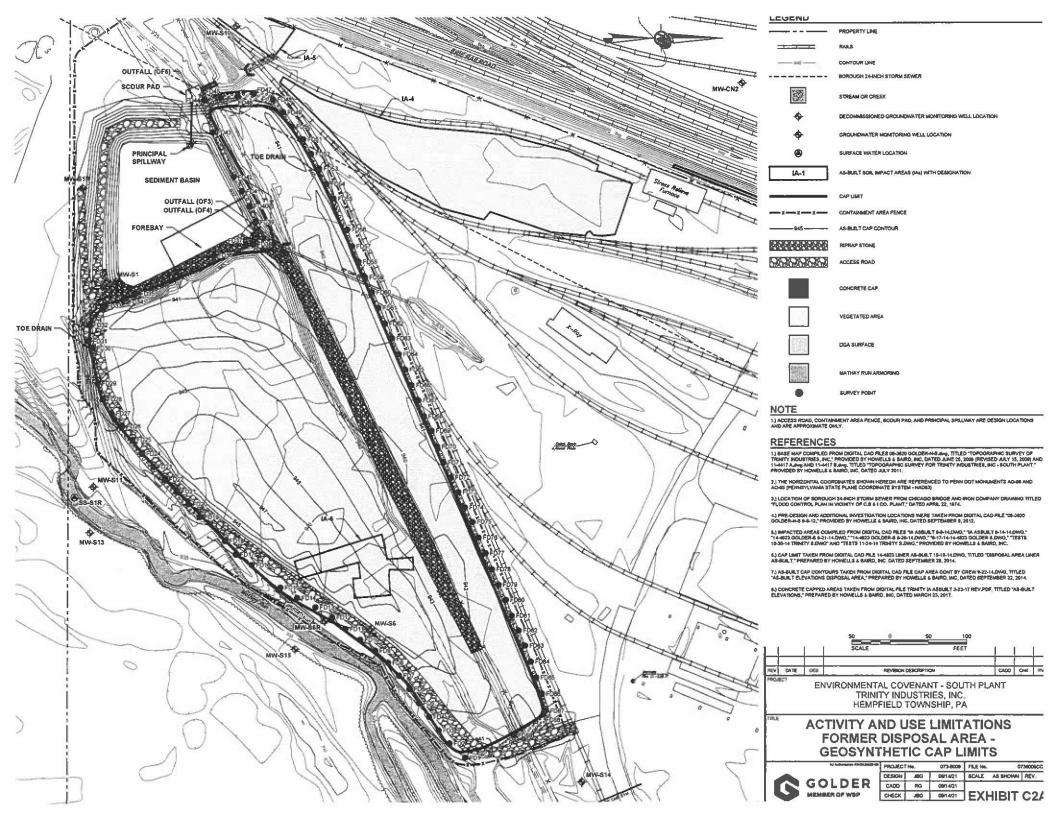


EXHIBIT C ACTIVITY & USE LIMITATIONS





				D		isposal Area Cove					
	As-Built	Coord	inates	Penns	As-Built	Plane Coordinate	inates	ES	As-Built	Coord	inates
ID	Survey Point	Northing	Easting	. ID	Survey Point	Northing	Easting	.ID	Survey Point	Northing	Easting
FD1	15549	458072.9469	1245489.026	FD31	15403	457584.2358	1244942.958	FD61	15432	457961.0742	1244900.832
FD2	15542	458052.5721	1245469.717	FD32	15555	457584.9511	1244921.798	FD62	15444	457969.4648	1244920.928
FD3	15541	458038.3639	1245452.49	FD33	15559	457603.1108	1244897.136	FD63	15445	457978.9101	1244940.489
FD4	15537	458025.897	1245434.59	FD34	15570	457632.5819	1244887.441	FD64	15455	457987.6202	1244960.724
FD5	15536	458012.8873	1245416.661	FD35	15571	457646.0152	1244881.036	FD65	15456	457996.0537	1244980.897
FD6	15532	458000.5413	1245398.989	FD36	15392	457747.4763	1244831.208	FD66	15465	458004.0586	1245001.46
FD7	15531	457986.9628	1245381.499	FD37	15391	457789.4743	1244817.819	FD67	15466	458012.9093	1245021.508
FD8	15523	457972.709	1245364.729	FD38	15390	457798.6059	1244817.043	FD68	15473	458020.288	1245042.343
FD9	15522	457956.0806	1245348.661	FD39	15359	457801.8872	1244788.047	FD69	15474	458030.0562	1245061.74
FD10	15518	457936.7371	1245334.421	FD40	15360	457794.1207	1244767.601	FD70	15485	458037.4093	1245082.388
FD11	15517	457917.4477	1245319.931	FD41	15365	457784.0311	1244748.344	FD71	15486	458045.5637	1245102.554
FD12	15511	457900.2641	1245304.405	FD42	15366	457773.382	1244729.598	FD72	15493	458055.0869	1245122.185
FD13	15510	457878.6232	1245291.12	FD43	15377	457746.1912	1244670.801	FD73	15494	458064.6261	1245141.467
FD14	15502	457854.893	1245278.873	FD44	15378	457735.7582	1244628.912	FD74	15506	458073.1386	1245161.625
FD15	15498	457833.094	1245265.538	FD45	15379	457756.6175	1244625.854	FD75	15507	458083.3065	1245180.877
FD16	15490	457795.9015	1245236.175	FD46	15380	457778.7154	1244624.518	FD76	15513	458091.0874	1245201.557
FD17	15483	457775.1438	1245222.413	FD47	15381	457799.9921	1244621.069	FD77	15514	458100.0661	1245221.773
FD18	15482	457761.1639	1245205.095	FD48	15373	457824.7215	1244628.235	FD78	15520	458108.3636	1245242.641
FD19	15468	457728.6992	1245173.186	FD49	15372	457837.9102	1244645.086	FD79	15521	458116.819	1245262.42
FD20	15462	457713.5461	1245156.396	FD50	15369	457849.5225	1244663.503	FD80	15527	458126.2542	1245282.05
FD21	15460	457699.173	1245139.586	FD51	15368	457863.987	1244680.346	FD81	15528	458133.7641	1245302.761
FD22	15451	457682.9349	1245123.427	FD52	15363	457874.2292	1244699.573	FD82	15534	458143.0587	1245322.551
FD23	15448	457667.9751	1245106.926	FD53	15362	457884.9318	1244718.581	FD83	15535	458151.2578	1245342.535
FD24	15439	457653.2993	1245089.989	FD54	15358	457893.9837	1244738.83	FD84	15538	458158.7124	1245363.588
FD25	15436	457641.0388	1245072.042	FD55	15382	457903.4589	1244758.364	FD85	15539	458165.4418	1245384.323
FD26	15427	457627.6622	1245054.788	FD56	15411	457921.2379	1244798.398	FD86	15544	458172.877	1245405.13
FD27	15426	457613.999	1245037.454	FD57	15412	457927.2631	1244819.956	FD87	15545	458177.8234	1245426.904
FD28	15417	457602.8966	1245018.798	FD58	15422	457935.5752	1244840.271	FD88	15553	458175.2176	1245431.488
FD29	15415	457595.868	1244997.714	FD59	15423	457943.9554	1244860,603	FD89	15552	458136.1611	1245458.681
FD30	15404	457589.0517	1244951.944	FD60	15431	457953.13	1244880.352			ATTENDED TO STATE OF	

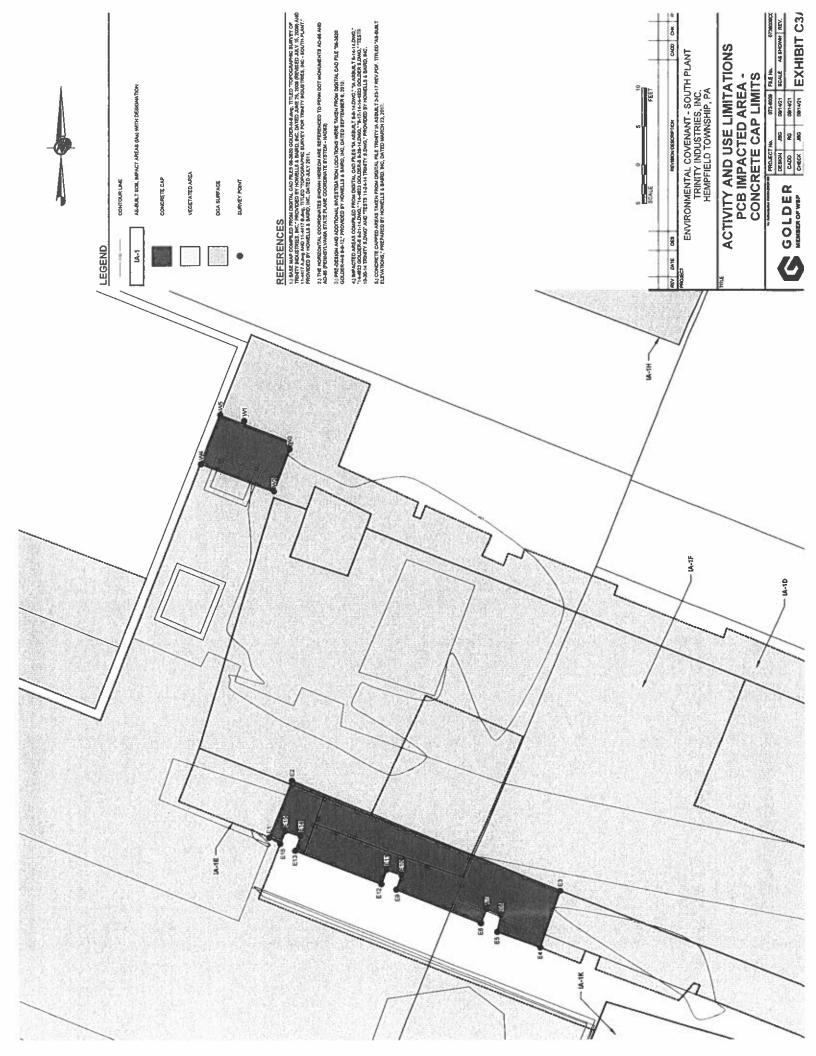
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ENVIRONMENTAL COVENANT - SOUTH PLANT TRINITY INDUSTRIES, INC. HEMPFIELD TOWNSHIP, PA

ACTIVITY AND USE LIMITATIONS FORMER DISPOSAL AREA -GEOSYNTHETIC CAP LIMITS



PROJECT	No.	073-8009	FILE No.	0	736009CC
DESIGN	JBG	09/14/21	SCALE /	AS SHOWN	REV.
CADD	RG	09/14/21		200	
CHECK	JBG	09/14/21	FXH	IRIT	CZE



PCB	Impacted Are	PCB Impacted Area - Western Concrete Cap Limits	rete Cap Limits
Penns	yivania State	Pennsylvania State Plane Coordinate System - NAD83	System - NAD83
	As-Built	Coord	Coordinates
	Survey		
Ω.	Point	Northing	Easting
W	16680	458871.808	1245670.122
W2	16867	458868.084	1245676.076
W3	16868	458862.595	1245673.977
W4	16869	458866,144	1245664.469
WS	16679	458872.582	1245667.011

PCB	Impacted Ar	PCB Impacted Area - Eastern Concrete Cap Limits	ete Cap Limits
Penns	Ivania State	Pennsylvania State Plane Coordinate System - NAD83	System - NAD83
	As-Built	Coord	Coordinates
	Survey		
Ω	Point	Northing	Easting
E1	16870	458817.535	1245673.192
E2	16871	458824.943	1245676.284
E3	16872	458810.562	1245711.182
E4	16873	458803.203	1245708.535
ES	16874	458805.234	1245702.889
E6	16875	458807.428	1245703.402
E7	16876	458808.251	1245701.475
E8	16877	458806.373	1245700.785
E9	16878	458810.77	1245689.833
E10	16879	458812.644	1245690.534
E11	16880	458813.356	1245688.549
E12	16881	458811.478	1245687.86
E13	16882	458815.839	1245676.684
E14	16883	458817.713	1245677.383
E15	16884	458818.383	1245675.361
E16	16885	458816.744	1245674.687

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ACTIVITY AND USE LIMITATIONS PCB IMPACTED AREA CONCRETE CAP LIMITS

	AL ALBERTAN CO-CONTROL OF	PROJECT	r No.	073-6008	FILE No.	(0	0738COBCX
4		DESIGN	180	1291421	SCALE	AS SHOWN	REV.
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,	MERRER OF WEP	CHECK	DBC	09/14/21	X	XHIRIT CSF	23