

**NEW YORK STATE DEPARTMENT OF ENVIRONMENTAL CONSERVATION**

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December 7, 2016

**SENT VIA FIRST CLASS MAIL and by  
ELECTRONIC MAIL**

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**RE: Amended and Restated Multi-Site Order on Consent  
New York State Electric & Gas Corporation**

Dear Mr. Walsh:

Enclosed for your files is the fully executed Amended and Restated Multi-Site Order on Consent referencing New York State Electric & Gas Corporation and the former manufactured gas plant sites as described in Exhibit A of the Order.

If you have any further questions or concerns relating to this matter, please contact Dolores Tuohy at 518-402-9510.

Sincerely,



Maria Mastroianni  
Remediation Bureau  
Office of General Counsel

Enclosure

cc w/enc: Mr. John Ruspantini  
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P.O. Box 5224  
Binghamton, NY 13904



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NEW YORK STATE  
DEPARTMENT OF ENVIRONMENTAL CONSERVATION

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In the Matter of the Development  
and Implementation of a Former  
Manufactured Gas Plant (MGP) Sites  
Investigation and Remediation Program  
by New York State Electric & Gas Corporation,  
Respondent

AMENDED AND  
RESTATED MULTI-SITE  
ORDER ON CONSENT  
Index #D0-0002-9309

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WHEREAS:

1. The New York State Department of Environmental Conservation (the "Department") is responsible for enforcement of the Environmental Conservation Law, which, inter alia, requires the Department to carry out the environmental policy of the State set forth by Article 3, Title 3 of the Environmental Conservation Law ("ECL") 3-0301.1. The Department may issue and otherwise enter into orders consistent with the authority granted to the Commissioner by the ECL and Title 6 of the Official Compilation of Codes, Rules and Regulations of the State of New York ("6 NYCRR"), including this Amended and Restated Multi-Site Order on Consent.

2. The New York State Electric & Gas Corporation ("Respondent") is a business corporation organized under the laws of the State of New York with offices at 18 Link Drive, Binghamton, New York 13904.

3. Respondent is aware of former manufactured gas plant ("MGP") sites at the locations listed in Table "A" of Paragraph I of this Order and illustrated on the maps attached as Exhibit "A" at which coal tar and associated hazardous substances ("MGP wastes") were, or which may have been, released at various times in the past by Respondent or its predecessors or affiliates (individually, "the Site;" collectively, "the Sites"). Respondent also is the owner of other former MGP sites. The term "Site" shall be construed to mean: (i) each individual property, or (ii) collectively, all of the adjoining properties, once related to the MGP, when the context of this Amended and Restated Multi-Site Order requires such construction to give full meaning to this Order. For purposes of the Department's issuance of a Certificate of Completion ("COC") pursuant to 6 NYCRR 375-1.9(b), the term "Site" shall be construed to mean each such individual property or set of adjoining properties once related to the MGP for which the Department is satisfied that the remediation requirements have been or will be achieved in accordance with the time-frames set forth in the approved remedial work plan.

4. The Department asserts that its authority to require abatement and remediation of releases of, inter alia, hazardous substances as that term is defined in 42 U.S.C. 9601(14), including constituents of MGP wastes, that are in violation of law or that exceed State environmental quality standards (as those set forth in 6 NYCRR Part 703) ("hazardous substances"), is varied, including, but not limited to, ECL 1-0101, 3-0301, 71-1929, 71-2703, and 71-2705. In addition, the Department asserts that it has the power, inter alia, to provide for the prevention and abatement of all water, land, and air pollution caused by, inter alia, the release of hazardous substances into the environment. ECL 3-0301.1.i. Furthermore, the Department asserts that it has authority to require abatement and remediation of significant threats to the public health or the environment caused by threatened releases of hazardous substances that are hazardous wastes as that term is defined in ECL 27-1301.

5. Respondent is subject to an Order on Consent that was executed on March 30, 1994 and subsequently modified on December 11, 1996, March 27, 2006 and March 26, 2007, DEC Index No. D0-0002-9309 (together with appendices and any other modifications and prior related orders, the "Original Multi-Site Order"), pertaining to the former MGP Sites listed in Table "A" of Paragraph I of the Original Multi-Site Order at which MGP wastes were, or may have been, released at various times in the past by Respondent or its predecessors or affiliates, all as described in the Original Multi-Site Order. The Department and the Respondent now desire to further modify, and to amend and restate, the Original Multi-Site Order as set forth in this Amended and Restated Multi-Site Order on Consent (together with appendices, the "Amended and Restated Multi-Site Order"). The purpose of this Amended and Restated Multi-Site Order is to conform the Original Multi-Site Order to current statutes and regulations, as well as to add the Corning Chestnut Street MGP Site, located at the corner of Tioga Avenue and Chestnut Streets, Corning, Steuben County, New York (Site No. 851035), as Item 35 in the list in Table "A" of Paragraph I (see attached map), and to add the Reynolds Road Disposal Site, located at 1201 Reynolds Road, Town of Union, Broome County, New York (Site No. 704056), as Item 36 in the list in Table "A" of Paragraph I (see attached map).

6. The Department and Respondent agree that the goals of this Amended and Restated Multi-Site Order are for Respondent to gather and provide data pertaining to each of the Sites sufficient to constitute a Site Characterization ("SC") which provides for the identification of the presence of any hazardous wastes, including their related degradation products and hazardous substance constituents, which are or may be present at the Site and that will enable the Department to characterize such hazardous wastes and hazardous substances, as that term is defined in 42 USC 9601(14) (including MGP wastes) and determine whether such hazardous substances constitute a significant threat to public health or the environment necessitating remediation; and with respect to each Site at which the hazardous wastes constitute a significant threat to public health or the environment to: (i) prepare and append to the applicable work plan a site-specific Citizens Participation ("CP") Plan to facilitate the remedial process and enable citizens to participate more fully in decisions that affect their health in accordance with 6 NYCRR §375-1.10, (ii) develop and implement a Remedial Investigation ("RI") which provides for the investigation of the nature and extent of contamination at the Site and prepare a Feasibility Study ("FS") to develop options for remedial action and which identifies and evaluates one or more of those remedial alternatives for effectiveness under the criteria for remedy selection in 6 NYCRR 375-1.8(f) for any Site the Department determines, based upon the results of the SC, to require the more comprehensive evaluations and assessments that would be provided through the Remedial Investigation/Feasibility Study ("RI/FS") process; (iii) develop and implement a Remedial Design ("RD") work plan which provides the final plans and specifications for implementing the remedial alternative selected in the Department's Record of Decision ("ROD") on a schedule and to an extent acceptable to the Department, or if a formal remedial design is not required prior to implementation of the remedy, a Remedial Action ("RA") work plan, to remediate each Site that the Department determines is in need of remediation, including authorizing Respondent to develop and implement Interim Remedial Measures ("IRMs") that the Department determines to be appropriate; (iv) prepare a Final Engineering Report ("FER") that documents the implementation of the completed remedial program and identifies required institutional and engineering controls and which includes the approved Site Management Plan ("SMP") that provides for the monitoring and/or operation and maintenance of a remedy that the FER describes as including post-remedial construction restrictions or controls, including, without limitation, an Institutional and Engineering Control Plan, and, where necessary, an Operation and Maintenance Plan ("O&M Plan") for any mechanical or physical components of the remedial program, a Monitoring Plan for monitoring and reporting the performance and/or effectiveness of the remedy, and an Excavation Plan where the remedial program for the Site or area of the Site does not achieve a soil cleanup which allows for a residential use, and (v) pay for the State's reasonable administrative and oversight costs associated with implementation of this Amended and Restated Multi-Site Order.

7. Solely with regard to the matters set forth below, Respondent, without admitting or denying the Department's authority to require investigation and remediation of hazardous substances at the Sites listed in Table "A" of Paragraph I of this Amended and Restated Multi-Site Order and having waived its right to a hearing herein as provided by law, and having consented to the issuance and entry of this Amended and Restated Multi-Site Order, agrees to be bound by its terms. Respondent consents to and agrees not to contest the authority or jurisdiction of the Department to issue or enforce this Amended and Restated Multi-Site Order; and agrees not to contest the validity of this Amended and Restated Multi-Site Order or its terms. However, should the Department request that this Amended and Restated Multi-Site Order be revised, Respondent reserves all of its rights provided by law and the ECL.

8. Respondent and the Department agree that Respondent shall not be responsible under this Amended and Restated Multi-Site Order to investigate, gather data concerning, or remediate those hazardous substances that may exist at or originate from any Site listed in Table "A" of Paragraph I of this Amended and Restated Multi-Site Order if, respecting that Site, all the following criteria are met:

- a. Respondent no longer owns or controls the Site where the hazardous substances are found;
- b. the original disposal and/or release of the hazardous substances occurred after Respondent or its predecessors or affiliates sold or returned control of the Site to its owner;
- c. the hazardous substances were not generated, stored, treated, or disposed at the Site while Respondent or its predecessors or affiliates owned or controlled the Site; and
- d. investigation and remediation of the hazardous substances would require Respondent to perform activities and incur costs not necessary to study, characterize, and remediate hazardous substances at the Site that were generated, treated, stored, disposed or released at the Site during the ownership or control of Respondent or any of its predecessors or affiliates.

NOW, having considered this matter and being duly advised, IT IS ORDERED THAT:

I. Initial Submittals

A. Unless otherwise agreed with respect to specific Sites, no later than forty-five (45) Days after this Amended and Restated Multi-Site Order becomes, or the Original Multi-Site Order became, applicable to a Site, Respondent shall submit to the Department all data and information it has respecting such Site. The data and other information shall include, at a minimum:

(1) A brief history and description of the Site, including the types, quantities, physical state, location, and, if applicable, dates of spillage, disposal and/or release of MGP wastes, including methods of spillage, disposal and/or release of such wastes;

(2) A comprehensive list and copies of all existing relevant reports with titles, authors, and subject matter, as well as a description of the results of all previous investigations of each Site and areas in the vicinity of each Site, including copies of all available topographic and property surveys, engineering studies and aerial photographs; and

(3) An 8.5 inch by 11 inch portion of a United States Geological Survey topographic map of the Site which contains the name of the quadrangle and an arrow indicating the orientation of a northern compass point.

TABLE "A" to PARAGRAPH I.

1. Auburn (Clark Street)
2. Auburn (Green Street)
3. Auburn (McMaster Street)
4. Clyde
5. Cortland/Homer
6. Dansville
7. Elmira (Madison Avenue)
8. Elmira (Water Street)
9. Geneva (Border City)
10. Geneva (Wadsworth Street)
11. Goshen
12. Granville
13. Ithaca (Cayuga Inlet)
14. Ithaca (Court Street)
15. Ithaca First Street)
16. Lockport (State Road)
17. Lockport (Transit Road)
18. Lyons
19. Mechanicville (Central Avenue)
20. Mechanicville (Coon's Crossing)
21. Newark
22. Norwich
23. Oneonta
24. Owego
25. Palmyra
26. Penn Yan (Jackson Street)
27. Penn Yan (Water Street)
28. Plattsburgh (Bridge Street)
29. Plattsburgh (Saranac Street)
30. Seneca Falls
31. Warsaw
32. Waterloo
33. Waterville
34. Cortland (Charles Street) Former Remote Gas Holder
35. Corning Chestnut Street Manufactured Gas Plant (Site No. 851035)
36. Reynolds Road Disposal Site (Site No. 704056)

B. Work Plans

(1) All Work Plans submitted pursuant to the Amended and Restated Multi-Site Order shall be prepared in accordance with 6 NYCRR §375-1.6 and consistent with Department's generally applicable technical guidance. All Work Plans submitted to the Department shall be submitted with the time frames set forth in a conceptual target schedule in Exhibit "B" ("Schedule"), and each such Department-approved Work Plan shall be incorporated into and become an enforceable part of this Amended and Restated Multi-Site Order.

(2) The work plans, studies, analyses, reports and other plans (generically, "Work Plan" or "Work Plans") under this Amended and Restated Multi-Site Order shall be consistent with the Department's generally applicable technical guidance, in reference to the specific Site to which the Work Plan.

### C. Updating of the Schedule

For 2015, Work Plans shall be submitted in accordance with the time frames set forth in the Schedule. Thereafter, the Respondent can submit such other and additional work plans as the Department deems appropriate. By January 31st of each succeeding year, Respondent shall submit for the review and approval of the Department an updated Schedule, and provided that Respondent has submitted an updated Schedule by January 31st of each succeeding year, Respondent may also submit for the review and approval of the Department one or more other updates to the Schedule as circumstances may warrant. If the Department disapproves the proposed update to the Schedule, the Department's notice shall include an explanation of the basis for the disapproval. Within thirty (30) Days after receiving such written notice of disapproval, Respondent shall elect in writing to: (i) update the Schedule in accordance with the Department's comments, or (ii) invoke dispute resolution pursuant to Subparagraph XVIII.A of this Amended and Restated Multi-Site Order; and only if Respondent in its sole discretion is dissatisfied with the results of dispute resolution pursuant to Subparagraph XVIII.A of this Order, may Respondent elect in writing to terminate this Amended and Restated Multi-Site Order in accordance with Subparagraph XVII.A with respect to such Site for which a schedule could not be agreed. The updated Schedule, once approved by the Department, shall be substituted for the schedule in Exhibit "B" and become the applicable schedule under this Amended and Restated Multi-Site Order.

## II. Site Characterization ("SC")

A. Unless otherwise agreed with respect to specific Sites, Respondent shall submit a proposed SC Work Plan for a Site to the Department within one hundred twenty (120) Days after this Amended and Restated Multi-Site Order becomes, or the Original Multi-Site Order became, applicable to such Site for the Department's review and approval. The Department shall review the data and information that Respondent shall submit under Paragraph I of this Order for the purpose of determining the adequacy of the SC Work Plan to generate sufficient additional data to enable the Department to characterize the nature of any hazardous substances at the Site and to determine whether such substances at such Site may constitute a significant threat to public health or the environment necessitating remediation. The Department shall determine in consultation with Respondent whether the schedule included in the SC Work Plan for its implementation is appropriate under the circumstances.

B. The Department may revise the SC Work Plan submittal date and the field work start date, or either of them, for any Site identified in Table "A" of Paragraph I if information is developed, or otherwise becomes available, indicating the existence of a condition or circumstance justifying immediate or near-term evaluation or response at that Site which otherwise would not be addressed until a later time. Each Site's SC Work Plan shall describe the methods and procedures to be implemented in undertaking a study at the Site to which it pertains that will cause the generation of information sufficient to enable the Department to characterize the nature of any hazardous substances at the Site and to determine whether hazardous wastes at such Site may constitute a significant threat to public health or the environment necessitating remediation.

C. (1) Any proposed Work Plan, including without limitation the SC Work Plan, shall be submitted for the Department's review and approval, and shall include, at a minimum, a chronological description of the proposed activities, a schedule for performance of those activities, sufficient detail to allow the Department to evaluate that Work Plan and must be prepared by a professional engineer or qualified environmental professional. All such Work Plans, other than a SC

Work Plan or RI Work Plan, must be prepared under the supervision of, and signed and sealed by, a professional engineer. Upon the Department's written approval of a Work Plan, including without limitation the SC Work Plan, such Department-approved Work Plan shall be incorporated into and become an enforceable part of this Amended and Restated Multi-Site Order and shall be implemented in accordance with the schedule contained therein. In the event that the Department disapproves a proposed Work Plan, including without limitation the SC Work Plan, the Department's notice shall include an explanation of the basis for the disapproval. Within thirty (30) Days after receiving such written notice of disapproval, Respondent shall elect in writing to: (i) modify or expand the proposed Work Plan to address the Department's concerns, or (ii) invoke dispute resolution pursuant to Subparagraph XVIII.A; and only if Respondent in its sole discretion is dissatisfied with the results of dispute resolution pursuant to Subparagraph XVIII.A of this Order, may Respondent elect in writing to terminate the applicability of this Amended and Restated Multi-Site Order to the Site to which the proposed Work Plan applied pursuant to Subparagraph XVII.A.

(2) If the Department requests modification to the Work Plan, including without limitation the SC Work Plan, the reasons for such modification shall be provided in writing. Within thirty (30) Days after receiving the modification request, Respondent shall elect in writing to: (i) modify or expand the proposed Work Plan to address the Department's concerns, or (ii) invoke dispute resolution pursuant to Subparagraph XVIII.A; and only if Respondent in its sole discretion is dissatisfied with the results of dispute resolution pursuant to Subparagraph XVIII.A of this Order, may Respondent elect in writing to terminate the applicability of this Amended and Restated Multi-Site Order to the Site to which the proposed Work Plan applied pursuant to Subparagraph XVII.A.

D. If after review of the data generated during and after implementation of the Department-approved SC Work Plan for a particular Site the Department determines that the hazardous substances found at the Site constitute a significant threat to the environment and that response actions are needed in addition to any IRMs the Department may approve or may have approved for the Site under Paragraph III of this Amended and Restated Multi-Site Order to address adverse environmental conditions at the Site, the Department shall notify Respondent of that determination and within ninety (90) Days after receipt of that notification or within the time frames set forth in the Schedule, Respondent shall submit to the Department a work plan for that Site under Paragraph IV.B of this Amended and Restated Multi-Site Order that shall incorporate all appropriate elements of an RI/FS as set forth in the Comprehensive Environmental Response, Compensation, and Liability Act of 1980 ("CERCLA") [42 USC 9601 et seq.], as amended; the National Contingency Plan ("NCP") of March 8, 1990 [40 CFR Part 300]; the USEPA guidance document entitled "Guidance for Conducting Remedial Investigations and Feasibility Studies under CERCLA," dated October 1988 and any subsequent revisions to that guidance document in effect at the time the Remedial Investigation/Feasibility Study Work Plan is submitted, and 6 NYCRR §375-1.6; and be consistent with all appropriate USEPA and Department technical and administrative guidance documents (the "RI/FS Work Plan" for that particular Site).

### III. IRMs

A. (1) Respondent may propose one or more IRMs for any Site, and Respondent may propose a treatability study as an IRM.

(2) In proposing each IRM, Respondent shall submit to the Department a work plan that includes a chronological description of the anticipated IRM activities together with a schedule for performance of those activities (an "IRM Work Plan" for that Site).

(3) Upon the Department's determination that the proposal is an appropriate IRM and upon the Department's approval of such work plan, the IRM Work Plan shall be incorporated into and become an enforceable part of this Amended and Restated Multi-Site Order; and Respondent



shall submit to the Department for its review and (as appropriate) approval, in accordance with the schedule contained in the Department-approved IRM Work Plan, detailed documents and specifications prepared, signed, and sealed by a professional engineer to implement the Department-approved IRM. Such documents shall include a health and safety plan, contingency plan, and (if the Department requires such) a CP Plan. Respondent shall then carry out such IRM in accordance with the requirements of the approved IRM Work Plan, detailed documents and specifications, and this Amended and Restated Multi-Site Order. Respondent shall notify the Department of any significant difficulties that may be encountered in implementing the Department-approved IRM Work Plan, detailed documents, or specifications and shall not modify any obligation unless first approved by the Department.

(4) During implementation of all construction activities identified in the Department-approved IRM Work Plan, Respondent shall have on-Site a full-time representative who is qualified to supervise the work done.

(5) Within the schedule contained in the Department-approved IRM Work Plan, Respondent shall submit to the Department a final report, designated a Construction Completion Report ("CCR"), that includes a certification that all activities that comprised the IRM were performed in full accordance with the Department-approved IRM Work Plan, the detailed documents and specifications, and this Amended and Restated Multi-Site Order.

(i) The CCR shall include "as-built" drawings and a certification by a professional engineer that the IRM was implemented and all construction activities were completed in accordance with the Department-approved IRM Work Plan, including the detailed documents and specifications for the IRM. The CCR shall be prepared under the supervision of, and, signed and sealed by, a professional engineer.

(ii) If the Department-approved IRM Work Plan encompasses activities that require operation, monitoring, or maintenance, the CCR shall also include a detailed Interim SMP, which may be certified by a qualified environmental professional.

(iii) Upon the Department's approval of the CCR and, if any, the Interim SMP, Respondent shall implement the O & M Plan, Monitoring Plan and Excavation Plan, if any, in accordance with the requirements of the Department-approved Interim SMP.

(6) After receipt of the CCR, Interim SMP, if any, and certification, the Department shall notify Respondent in writing whether the Department is satisfied that the IRM was completed in compliance with the Department-approved IRM Work Plan and design.

(7) The Department shall determine, upon its approval of each CCR resulting from the implementation of an IRM Work Plan, whether additional remediation is needed to allow the Site to be used for its current, intended and reasonably anticipated use.

B. In implementing any IRM approved by the Department under this Amended and Restated Multi-Site Order, Respondent shall be exempt from the requirement to obtain any permit issuable by the Department for an activity that is conducted on the Site and the Department determines that the activity is conducted in a manner which satisfies all substantive technical requirements applicable if the activity were conducted pursuant to a permit issued by the Department. For purposes of this Amended and Restated Multi-Site Order, an activity is "on the Site" if it is conducted on the same premises as the Site, or if it is conducted on different premises that are under common control or are contiguous to or physically connected with the Site and the activity manages exclusively hazardous substances for which Respondent is liable (except in situations where the SC discloses the existence of off-Site hazardous substance deposits derived from, or otherwise related to materials deposited on-Site, in which case such

deposits shall be deemed "on-Site" and subject to this Amended and Restated Multi-Site Order to the extent Respondent is able to obtain access for purposes of investigation and/or removal).

IV. Performance and Reporting of SC and RI

A. (1) In accordance with the schedule contained in a Site's Department-approved SC Work Plan, Respondent shall commence that Site's SC.

(2) Respondent shall perform the SC in accordance with that Site's Department-approved SC Work Plan.

(3) During the performance of that Site's Department-approved SC, Respondent shall have at such Site a full-time representative who is qualified to supervise the work done. Respondent's designated representative may be a qualified employee of a consultant or contractor.

(4) In accordance with the schedule contained in a particular Site's Department-approved SC Work Plan, Respondent shall prepare a SC Report pertaining to that Site that shall:

(i) include all data generated and all other information obtained as part of the implementation of the SC Work Plan for that Site;

(ii) provide all assessments and evaluations set forth in CERCLA, the NCP, and the guidance documents identified in Subparagraph II.D of this Order, and the SC Work Plan for that Site, including a statement of any additional data that must be collected; and

(iii) include a certification by the individual or firm with primary responsibility for the day-to-day performance of the SC for that Site that all activities that comprised the SC investigation were performed in full accordance with the Department-approved SC Work Plan for that Site.

(5) The Department-approved SC Report shall be submitted to the Department in an electronic format acceptable to the Department within forty-five (45) Days of approval of such SC Report, which format is to be identified by the Department at the time of the Department's approval of the final report.

B. This Subparagraph applies only to those Sites identified in Table "A" of Paragraph I of this Amended and Restated Multi-Site Order concerning which the Department determines under this Amended and Restated Multi-Site Order that an RI/FS must be prepared.

(1) In accordance with the schedule contained in a particular Site's Department-approved RI/FS Work Plan, Respondent shall commence that Site's RI.

(2) Respondent shall perform the RI in accordance with that Site's Department-approved RI/FS Work Plan.

(3) During the performance of that Site's RI, Respondent shall have at such Site a full-time representative who is qualified to supervise the work done. Respondent's designated representative may be a qualified employee of a consultant or contractor.

(4) In accordance with the schedule contained in a particular Site's Department-approved RI/FS Work Plan, Respondent shall prepare a RI Report pertaining to that Site that shall:

(i) include all data generated and all other information obtained as part of the implementation of the RI/FS Work Plan for that Site;

(ii) identify any additional data that must be collected; and

(iii) provide all appropriate assessments and evaluations set forth in CERCLA, the NCP, and the guidance documents identified in Subparagraph II.D of this Amended and Restated Multi-Site Order, and the RI/FS Work Plan for that Site; and

(iv) include a certification by the individual or firm with primary responsibility for the day-to-day performance of the RI at that Site that all activities that comprised the RI were performed in full accordance with the Department-approved RI/FS Work Plan for that Site.

(5) The Department-approved RI Report shall be submitted to the Department in an electronic format acceptable to the Department within forty-five (45) Days of approval of such RI Report, which format is to be identified by the Department at the time of the Department's approval of the final report.

#### V. Feasibility Study ("FS")

This Paragraph applies only to those Sites identified in Table "A" of Paragraph I of this Order concerning which the Department determines under this Amended and Restated Multi-Site Order that an RI/FS must be prepared.

A. Within one hundred fifty (150) Days after receipt of the Department's approval of the RI Report pertaining to a particular Site, unless specified otherwise in the Schedule, Respondent shall submit a FS evaluating on-Site and off-Site remedial actions to eliminate, to the maximum extent practicable, all health and environmental hazards and potential hazards attributable to release of hazardous substance at that Site. Such evaluation may include remediation cleanup levels based upon a Site-specific risk assessment that shall consider a range of exposure scenarios and assumptions that take into account the form, nature, biodegradation, fate, and transport of the contaminant present, and available toxicological data that are based upon generally accepted and peer-reviewed scientific evidence or methodologies. Such Site-specific risk assessment shall be consistent with guidance and regulations for exposure assessment developed by the United States Environmental Protection Agency pursuant to CERCLA and other statutory authorities as applicable; and any proposed remediation cleanup level based upon a Site-specific risk assessment shall be protective of the public health and safety and of the environment. In the event that Respondent intends to undertake such evaluation using a Site-specific risk assessment, Respondent shall submit such risk assessment to the Department for its review no later than ninety (90) Days before Respondent shall be required to submit the FS for the Site. Unless the Department determines that such risk assessment is not consistent with peer-reviewed scientific evidence or methodologies, or appropriate guidance and regulations--in which case, the Department shall provide Respondent with a written explanation of the basis for such a determination--the Site-specific risk-based remediation cleanup level determined by application of the risk assessment shall be approved by the Department and shall be used for purposes of selecting the remedial alternative for the Site. Such evaluation also shall take into account any and all Department-approved IRMs that were implemented at the Site. The FS shall be prepared by and have the signature and seal of an individual licensed and registered to practice professional engineering in the State of New York who shall certify that the FS was prepared in accordance with this Order.

B. (1) Unless the Department otherwise specifies for a particular Site, Respondent shall perform and prepare the FS in accordance with the Department-approved RI/FS Work Plan in a manner consistent with appropriate sections of CERCLA, the NCP, and the guidance documents identified in Subparagraph II.D of this Order. If the Department specifies otherwise for a particular Site, Respondent shall perform and prepare the FS in accordance with the Department's specifications. The FS shall include, among other requirements, an evaluation of the proposed remedy considering the factors set forth in 6 NYCRR 375-1.8(f).

(2) The Department-approved FS shall be submitted to the Department in an electronic format acceptable to the Department within forty-five (45) Days of approval of such FS, which format is to be identified by the Department at the time of the Department's approval of the final report.

C. (1) Within thirty (30) Days after the Department's approval of the FS, Respondent shall cooperate and assist the Department in soliciting public comment on the RI/FS and the accompanying Proposed Remedial Action Plan ("PRAP") developed by the Department, in accordance with appropriate provisions of CERCLA, the NCP, the guidance documents identified in Subparagraph II.D of this Amended and Restated Multi-Site Order, and with any Department policy and guidance documents in effect at the time the public comment period is initiated.

(2) The Department shall afford Respondent an opportunity to review and comment upon its draft PRAP for a Site before the release of the PRAP to the public using the following procedure: the Department shall prepare a draft PRAP and shall mail or email a copy of same to Respondent at least fifteen (15) Working Days before the scheduled date of the publication of the notice of availability of the PRAP; Respondent shall have ten (10) Working Days to meet with the Department to discuss the draft PRAP; and in the event that Respondent disagrees with the draft PRAP, within that ten day period, Respondent may request in writing revisions to address errors and omissions, or an informal resolution of its disagreement using the procedures set forth below in Subparagraphs V.C.2.i-iv of this Amended and Restated Multi-Site Order. Any informal resolution of the disagreement through the use of those procedures shall concern only the contents of the PRAP to be released to the public and shall not preclude the Department from selecting a final remedial alternative for the Site that may be inconsistent with the contents of the PRAP that shall have been released to the public; provided, however, that, at least fifteen (15) Working Days before the Department prepares a Record of Decision ("ROD") for a Site, the Department shall notify Respondent in writing of any concerns raised in the public comment period or by the Department with respect to the PRAP released to the public that the Department determines will likely result in a change to the Department-proposed remedy for the Site or operable unit(s) set forth in the PRAP, and Respondent shall have ten (10) Working Days to meet with the Department to discuss it, and within that ten day period, in the event that Respondent disagrees with the determination regarding a likely change to the Department-proposed remedy for the Site or operable unit(s) set forth in the PRAP, Respondent may request in writing informal resolution of its disagreement using the procedures set forth below in Subparagraphs V.C.2.i-iv of this Order.

- (i) Respondent shall submit any disagreement under Subparagraph V.C.2 of this Amended and Restated Multi-Site Order in writing to the Director, Remedial Bureau C, with a copy to the DER Project Manager (Site Specific);
- (ii) The Director, Remedial Bureau C, shall render a written determination regarding such matter and furnish a copy to Respondent which shall be the agency determination regarding such matter unless Respondent files a written appeal of that determination to the Assistant Director of the Division of

Environmental Remediation within 20 days of receipt of that determination;

(iii) Upon receipt of the written appeal, the Assistant Director of the Division of Environmental Remediation will review the disagreement and the determination of the Director, Remedial Bureau C, regarding such matter, and shall take one of the following actions, with written notice to Respondent:

(a) Remand the matter to the DER Project Manager (Site Specific) for further discussion or information if it is determined that the matter is not ripe for review,

(b) Determine that there is no need for further action and that the determination of the Director, Remedial Bureau C, regarding such matter is confirmed, or

(c) Make a determination regarding the disagreement;

(iv) Neither the determination of the Director, Remedial Bureau C, under Subparagraph V.C.2.ii of this Order, nor the determination of the Assistant Director of the Division of Environmental Remediation under Subparagraph V.C.2.iii of this Order, regarding the disagreement shall be deemed a final agency decision subject to review pursuant to CPLR article 78.

(3) After the close of the public comment period, the Department shall select a final remedial alternative for the Site in a ROD.

(4) The ROD shall be incorporated into and become an enforceable part of this Order.

(5) If the ROD selects the "no action" alternative, i.e., the Department determines that remediation, or additional remediation, is not needed to allow the Site for which the FS was submitted by Respondent to be used for its current, intended and reasonably anticipated use, Respondent shall prepare and submit an FER for such Site. If such determination is based upon use restrictions, Respondent shall record an Environmental Easement setting forth the use restrictions for such Site in accordance with Subparagraph XVIII.O and Respondent shall, within sixty (60) Days, prepare a SMP for the Site, subject to the Department's approval, with a copy of the recorded Environmental Easement appended.

#### VI. Remedial Design ("RD")

This Paragraph applies only to those Sites concerning which the Department determines under this Amended and Restated Multi-Site Order and in the ROD that a remedial alternative must be implemented and a RD Work Plan must be prepared.

A. Unless the ROD selects the "no action" alternative and unless specified otherwise in the Schedule, within one hundred eighty (180) Days after the ROD is signed, Respondent shall submit to the Department a RD Work Plan to implement the remedial alternative for the Site selected by the Department in the ROD. The RD Work Plan shall be prepared by and have the signature and seal of a professional engineer who shall certify that the RD was prepared in accordance with this Order.

B. The RD Work Plan shall include the following:

(1) A detailed description of the remedial objectives and the means by which each essential element of the selected remedial alternative will be implemented to achieve those objectives, including, but not limited to:

(i) the identification of any data needed to complete the design and the work plan to gather this information;

(ii) the identification of the remedial technology(ies) for which the design is to be provided;

(iii) the identification of all permits or authorizations required;

(iv) the construction and operation of any structures;

(v) the collection, destruction, treatment, and/or disposal of any soil or other materials containing hazardous substances and their constituents and degradation products, and of any soil or other materials contaminated thereby above the applicable standards, criteria and guidance ("SCGs") and/or site-specific levels selected in the ROD;

(vi) the collection, destruction, treatment, and/or disposal of any groundwater, leachate, soil vapor, and air containing hazardous substances and their constituents and degradation products above the applicable SCGs and/or site-specific levels selected in the ROD;

(vii) physical security and posting of the Site;

(viii) health and safety of persons living and/or working at or in the vicinity of the Site;

(ix) quality control and quality assurance procedures and protocols to be applied during implementation of the RD Work Plan; and

(x) monitoring which integrates needs which are present on-Site and off-Site during implementation of the Department-selected remedial alternative.

(2) "Biddable quality" documents for the RD Work Plan including, but not limited to, documents and specifications prepared, signed, and sealed by a professional engineer. These plans shall satisfy all applicable local, state and federal laws, rules and regulations;

(3) A time schedule to implement the RD Work Plan;

(4) A description of the requirements for the FER, including without limitation, the parameters, conditions, procedures, and protocols to determine the effectiveness of the RD, including, if the RD encompasses groundwater monitoring, a schedule for periodic sampling of groundwater monitoring wells on-Site and off-Site;

(5) A description of the requirements of the SMP, including without limitation, operation, maintenance, and monitoring activities to be undertaken after the Department has approved construction of the RD, including the number of years during which such activities will be performed;

(6) A contingency plan to be implemented if any element of the RD fails to achieve any of its objectives or otherwise fails to protect human health or the environment for the current, intended and reasonably anticipated use of the Site;

(7) A health and safety plan, including where appropriate a community air monitoring plan, for the protection of persons at and in the vicinity of the Site during construction and after completion of construction of the RD, which plan shall be prepared in accordance with 29 CFR 1910 by a certified health and safety professional; and

(8) A copy of any Department-approved, site-specific CP Plan for the Site.

C. Where no design is needed to implement the remedial technologies selected in the ROD, a Remedial Action ("RA") Work Plan in a format that otherwise conforms to Subparagraph VI.B of this Amended and Restated Multi-Site Order may be submitted in lieu of an RD Work Plan; provided, however, that, although the RA Work Plan may have less detail than anticipated by a formal design, the description of the remedial action and the remedial technology to be conducted for each area of concern must be of sufficient detail for a contractor to delineate any areas targeted for removal, construct necessary engineering controls, or design and install the necessary treatment systems. The final RA Work Plan shall have the signature and seal of a professional engineer who shall certify that the RA Work Plan was prepared in accordance with this Amended and Restated Multi-Site Order.

D. If the Department determines in the ROD that a remedial alternative, or additional remediation, is needed to allow such a Site to be used for its current, intended and reasonably anticipated use, but Respondent elects not to submit a RD Work Plan or RA Work Plan under this Paragraph VI, then the Department may elect to terminate, for cause, the applicability of this Amended and Restated Multi-Site Order to such Site pursuant to Subparagraph XVII.A and pursue whatever remedies may be available under this Amended and Restated Multi-Site Order or under law with respect to that property.

## VII. Remedial Construction

This Paragraph applies only to those Sites concerning which the Department determines in the ROD that a remedial alternative, or additional remediation, is needed to allow such a Site to be used for its current, intended and reasonably anticipated use and Respondent has submitted and the Department has approved an RD Work Plan, or RA Work Plan, under this Amended and Restated Multi-Site Order.

A. Within such time as identified in the Department-approved RD Work Plan, or RA Work Plan, (such time being determined in consultation with Respondent), Respondent shall commence construction of the remedy. The Department will extend this period if reasonably necessary to accommodate weather-related limitations or other restrictions upon the construction season.

B. Respondent shall implement the remedy in accordance with the Department-approved RD Work Plan, or RA Work Plan. In implementing an RD Work Plan or RA Work Plan approved by the Department under this Amended and Restated Multi-Site Order, Respondent shall be exempt from the requirement to obtain any permit issuable by the Department for an activity that is conducted on the Site and the Department determines that the activity is conducted in a manner which satisfies all substantive technical requirements applicable if the activity were conducted pursuant to a permit issued by the Department. For purposes of this Amended and Restated Multi-Site Order, an activity is "on the Site" if it is conducted on the same premises as the Site, or if it is conducted on different premises that are under common control or are contiguous to or physically connected with the Site and the activity manages exclusively hazardous substances for which Respondent is liable (except in situations where the SC discloses the existence of off-Site hazardous substance deposits derived from, or otherwise

related to materials deposited on-Site, in which case such deposits shall be deemed "on-Site" and subject to this Amended and Restated Multi-Site Order to the extent Respondent is able to obtain access for purposes of investigation and/or removal).

C. During implementation of all construction activities identified in the RD Work Plan, or RA Work Plan, Respondent shall have on-Site a full-time representative who is qualified to supervise the work done.

D. Within ninety (90) Days after completion of the construction activities identified in the RD Work Plan, or RA Work Plan, or within the time frames set forth in the Schedule, Respondent shall submit to the Department a detailed FER. The FER shall contain a description of the remedial actions completed, "as-built" drawings, to the extent necessary showing all changes made during construction, and the results of all analyses.

(1) If the FER states that the remedy requires post-remedial construction restrictions or controls, or any operation, monitoring or maintenance, then an SMP that provides for the monitoring and/or operation and maintenance of the remedy must be prepared and certified by a qualified environmental professional.

(2) The FER must include a description of the remedial actions completed, "as-built" drawings, and a certification by the professional engineer with the primary responsibility for the day-to-day performance of the activities under this Amended and Restated Multi-Site Order, that the RD Work Plan, or RA Work Plan, was implemented and all construction activities were completed in accordance with the Department-approved RD Work Plan, or RA Work Plan, and the FER, SMP, "as built" drawings and certification shall be prepared under the supervision of, and signed and sealed by, such professional engineer.

(3) If the performance of the Department-approved RD Work Plan, or RA Work Plan, did not encompass construction activities or the only construction activity encompassed was a remedial excavation, the FER must include a description of the remedial actions completed, a detailed SMP which may be certified by a qualified environmental professional, "as-built" drawings, and a certification by the professional engineer with the primary responsibility for the day-to-day performance of the activities under this Amended and Restated Multi-Site Order, that the RD Work Plan, or RA Work Plan, was implemented and all construction activities were completed in accordance with the Department-approved RD Work Plan, or RA Work Plan, and the FER, "as built" drawings and certification shall be prepared under the supervision of, and, signed by such professional engineer or qualified environmental professional.

E. After receipt of the FER and, if any, SMP, and certification, the Department shall notify Respondent in writing whether the Department is satisfied that all construction activities have been completed in compliance with the approved RD.

F. If the Department concludes that any element of the RD fails to achieve its objectives or otherwise fails to protect human health or the environment for the current, intended and reasonably anticipated use of the Site, Respondent shall take whatever action the Department determines necessary to achieve those objectives or to ensure that the RD otherwise protects human health and the environment for the current, intended and reasonably anticipated use of the Site.

G. Upon the Department's approval of the FER and, if any, SMP, Respondent shall implement any such SMP in accordance with the requirements of the Department-approved SMP. A COC shall be issued for the real property constituting the Site, upon the determination by the Department that the FER is approved.



H. The Department-approved FER, and if any, SMP, shall be submitted to the Department in an electronic format acceptable to the Department within forty-five (45) Days of approval, which format is to be identified by the Department at the time of the Department's approval of the FER.

I. If institutional or engineering controls are relied upon as part of the remedy implemented for any Site under this Amended and Restated Multi-Site Order, Respondent shall submit an initial periodic report ("Periodic Review Report") in accordance with the schedule in the SMP and thereafter in accordance with such schedule as the Department determines until the Department notifies Respondent in writing that the remedial process is concluded. Such Periodic Review Report shall be certified consistent with the Department's generally applicable technical guidance. The certification shall state that the institutional and engineering controls put in place pursuant to this Amended and Restated Multi-Site Order are still in place and effective, and have not been changed or otherwise altered from the previous certification without the prior approval of the Department, and identify any upset, interruption or termination of any of such controls that occurred during the past year and explain the steps taken to cure any problem and maintain conditions at such Site that are protective of public health and the environment for the current, intended and reasonably anticipated use of the Site and, if such upset interruption, or termination has not been addressed to the Department's satisfaction, propose a corrective measures work plan, subject to the Department's approval, which will re-establish conditions.

#### VIII. Progress Reports and Meetings

Respondent shall submit by the 15th of every month, or until such time as directed to submit by another schedule, progress reports of its actions at each Site for which activities were implemented pursuant to a Department-approved work plan under this Amended and Restated Multi-Site Order during the applicable reporting period. Such progress reports shall be consistent with Department technical guidance and submitted by Respondent to the parties identified in Subparagraph XVI.A.1 in one consolidated report to the Department that:

A. describes the actions relative to a Site pursuant to the work plan which have been taken toward achieving compliance with this Amended and Restated Multi-Site Order during the previous month;

B. identifies all work plans, reports, and other deliverables required by this Amended and Restated Multi-Site Order that were completed and submitted during the previous month;

C. describes all actions, including, but not limited to, data collection and implementation of work plans, that are scheduled relative to a Site for the next month and provide other information relating to the progress at each Site;

D. includes information regarding percentage of completion, unresolved delays encountered or anticipated that may affect the future schedule for implementation of the Respondent's obligations relative to a Site under this Amended and Restated Multi-Site Order, and efforts made to mitigate those delays or anticipated delays; and

E. includes any modifications to any work plans that Respondent has proposed to the Department or that the Department has approved.

Notwithstanding the requirements of this Paragraph VIII, Respondent shall not be obligated, absent a written request by the Department, to provide operational data unrelated to the remedial program.

#### IX. Review of Submittals

A. (1) The Department shall review each of the submittals Respondent is required to make pursuant to this Amended and Restated Multi-Site Order to determine whether it was prepared, and whether the work done to generate the data and other information in the submittal was done, in accordance with this Amended and Restated Multi-Site Order and generally accepted technical and scientific principles. Respondent shall include all results of sampling and tests and all other data concerning contamination at a Site received or generated by Respondent or Respondent's contractors or agents, including quality assurance/quality control information, whether conducted pursuant to this Order or conducted independently by Respondent, in the submittal to which such sampling, tests, and other data pertain. The Department shall notify Respondent in writing of its approval or disapproval of the submittal, except for the health and safety plans identified in Subparagraph III.A.3 and in Subparagraph VI.B.7 of this Amended and Restated Multi-Site Order. All Department-approved submittals shall be incorporated into and become an enforceable part of this Amended and Restated Multi-Site Order.

(2) (i) If the Department disapproves a submittal, it shall so notify Respondent in writing and shall specify the reasons for its disapproval. Within thirty (30) Days after receiving written notice that Respondent's submittal has been disapproved, Respondent shall elect in writing to: (x) modify or expand the submittal to address the Department's concerns, or (y) invoke dispute resolution pursuant to Subparagraph XVIII.A; and only if Respondent in its sole discretion is dissatisfied with the results of dispute resolution pursuant to Subparagraph XVIII.A of this Order, may Respondent elect in writing to terminate the applicability of this Amended and Restated Multi-Site Order to the Site to which the submittal applied pursuant to Subparagraph XVII.A. If Respondent elects to modify or expand the submittal to address the Department's concerns, Respondent shall make a revised submittal to the Department that addresses and resolves all of the Department's stated reasons for disapproving the first submittal.

(ii) Within a reasonable time after receipt of the revised submittal so as to not cause Respondent to be unable to comply with subsequent obligations and schedule deadlines as presented in Department-approved work plans, the Department shall notify Respondent in writing of its approval or disapproval of the revised submittal. If the Department disapproves the revised submittal, the Department may elect to make a further request to Respondent to modify or expand the already revised submittal, terminate for cause the applicability of this Amended and Restated Multi-Site Order to the Site to which the disapproved revised submittal relates pursuant to Subparagraph XVII.A, or hold Respondent in violation of this Amended and Restated Multi-Site Order with respect to the Site to which the disapproved revised submittal relates in which case the Department may take any action or pursue whatever rights it has pursuant to any provision of statutory or common law, unless within thirty (30) Days after receiving such written notice Respondent exercises the dispute resolution procedure described in Subparagraph XVIII.A of this Amended and Restated Multi-Site Order; and only if Respondent in its sole discretion is dissatisfied with the results of dispute resolution pursuant to Subparagraph XVIII.A of this Order, may Respondent elect in writing to terminate the applicability of this Amended and Restated Multi-Site Order to the Site to which the disapproved revised submittal relates pursuant to Subparagraph XVII.A of this Amended and Restated Multi-Site Order.

(iii) If the Department approves the revised submittal, it shall be incorporated into and become an enforceable part of this Amended and Restated Multi-Site Order.

B. The Department may require Respondent to modify and/or amplify and expand an already approved submittal if the Department determines, as a result of reviewing data generated by an activity required under this Amended and Restated Multi-Site Order or as a result of reviewing any other data or facts, that further work is necessary. If the Department requests a modification to a submittal, including without limitation a Work Plan, as a result of reviewing data generated by an activity or reviewing any other data or facts, the reasons for such modification shall be provided to Respondent in writing. Within thirty (30) Days after receiving such a request for modification, Respondent shall elect in

writing to: (i) modify or expand the submittal to address the Department's concerns, or (ii) invoke dispute resolution pursuant to Subparagraph XVIII.A; and only if Respondent in its sole discretion is dissatisfied with the results of dispute resolution pursuant to Subparagraph XVIII.A of this Order, may Respondent elect in writing to terminate the applicability of this Amended and Restated Multi-Site Order to the Site to which the submittal applied pursuant to Subparagraph XVII.A.

X. Penalties

A. Respondent's failure to comply with any term of this Amended and Restated Multi-Site Order constitutes a violation of this Amended and Restated Multi-Site Order and the ECL.

B. (1) Respondent shall not suffer any penalty or be subject to any proceeding or action in the event it cannot comply with any requirement of this Amended and Restated Multi-Site Order as a result of any Force Majeure Event as provided at 6 NYCRR 375-1.5(b)(4). Respondent must use best efforts to anticipate the potential Force Majeure Event, best efforts to address any such event as it is occurring, and best efforts following the Force Majeure Event to minimize delay to the greatest extent possible. "Force Majeure" does not include Respondent's economic inability to comply with any obligation, the failure of Respondent to make complete and timely application for any required approval or permit, and non-attainment of the goals, standards, and requirements of this Amended and Restated Multi-Site Order.

(2) Respondent shall notify the Department in writing within five (5) Days of the onset of any Force Majeure Event. Failure to give such notice within such five day period constitutes a waiver of any claim that a delay is not subject to penalties. Respondent shall be deemed to know of any circumstance which it, any entity controlled by it, or its contractors knew or should have known.

(3) Respondent shall have the burden of proving by a preponderance of the evidence that: (i) the delay or anticipated delay has been or will be caused by a Force Majeure Event; (ii) the duration of the delay or the extension sought is warranted under the circumstances; (iii) best efforts were exercised to avoid and mitigate the effects of the delay; and (iv) Respondent complied with the requirements of Subparagraph X.B.2 regarding timely notification.

(4) If the Department agrees that the delay or anticipated delay is attributable to a Force Majeure Event, the time for performance of the obligations that are affected by the Force Majeure Event shall be extended for a period of time equivalent to the time lost because of the Force Majeure event, in accordance with 6 NYCRR 375-1.5(4).

(5) If the Department rejects Respondent's assertion that an event provides a defense to non-compliance with this Order pursuant to Subparagraph X.B, Respondent shall be in violation of this Order unless it invokes dispute resolution pursuant to Subparagraph XVIII.A and Respondent's position prevails.

XI. Entry Upon Site

A. Respondent hereby consents, upon reasonable notice under the circumstances presented, to the entry upon the Site or areas in the vicinity of the Site which may be under the control of Respondent by any duly designated officer or employee of the Department or any State agency having jurisdiction with respect to matters addressed pursuant to this Amended and Restated Multi-Site Order, and by any agent, consultant, contractor, or other person so authorized by the Commissioner with respect to matters addressed pursuant to this Order, all of whom shall abide by the health and safety rules in effect for the Site, for inspecting, sampling, copying records related to the contamination at the Site, testing, and any other activities necessary to ensure Respondent's compliance with this Amended and Restated Multi-

Site Order. Upon request, Respondent shall: (i) provide the Department with suitable work space at the Site, including access to a telephone, to the extent available, and (ii) permit the Department full access to all non-privileged records relating to matters addressed by this Amended and Restated Multi-Site Order. Raw data is not considered privileged and that portion of any privileged document containing raw data must be provided to the Department. In the event Respondent is unable to obtain any authorization from third-party property owners necessary to perform its obligations under this Amended and Restated Multi-Site Order, the Department may, consistent with its legal authority, assist in obtaining such authorizations.

B. The Department shall have the right to take its own samples and scientific measurements and the Department and Respondent shall each have the right to obtain split samples, duplicate samples, or both, of all substances and materials sampled. The Department shall make the results of any such sampling and scientific measurements available to Respondent.

## XII. Payment of State Costs

A. Within forty-five (45) Days after receipt of an itemized invoice from the Department, Respondent shall pay to the Department a sum of money which shall represent reimbursement for State costs, for work performed at or in connection with the Site.

B. Personal service costs shall be documented by reports of Direct Personal Service, which shall identify the employee name, title, biweekly salary or billable hourly rate, and time spent (in hours) on the project during the billing period, as identified by an assigned time and activity code. Approved agency fringe benefit and indirect cost rates shall be applied. Non-personal service costs shall be summarized by category of expense (e.g., supplies, materials, travel, contractual) and shall be documented by expenditure reports. The Department shall not be required to provide any other documentation of costs, provided however, that the Department's records shall be available consistent with, and in accordance with, Article 6 of the Public Officers Law.

C. Such invoice shall be sent to respondent at the following address:

Mr. John Ruspantini  
New York State Electric & Gas Corporation  
18 Link Drive  
P.O. Box 5224  
Binghamton, NY 13904

D. Each such payment shall be made payable to the Department of Environmental Conservation and shall be sent to:

Bureau of Program Management  
Division of Environmental Remediation  
New York State Department of Environmental Conservation  
625 Broadway  
Albany, NY 12233-7012

E. Each party shall provide written notification to the other within thirty (30) Days of any change in the foregoing addresses.

F. Respondent may contest, in writing, invoiced costs under Subparagraph XII.A if it believes that: (i) the cost documentation contains clerical, mathematical, or accounting errors; (ii) the costs are not related to the State's activities with respect to the remedial program for the Site; or (iii) the Department is not otherwise legally entitled to such costs. If Respondent objects to an invoiced cost,

Respondent shall pay all costs not objected to within the time frame set forth in Subparagraph XII.A and shall, within thirty (30) Days after its receipt of an invoice, identify, in writing, all costs objected to and the basis of the objection. This objection shall be filed with the Bureau of Program Management ("BPM") Director. The BPM Director or the BPM Director's designee shall have the authority to relieve Respondent of the obligation to pay invalid costs. Within forty-five (45) Days after the date of the Department's determination of the objection, Respondent shall either pay to the Department the amount which the BPM Director or the BPM Director's designee determines Respondent is obligated to pay or commence an action or proceeding seeking appropriate judicial relief.

G. If any negotiable instrument submitted to the Department pursuant to this Amended and Restated Multi-Site Order is not honored when presented for payment, Respondent shall be in violation of this Amended and Restated Multi-Site Order, provided that: (i) the Department gives Respondent written notice of same, and (ii) the Department does not receive a certified check or bank check in the amount of the uncollected funds within fourteen (14) Days after the date of the Department's written notification.

H. The Department can bill under this Paragraph for the State's costs and expenses incurred with respect to each Site subject to this Amended and Restated Multi-Site Order until such date as the applicability of this Order to such Site is terminated pursuant to Subparagraph XVII.A, or receipt of the Department's notification that Respondent shall have no further obligations with respect to such Site, unless there is a SMP with respect to such Site, in which case it is upon completion of the SMP to the Department's satisfaction. Respondent must pay those State's costs and expenses incurred with respect to such Site prior to such termination or notification even though the Department's invoice will be dated after such termination or notification. If the applicability of this Amended and Restated Multi-Site Order to a Site is terminated pursuant to Subparagraph XVII.A, neither this Order nor its termination shall affect any liability of Respondent for remediation of the Site and/or for payment of the State's costs and expenses incurred with respect to such Site after such termination or notification, including implementation of removal and remedial actions, interest, enforcement, and any and all other response costs as defined under CERCLA, nor shall it affect any defenses to such liability that may be asserted by Respondent.

### XIII. Department Reservation of Rights

A. Except as provided at 6 NYCRR 375-1.9 and 6 NYCRR 375-2.9, nothing contained in this Order shall be construed as barring, diminishing, adjudicating, or in any way affecting any of the Department's rights or authorities, including, but not limited to, the right to require performance of further investigations and/or response action(s), to recover natural resource damages, and/or to exercise any summary abatement powers with respect to any person, including Respondent.

B. Except as otherwise provided in this Amended and Restated Multi-Site Order, Respondent specifically reserves all rights and defenses under applicable law to contest, defend against, dispute or disprove any actions, proceedings, allegations, assertions, determination or order of the Department, including any Departmental assertion of remedial liability and/or natural resource damages against Respondent, and further reserves all rights and defenses, including the rights to notice, to be heard, to appeal, and to any other due process, respecting any action or proceeding by the Department, including the enforcement of this Amended and Restated Multi-Site Order. The existence of this Amended and Restated Multi-Site Order or Respondent's compliance with it shall not be construed as an admission of liability, fault, wrongdoing, violation of law or breach of standard of care by Respondent, and shall not give rise to any presumption of law or finding of fact, or create any rights, or grant any cause of action, which shall inure to the benefit of any third party. Further, Respondent reserves such rights as it may have

to seek and obtain contribution, indemnification, and/or any other form of recovery from any other person or entity, including without limitation, its insurers and from other potentially responsible parties or their insurers for past or future response and/or cleanup costs or such other costs or damages arising from the contamination at a Site as may be provided by law, including but not limited to rights of contribution under CERCLA Section 113(f)(3)(B), 42 U.S.C. § 9613(f)(3)(B).

C. To the extent authorized under CERCLA Section 113, 42 U.S.C. § 9613, New York General Obligations Law Section 15-108, and any other applicable law, Respondent shall be deemed to have resolved its liability to the State for purposes of contribution protection provided by CERCLA Section 113(f)(2) for "matters addressed" at each Site pursuant to and in accordance with this Amended and Restated Multi-Site Order. "Matters addressed" in this Amended and Restated Multi-Site Order shall mean, with respect to a Site listed in Table "A" of Paragraph I of this Amended and Restated Multi-Site Order, all response actions taken to implement this Amended and Restated Multi-Site Order for the Site and all response costs incurred and to be incurred by any person or party in connection with the work performed under this Amended and Restated Multi-Site Order, including reimbursement of the State's costs and expenses pursuant to Paragraph XII of this Amended and Restated Multi-Site Order.

#### XIV. Indemnification

Respondent shall indemnify and hold the Department, the State of New York, and their representatives and employees harmless for all claims, suits, actions, damages, and costs of every name and description arising out of or resulting from the fulfillment or attempted fulfillment of this Amended and Restated Multi-Site Order by Respondent, and/or Respondent's directors, officers, employees, servants, agents, successors, and assigns; provided, however, that Respondent shall not indemnify the Department, the State of New York, and their representatives and employees in the event that such claim, suit, action, damages, or cost relate to or arise from any unlawful, willful, grossly negligent, or malicious acts or omissions on the part of the Department, the State of New York, or their representatives and employees, or from vehicular accidents occurring during travel to or from a Site.

#### XV. Public Notice

A. Unless otherwise agreed with respect to specific Sites, no later than thirty (30) Days after this Amended and Restated Multi-Site Order becomes, or the Original Multi-Site Order became, applicable to a Site listed in Table "A" to Paragraph I of this Amended and Restated Multi-Site Order, Respondent shall provide notice of the existence of this Order to all parties who may acquire an interest in that Site as required by 6 NYCRR 375-1.5(a). With respect to a Site added to the list of Sites in Table "A" to Paragraph I after the effective date of this Amended and Restated Multi-Site Order, Respondent shall provide notice of the existence of this Order as required by 6 NYCRR 375-1.5(a) within thirty (30) Days of such Site being added to the list of Sites in Table "A" to Paragraph I of this Order. Within sixty (60) Days of either Respondent or the owner of such Site recording a notice of the existence of this Amended and Restated Multi-Site Order with respect to a Site in the office of the recording officer for the county or counties where the Site is situated in the manner prescribed by 6 NYCRR 375-1.5(a), Respondent shall provide the Department with a copy of such instrument certified by the recording officer to be a true and faithful copy. Respondent and/or the owner of any of the real property comprising a Site listed in Table "A" to Paragraph I of this Amended and Restated Multi-Site Order may terminate such notice on or after the date that the applicability of this Order to a Site has been terminated pursuant to Paragraph XVII of this Amended and Restated Multi-Site Order.

B. If Respondent proposes to transfer by sale or lease the whole or any part of Respondent's interest in a Site listed in Table "A" to Paragraph I of this Amended and Restated Multi-Site Order, or becomes aware of such transfer by the owner of a Site, Respondent shall, not fewer than sixty (60) Days before the date of transfer, or within sixty (60) Days after becoming aware of such conveyance,

notify the Department in writing of the identity of the transferee and of the nature and proposed or actual date of such conveyance, and shall notify the transferee in writing, with a copy to the Department, of the applicability of this Amended and Restated Multi-Site Order. However, such obligation shall not extend to a conveyance by means of a corporate reorganization or merger or the granting of any rights under any mortgage, deed, trust, assignment, judgment, lien, pledge, security agreement, lease, or any other right accruing to a person not affiliated with Respondent to secure the repayment of money or the performance of a duty or obligation.

C. With respect to the Sites listed in Table "A" to Paragraph I of this Amended and Restated Multi-Site Order for which the Department issues a COC pursuant to 6 NYCRR 375-1.9(b), Respondent shall record or cause the recording of a notice of the existence of the COC as required by 6 NYCRR 375-1.9(d) within thirty (30) Days of the issuance of the COC. Within thirty (30) Days of either Respondent or the owner of such Site recording such a notice of the existence of the COC with respect to a Site in the office of the recording officer for the county or counties where the Site is situated in the manner prescribed by 6 NYCRR 375-1.9(d), Respondent shall provide the Department with a copy of such instrument certified by the recording officer to be a true and faithful copy.

#### XVI. Communications

A. All written communications required by this Order shall be transmitted by United States Postal Service, by private courier service, hand delivered or via electronic mail as follows:

- (1) Communication from Respondent shall be sent to:

DER Project Manager (Site Specific)  
New York State Department of Environmental Conservation  
625 Broadway  
Albany, New York 12233-7014

Note: one hard copy of work plans is required, as well as one electronic copy to be submitted in accordance with Department's technical guidance.

with electronic copies to:

Director, Remedial Bureau C  
New York State Department of Environmental Conservation  
625 Broadway  
Albany, New York 12233-7014  
george.heizman@dec.ny.gov

Krista Anders  
Bureau of Environmental Exposure Investigation  
New York State Department of Health 2  
Empire State Plaza - Corning Tower, Room 1787  
Albany, New York 12237  
krista.anders@doh.ny.gov

Dolores A. Tuohy, Esq.  
New York State Department of Environmental Conservation  
Office of General Counsel  
625 Broadway, 14th Floor  
Albany, New York 12233-1500  
dolores.tuohy@dec.ny.gov

*correspondence only*

- (2) Communication to be made from the Department shall be sent to:

NYSEG Project Manager (Site Specific)  
NYSEG  
18 Link Drive, P.O. Box 5224  
Binghamton, NY 13902-5224

with electronic copies to:

Sean P. Murphy, PE,  
Manager Electric Capital Delivery  
NYSEG and RG&E  
18 Link Drive, P.O. Box 5224  
Binghamton, New York 13902-5224  
[sean.murphy@avangrid.com](mailto:sean.murphy@avangrid.com)

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Thomas F. Walsh, Esq.  
Barclay Damon, LLP  
100 Chestnut Street  
Rochester, New York 14604  
[twalsh@barclaydamon.com](mailto:twalsh@barclaydamon.com)

B. The Department and Respondent reserve the right to designate additional or different addressees for communication or written notice to the other.

C. Each party shall notify the other within thirty (30) Days after any change in the addresses in Paragraph XII or in this Paragraph XVI.

#### XVII. Termination of Order

A. Only after invoking dispute resolution pursuant to Subparagraph XVIII.A of this Order and being in its sole discretion dissatisfied with the results of such dispute resolution, Respondent may elect in writing to terminate this Amended and Restated Multi-Site Order with respect to one or more Sites, or all such Sites, listed in Table "A" of Paragraph I, without cause, while the Department may only elect to terminate this Amended and Restated Multi-Site Order with respect to one or more such Sites, or all such Sites, for cause, which shall be established so long as the Department's stated reason is not arbitrary and capricious. The Department shall include in its notice of termination with respect to one or more such Sites, or all such Sites, the basis for its election to terminate this Amended and Restated Multi-Site Order. The termination of the applicability of this Amended and Restated Multi-Site Order to a particular Site or Sites named in such written notice of termination does not terminate the applicability of this Order to any other Site or Sites not named in such written notice. This Order will also terminate upon the earlier of the following events:

(1) Respondent's election to terminate with respect to a Site: (i) pursuant to Subparagraphs II.C.1, IX.A.2.i or IX.A.2.ii so long as such election is made after dispute resolution



pursuant to Subparagraph XVIII.A of this Order and Respondent is in its sole discretion dissatisfied with the results of such dispute resolution and prior to the Department's approval of the RD Work Plan or RA Work Plan for such Site; (ii) pursuant to Subparagraph I.C for a failure to agree upon an update to the schedule after dispute resolution pursuant to Subparagraph XVIII.A and Respondent is in its sole discretion dissatisfied with the results of such dispute resolution, and regardless if the Department has previously approved RD Work Plan or RA Work Plan for such Site; or (iii) pursuant to Subparagraphs II.C.2 or IX.B regardless if the Department has requested a modification to a previously approved RD Work Plan or RA Work Plan for such Site. In the event of termination in accordance with this Subparagraph XVII.A.1, this Amended and Restated Multi-Site Order shall terminate effective the 5th Day after the Department's receipt of the written notification terminating this Amended and Restated Multi-Site Order, provided, however, that if there are one or more Work Plan(s) with respect to such Site for which a final report has not been approved at the time of Respondent's notification of its election to terminate this Amended and Restated Multi-Site Order or its failure to timely make such an election and the Department elected to terminate with respect to a Site pursuant to Subparagraphs VI.D or IX.A.2.ii, Respondent shall promptly complete the activities required by such previously approved Work Plan(s) consistent with the schedules contained therein, and thereafter, this Order shall terminate with respect to such Site effective the 5th Day after the Department's approval of the final report for all previously approved Work Plans; or

(2) Department's election to terminate with respect to a Site pursuant to Subparagraphs IV.D or IX.A(2)(ii), this Order shall terminate effective the 5th Day after the Respondent's receipt of the written notification terminating this Order, provided, however, that if within five (5) Days of receipt of the Department's notice of termination, Respondent invokes the dispute resolution pursuant to Subparagraph XVIII.A with respect to whether the Department has cause to terminate and (i) Respondent's position prevails, then this Amended and Restated Multi-Site Order shall not terminate with respect to such Site, or (ii) the Department's position prevails, then the applicability of this Amended and Restated Multi-Site Order terminates with respect to such Site on the 5th Day after Respondent receives notice that the Department's position has prevailed, provided, further however, that if there are one or more Work Plan(s) with respect to such Site for which a final report has not been approved at the time of Department's notification of its election to terminate this Amended and Restated Multi-Site Order pursuant to Subparagraphs VI.D or IX.A.2.ii, Respondent shall promptly complete the activities required by such previously approved Work Plan(s) consistent with the schedules contained therein, and thereafter, this Order shall terminate with respect to such Site effective the 5th Day after the Department's approval of the final report for all previously approved Work Plans; or

(3) The Department's written determination that Respondent has completed all phases of the remedial program (including site management), in which event the termination with respect to such Site shall be effective on the 5th Day after the date of the Department's approval of the final report relating to the final phase of the remedial program.

B. Notwithstanding the foregoing, the provisions contained in Paragraphs X, XII, XIII and XIV shall survive the termination of this Amended and Restated Multi-Site Order with respect to a Site, and any violation of such surviving Paragraphs shall be a violation of this Amended and Restated Multi-Site Order, the ECL, and 6 NYCRR 375-2.11(a)(4), subjecting Respondent to penalties as provided under Paragraph X so long as such obligations accrued on or prior to the effective date of termination.

C. If the Amended and Restated Multi-Site Order is terminated with respect to one or more of the Sites listed in Table "A" of Paragraph I pursuant to Subparagraphs XVII.A.1 or XVII A.2, Respondent shall ensure that it does not leave the Site in a condition, from the perspective of human health and environmental protection, worse than that which existed before any activities under this Amended and Restated Multi-Site Order were commenced. Further, the Department's efforts in obtaining and overseeing compliance with this Amended and Restated Multi-Site Order shall constitute reasonable

efforts under law to obtain a voluntary commitment from Respondent for any further activities to be undertaken as part of a remedial program for such Site(s).

D. Notwithstanding Subparagraphs XVII.A.1 and XVII.A.2 of this Amended and Restated Multi-Site Order, this Order shall not automatically terminate with respect to any Site for which:

(1) the Department has determined that no requirements other than those remedial actions already conducted at such Site and/or institutional and engineering controls already implemented at such Site, if any, are necessary to assure that conditions at such Site are protective of the public health and the environment for the Site's current, intended and reasonably anticipated use,

(2) timely payments of the amounts specified in Paragraph XII of this Order related to such Site continue to be or have been made to the Department,

(3) appropriate notices related to such Site in accordance with Subparagraphs XV.A and XV.B have been given and, if required, the Environmental Easement related to such Site in accordance with Subparagraph XVIII.O remains recorded, and

(4) Respondent and/or Respondent's lessees, sublessees, successors, or assigns promptly commence and diligently pursue to completion the implementation of the Department-approved SMP for such Site, if any.

#### XVIII. Miscellaneous

A. In the event disputes arise under this Amended and Restated Multi-Site Order, Respondent may, within fifteen (15) Days after Respondent knew or should have known of the facts which are the basis of the dispute, initiate dispute resolution in accordance with the provisions of 6 NYCRR 375-1.5(b)(2). Nothing contained in this Amended and Restated Multi-Site Order shall be construed to authorize Respondent to invoke dispute resolution with respect to the remedy selected by the Department in the ROD or any element of such remedy, nor to impair any right of Respondent to seek judicial review of the Department's selection of any remedy.

B. All activities and submittals required by this Amended and Restated Multi-Site Order with respect to the Sites listed in Table "A" to Paragraph I of this Order shall address both on-Site and off-Site contamination, including the related degradation products and hazardous substance constituents, resulting from the MGP Wastes which were, or may have been, released at various times in the past by Respondent or its predecessors or affiliates at such Site.

C. Respondent shall retain professional consultants, contractors, laboratories, quality assurance/quality control personnel, and data validators acceptable to the Department to perform the technical, engineering, and analytical obligations required by this Amended and Restated Multi-Site Order. Within thirty (30) Days after completion of Respondent's retainer process resulting in the selection of a particular firm or individual to perform any of such obligations, Respondent shall submit to the Department a summary of the experience, capabilities, and qualifications of the firm or individual retained. Respondent must obtain the Department's approval of these firms or individuals before the initiation of any activities for which Respondent and such firms or individuals will be responsible.

D. The Department shall have the right to obtain split samples, duplicate samples, or both, of all substances and materials sampled by Respondent, and the Department also shall have the right to take its own samples. Respondent shall have the right to obtain split samples, duplicate samples, or both, of all substances and materials sampled by the Department, and Respondent also shall have the right to take its own samples. Respondent shall make available to the Department pursuant to its reporting

obligations the results of all sampling and/or tests or other data generated by Respondent with respect to implementation of this Amended and Restated Multi-Site Order, including a tabular summary of any such results in any report submitted pursuant to this Amended and Restated Multi-Site Order requiring such results, and the Department shall make available to Respondent the results of all sampling and/or tests or other data generated by the Department with respect to this Order.

E. Respondent shall notify the Department at least ten (10) Working Days in advance of any field activities to be conducted pursuant to this Amended and Restated Multi-Site Order. The Department's project manager is hereby authorized to approve any modification to an activity to be conducted under a Department-approved Work Plan in order to adapt the activities to be undertaken under such Work Plan to the conditions actually encountered in the field. Changes to the Schedule for submission of Work Plans shall be accomplished as set forth in Subparagraph I.C of this Amended and Restated Multi-Site Order.

F. Respondent shall use reasonable efforts to obtain whatever permits, easements, rights-of-way, rights-of-entry, approvals, or authorizations as are necessary to perform Respondent's obligations under this Amended and Restated Multi-Site Order. If Respondent is unable, after exhaustion of such reasonable efforts, to obtain any such permits, easements, rights-of-way, rights-of-entry, approvals, or authorizations, the Department will exercise whatever authority is available to it, in its discretion, to obtain same. In no event will Respondent be determined to be in violation of this Amended and Restated Multi-Site Order if it fails to obtain any such permits, easements, rights-of-way, rights-of-entry, approvals, or authorizations after exhausting reasonable efforts to obtain same. This is in recognition of the fact that, with respect to certain Sites, the Respondent is the current owner of only part of the potential area where MGP wastes were released, and may in fact, as to certain Sites, not be the owner of any portion of the Site. Significant impediments may, therefore, be encountered as to Respondent's ability to obtain access for purposes of carrying out the requirements of this Amended and Restated Multi-Site Order.

G. If Respondent determines, in connection with any given Site, that a valid claim exists in favor of Respondent as against any other potentially responsible party, for contribution toward response costs deemed necessary by the Department in connection with such Site (or for recovery of an appropriate portion of such costs previously incurred by Respondent), the Department shall provide, in a timely manner, information responsive to any reasonable request (otherwise in conformity with Freedom of Information Law requirements) about such party related to conditions at the Site and any other relevant information that may be helpful in substantiating Respondent's claim. Similarly, if Respondent requests access to non-privileged and otherwise disclosable information in the Department's possession and relevant to the potential liability of any person or entity who may be subject to such claim by Respondent for contribution or cost recovery, the Department will take reasonable steps to expedite Respondent's access to such information.

H. With respect to each Site listed in Table A of Paragraph I for which the applicability of this Amended and Restated Multi-Site Order has not been terminated pursuant to Paragraph XVII of this Amended and Restated Multi-Site Order, Respondent and its successors and assigns shall be bound by this Amended and Restated Multi-Site Order. Any change in ownership or corporate status of Respondent including, but not limited to, any transfer of assets or real or personal property shall in no way alter Respondent's responsibilities with respect to such Site(s) under this Amended and Restated Multi-Site Order. Respondent's officers, directors, employees, servants, and agents shall be obliged to comply with the relevant provisions of this Amended and Restated Multi-Site Order in the performance of their designated duties on behalf of Respondent.

I. Respondent shall provide a copy of this Amended and Restated Multi-Site Order to each contractor hired to perform work required by this Amended and Restated Multi-Site Order and to

each person representing Respondent with respect to the Site and shall condition all contracts entered into hereunder upon performance in conformity with the terms of this Amended and Restated Multi-Site Order. Respondent or Respondent's contractors shall provide written notice of this Amended and Restated Multi-Site Order to all subcontractors hired to perform any portion of the work required by this Amended and Restated Multi-Site Order. Respondent shall nonetheless be responsible for ensuring that Respondent's contractors and subcontractors perform the work to be done under this Amended and Restated Multi-Site Order in accordance with this Amended and Restated Multi-Site Order.

J. All references to "professional engineer" in this Amended and Restated Multi-Site Order are to an individual licensed and registered to practice professional engineering in accordance with Article 145 of the New York State Education Law. If such individual is a member of a firm, that firm must be authorized to offer professional engineering services in the State of New York in accordance with Article 145 of the New York State Education Law.

K. All references to "Days" in this Amended and Restated Multi-Site Order are to calendar days unless otherwise specified. "Working Day" shall mean a day other than a Saturday, Sunday or State holiday. In computing any period of time under this Amended and Restated Multi-Site Order, where the last day would fall on a Saturday, Sunday or State holiday, the period shall run until the close of business of the next day.

L. The Paragraph, Subparagraph and section headings set forth in this Amended and Restated Multi-Site Order are included for convenience of reference only and shall be disregarded in the construction and interpretation of any of the provisions of this Amended and Restated Multi-Site Order.

M. (1) The terms of this Amended and Restated Multi-Site Order, as duly amended and restated, shall constitute the complete and entire Order between Respondent and the Department concerning the implementation of the Work Plan(s) attached to this Order with respect to the Sites from the effective date of this Amended and Restated Multi-Site Order as set forth in Subparagraph XVIII.N forward, while the Original Multi-Site Order shall constitute the complete and entire Order concerning the implementation of the Work Plan(s) attached to this Order with respect to the Sites from the effective date of the Original Multi-Site Order (on or about March 30, 1994) until the effective date of this Amended and Restated Multi-Site Order as set forth in Subparagraph XVIII.N. No term, condition, understanding, or agreement purporting to modify or vary any term of this Amended and Restated Multi-Site Order shall be binding unless made in writing and subscribed by the party to be bound. No informal advice, guidance, suggestion, or comment by the Department regarding any report, proposal, plan, specification, schedule, or any other submittal shall be construed as relieving Respondent of Respondent's obligation to obtain such formal approvals as may be required by this Amended and Restated Multi-Site Order.

(2) If Respondent desires that any provision of this Amended and Restated Multi-Site Order be changed, other than a provision of a Work Plan, other submittal or Schedule, Respondent shall make timely written application, signed by the Respondent, to the Commissioner setting forth reasonable grounds for the relief sought. Copies of such written application shall be delivered or mailed to the DER Project Manager (Site Specific) and Dolores A. Tuohy, Esq.

N. The effective date of this Amended and Restated Multi-Site Order shall be the date it is signed by the Commissioner or his designee.

O. Environmental Easement

(1) If a Department-approved RD Work Plan or RA Work Plan for a Site relies upon one or more institutional and/or engineering controls, Respondent (or the owner of the Site)

shall submit to the Department for approval an Environmental Easement to run with the land in favor of the State which complies with the requirements of ECL Article 71, Title 36, and 6 NYCRR 375-1.8(h)(2). Upon acceptance of Environmental Easement by the State, Respondent shall comply with the requirements of 6 NYCRR 375-1.8(h)(2).

(2) If the ROD provides for no action other than implementation of one or more institutional controls, Respondent shall cause an Environmental Easement to be recorded under the provisions of Subparagraph XVIII.O.1. If Respondent does not cause such Environmental Easement to be recorded in accordance with 6 NYCRR 375-1.8(h)(2), Respondent will not be entitled to the benefits conferred by 6 NYCRR 375-1.9 and 375-2.9.

(3) Respondent and/or the owner of a Site may petition the Department to terminate such Environmental Easement recorded pursuant to this Subparagraph XVIII.O.1 when the Site is protective of human health and the environment for residential and/or unrestricted use without reliance upon the restrictions set forth in such instrument. The Department will not unreasonably delay, withhold or condition its approval of such petition.

DATED: *December 5, 2016*

BASIL SEGGOS  
COMMISSIONER  
NEW YORK STATE DEPARTMENT OF  
ENVIRONMENTAL CONSERVATION

By: 

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Robert W. Schick, Director  
Division of Environmental Remediation

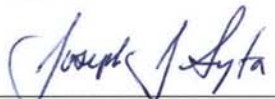


# Approval Form For Agreement Requiring Dual Authorization

Attached is an Amended and Restated Multi-Site Order on Consent between New York State Electric & Gas Corporation ("NYSEG"), and the New York State Department of Environmental Conservation (the "Department"). The Amended and Restated Multi-Site Order on Consent sets forth a process whereby NYSEG will propose and the Department will approve, and NYSEG will implement, Work Plans for remedial activities designed to address in whole or in part environmental contamination at each property comprising the definition of Site in the Amended and Restated Multi-Site Order on Consent.

After your review and concurrence, please sign and date below. Ellen J. Miller has or will execute the Amended and Restated Multi-Site Order on Consent for NYSEG.

## Control Approval

By:   
\_\_\_\_\_  
Joseph J. Syta

Date: 11 / 21 \_\_\_\_\_, 2016

**EXHIBIT "A"**

**Maps of Sites**



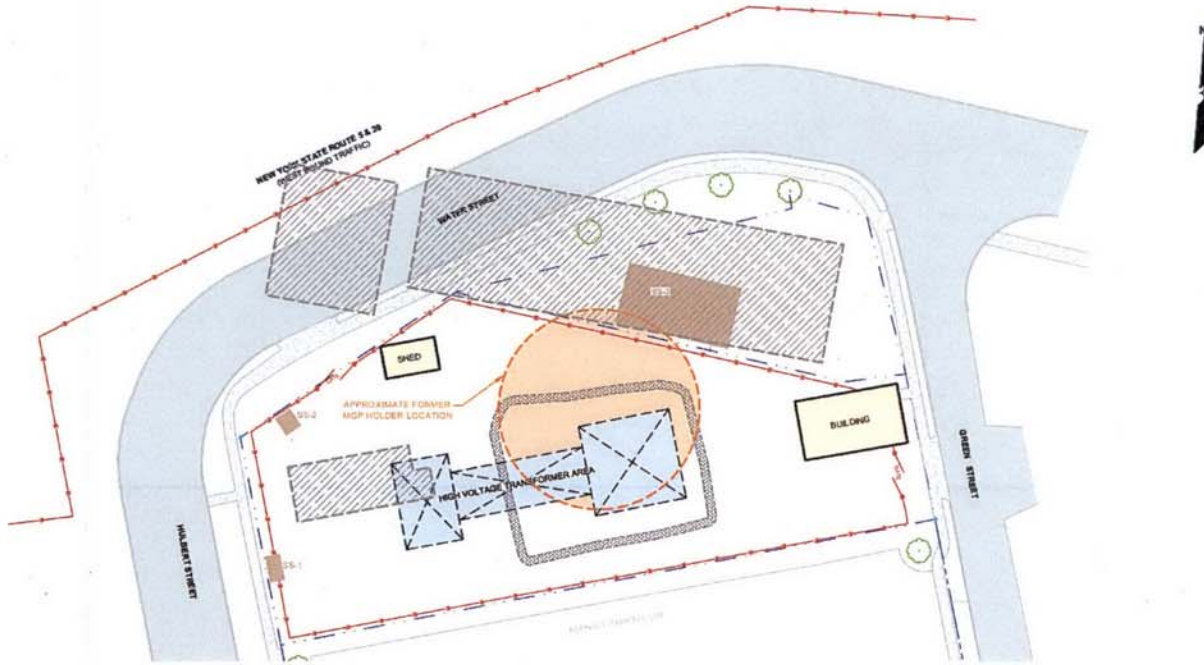
### 1. Map of the Auburn (Clark Street) Site

The Auburn (Clark Street) Site is located on Clark Street, Auburn, Cayuga County, New York (Site No. 7-06-008)



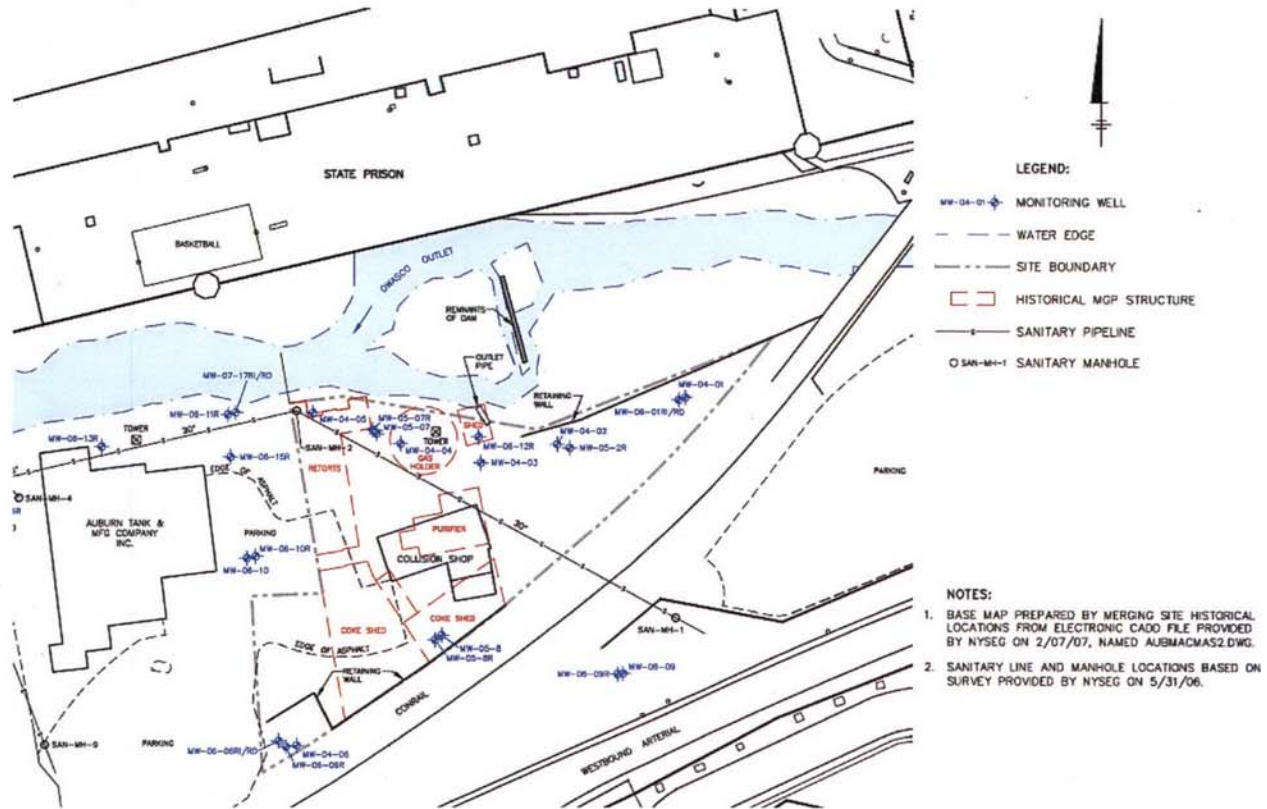
## 2. Map of the Auburn (Green Street) Site

The Auburn (Green Street) Site is located at the corner of Green and Water Streets, Auburn, Cayuga County, New York (Site No. 7-06-009)



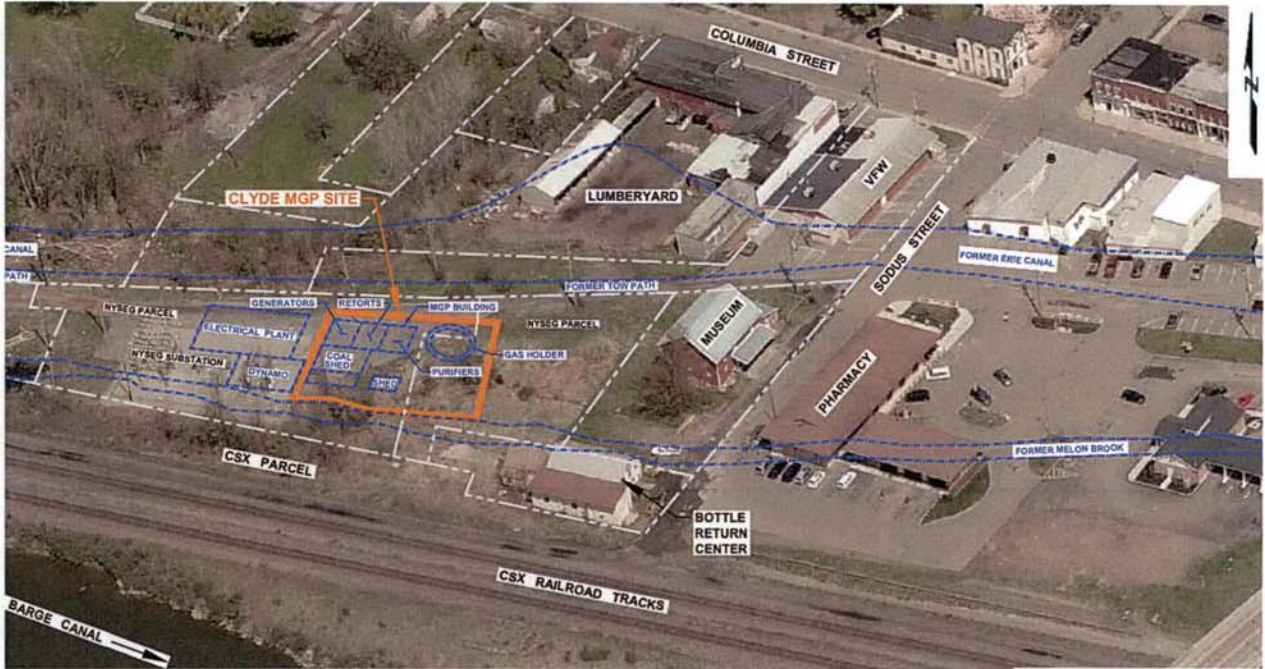
### 3. Map of the Auburn (McMaster Street) Site

The Auburn (McMaster Street) Site is located at McMaster Street, Auburn, Cayuga County, New York (Site No. 7-06-010)



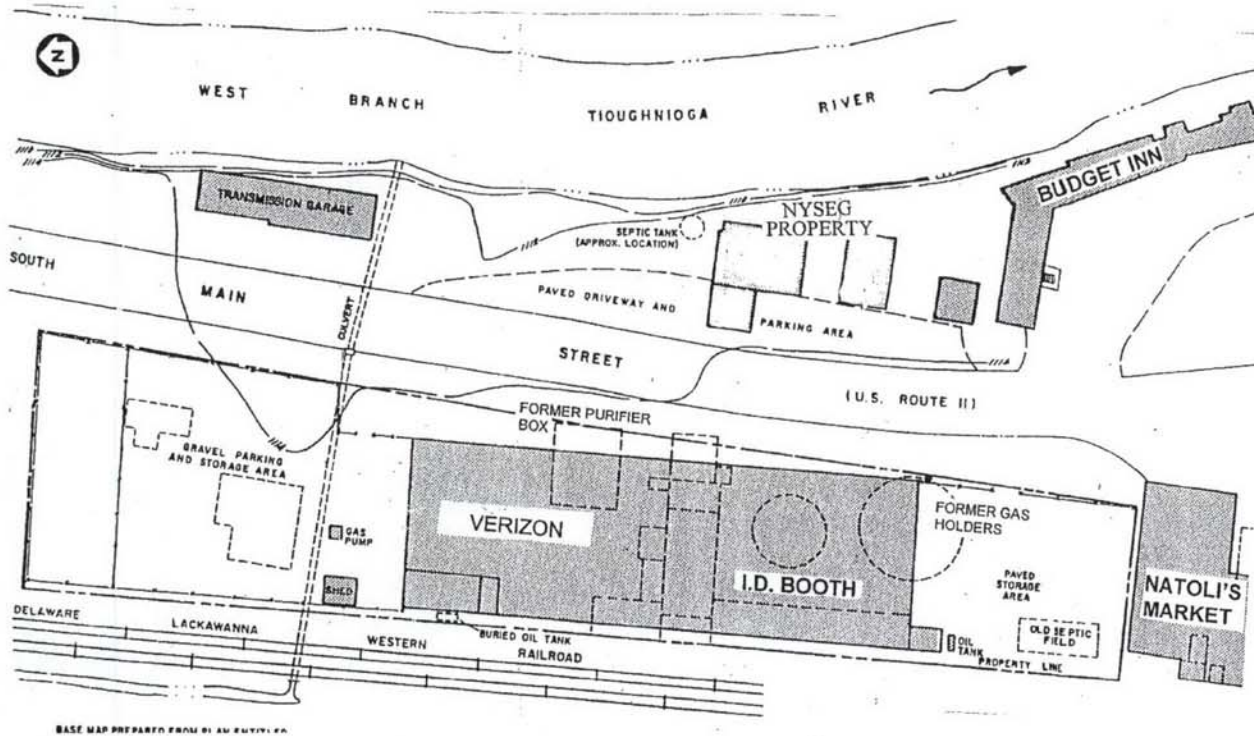
#### 4. Map of the Clyde Site

The Clyde Site is located on the north side of the NYS Barge Canal 0.16 miles west of Route 414, Clyde, Wayne County, New York (Site No. 8-59-019)



### 5. Map of the Cortland/Homer Site

The Cortland/Homer Site is located at 216 South Main Street, Homer, Cortland County, New York (Site No. 7-12-005)



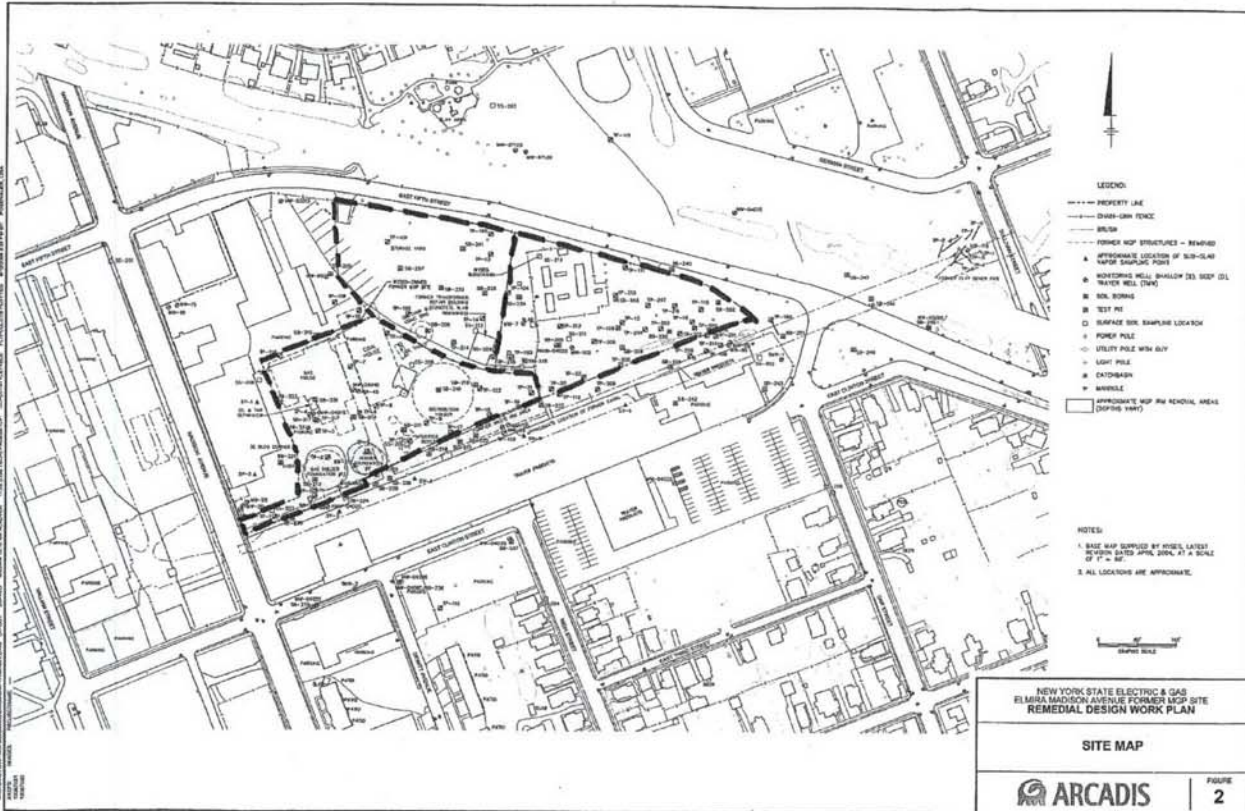
## 6. Map of the Dansville Site

The Dansville Site is located at 50 Ossian Street, Dansville, Steuben County, New York (Site No. 8-26-012)



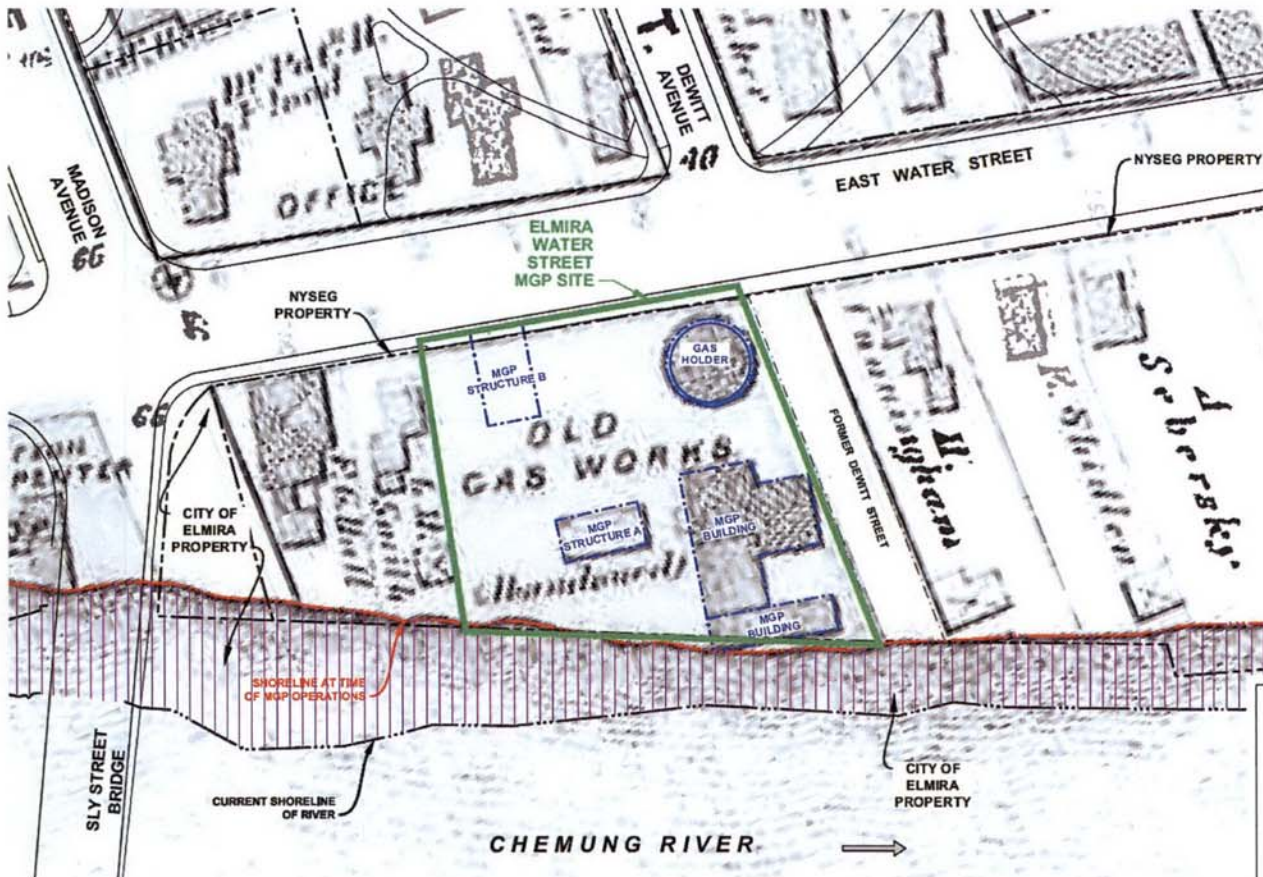
## 7. Map of the Elmira (Madison Avenue) Site

The Elmira (Madison Avenue) Site is located at Madison Avenue and East Fifth Street, Elmira, Chemung County, New York (Site No. 8-08-018)



## 8. Map of the Elmira (Water Street) Site

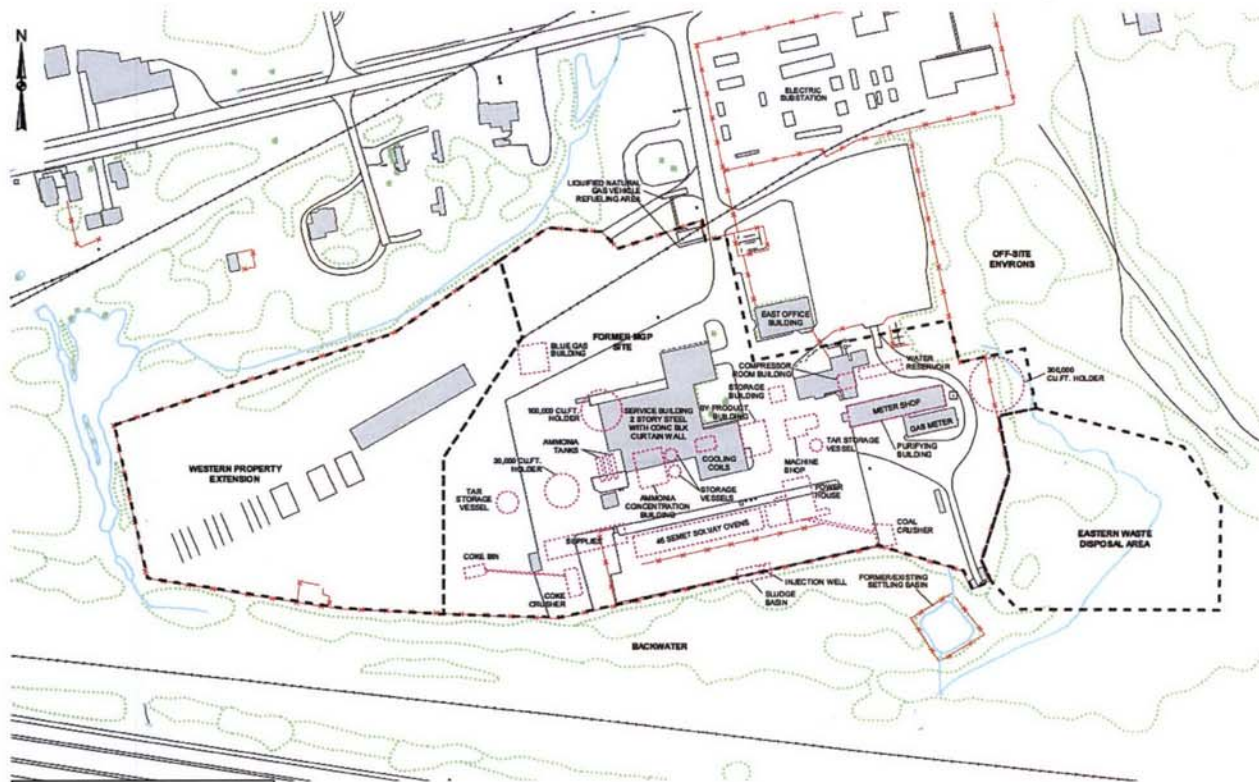
The Elmira (Water Street) Site is located on East Water Street and DeWitt Avenue, Elmira, Chemung County, New York (Site No. 8-08-025)





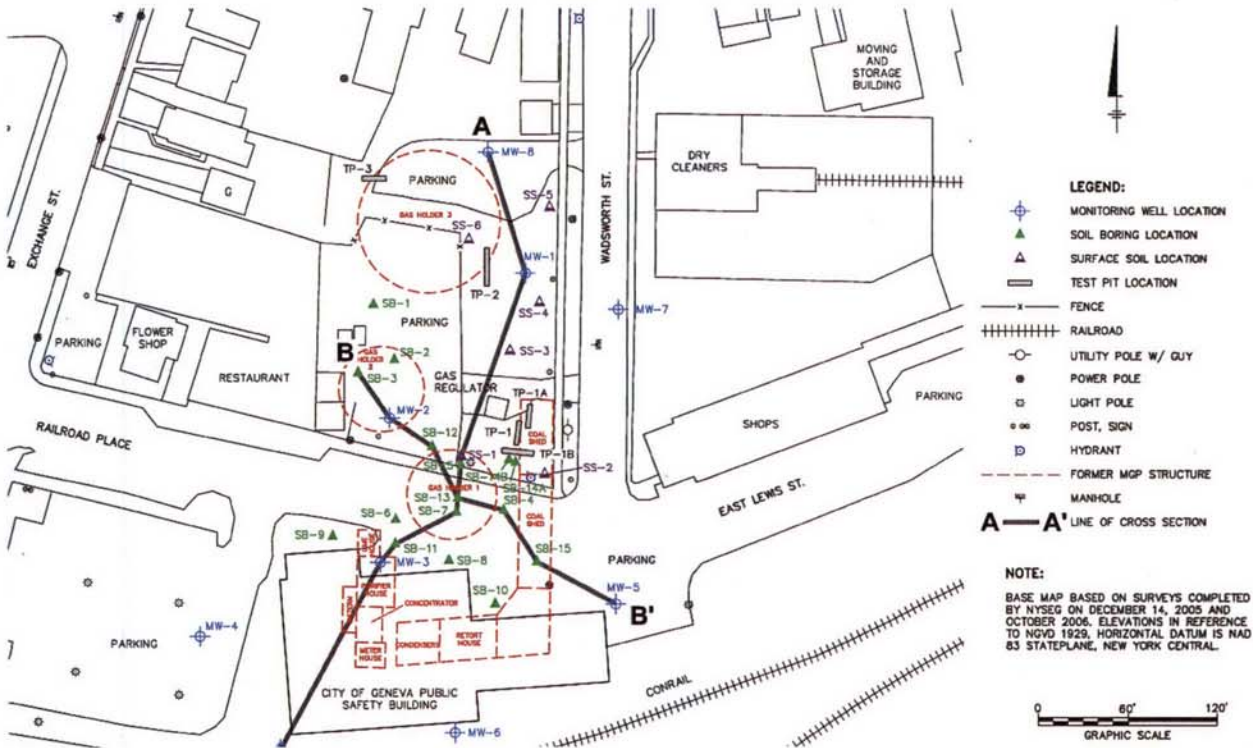
### 9. Map of the Geneva (Border City) Site

The Geneva (Border City) Site is located south of Border City Road, Waterloo, Seneca County, New York (Site No. 8-50-008)



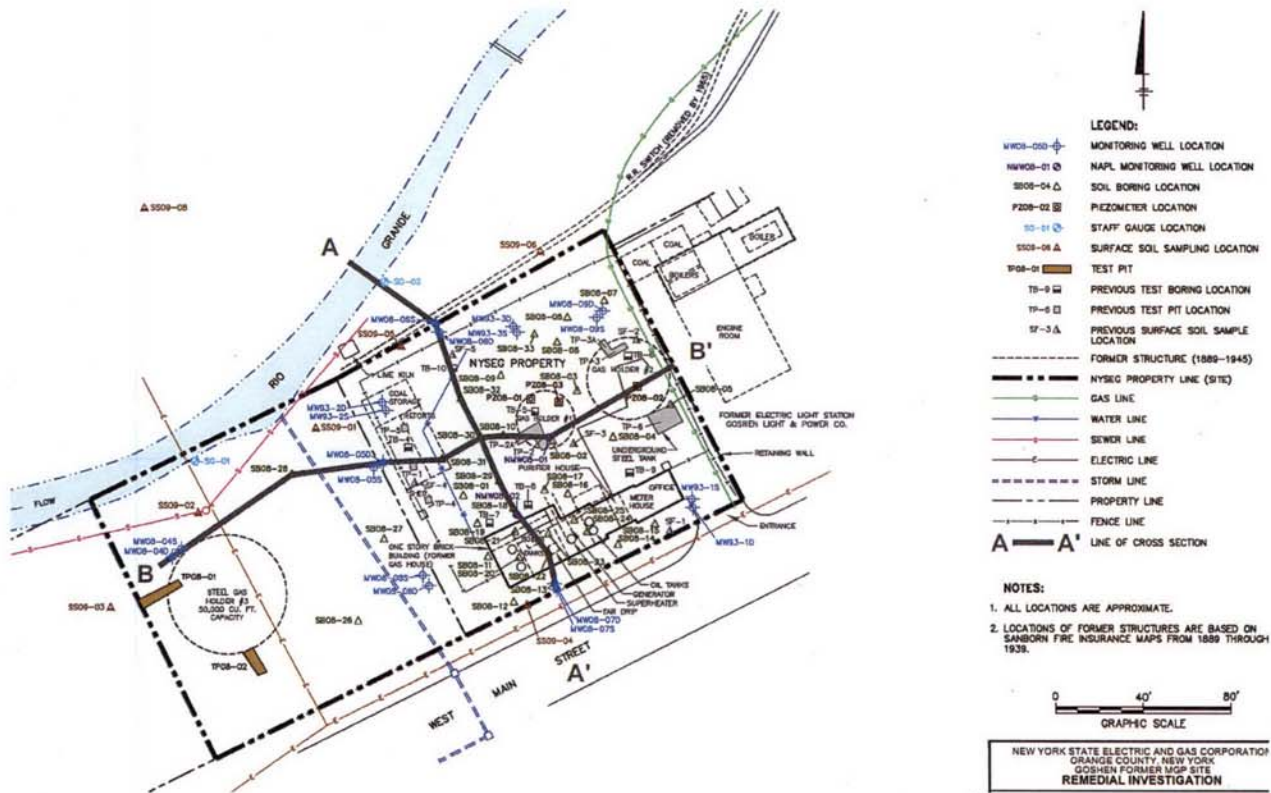
### 10. Map of the Geneva (Wadsworth Street) Site

The Geneva (Wadsworth Street) Site is located at Railroad Place and Wadsworth Street, Geneva, Ontario County, New York (Site No. 8-35-015)



# 11. Map of the Goshen Site

The Goshen Site is located at 250 West Main Street, Goshen, Orange County, New York (Site No. 3-36-046)



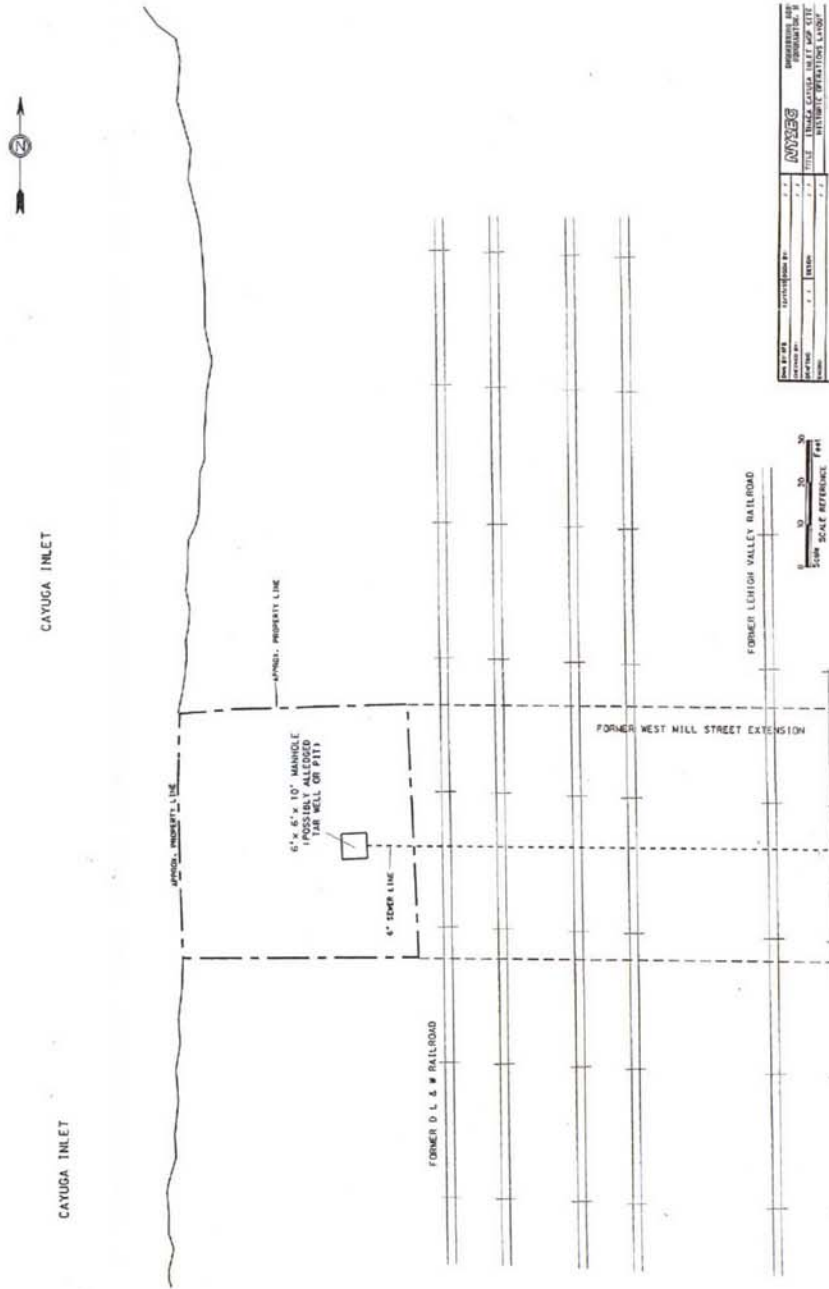
## 12. Map of the Granville Site

The Granville Site is located at 0.25 miles north of the corner of North Street and West Main Street (NYS Route 149), Granville, Washington County, New York (Site No. 5-58-021)



### 13. Map of the Ithaca (Cayuga Inlet) Site

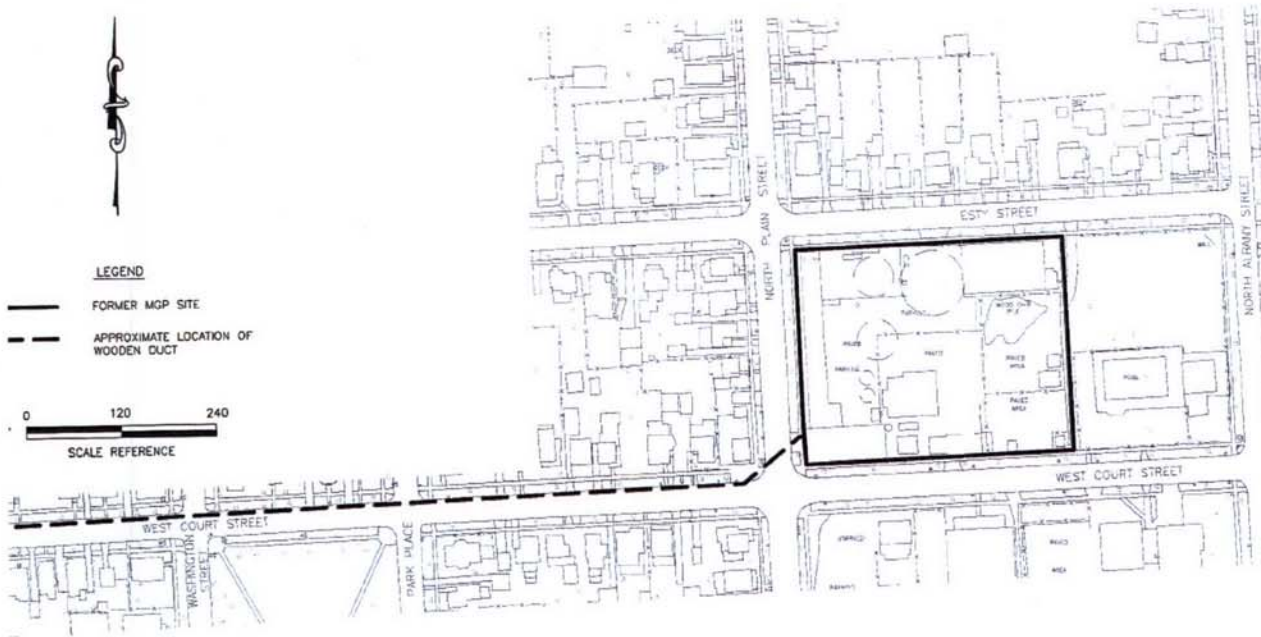
The Ithaca (Cayuga Inlet) Site is located at the west end of former West Mill Street Extension, Ithaca, Tompkins County, New York (Site No. 7-55-007)



DATE OF SURVEY	APPROVED BY	DATE OF SURVEY	APPROVED BY
11/11/03	[Signature]	11/11/03	[Signature]
PROJECT NO. 7-55-007		PROJECT NO. 7-55-007	
SITE ITHACA CAYUGA INLET DEP. CITY		SITE ITHACA CAYUGA INLET DEP. CITY	
DRAWN BY [Signature]		DRAWN BY [Signature]	
CHECKED BY [Signature]		CHECKED BY [Signature]	
SCALE 1" = 30'		SCALE 1" = 30'	

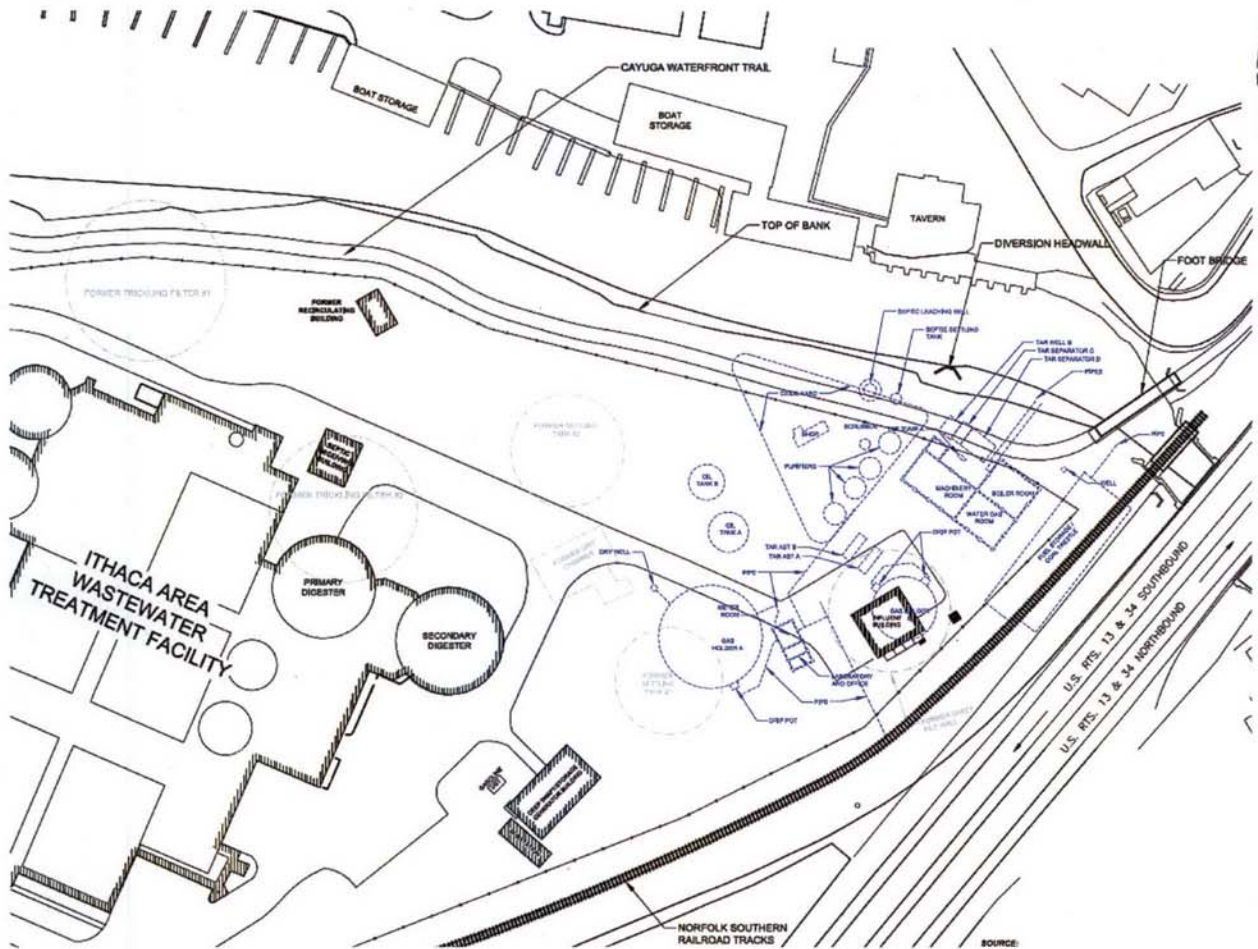
# 14. Map of the Ithaca (Court Street) Site

The Ithaca (Court Street) Site is located at the northeast corner of West Court Street and North Plain Street, Ithaca, Tompkins County, New York (Site No. 7-55-008)



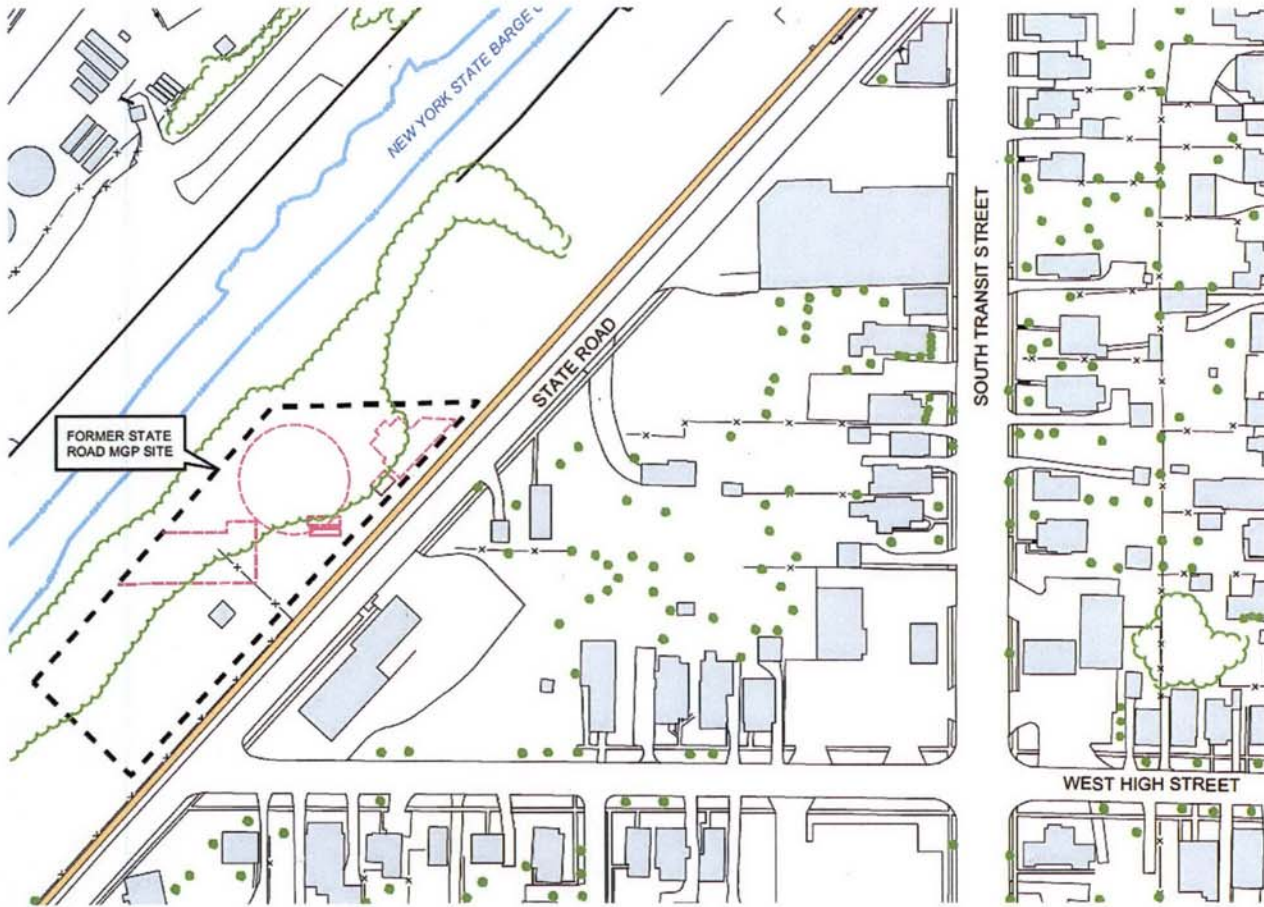
### 15. Map of the Ithaca (First Street) Site

The Ithaca (First Street) Site is located on the eastern side of the Ithaca Wastewater Treatment Facility at 525 3<sup>rd</sup> Street, Ithaca, Tompkins County, New York (Site No. 7-55-006)



## 16. Map of the Lockport (State Road) Site

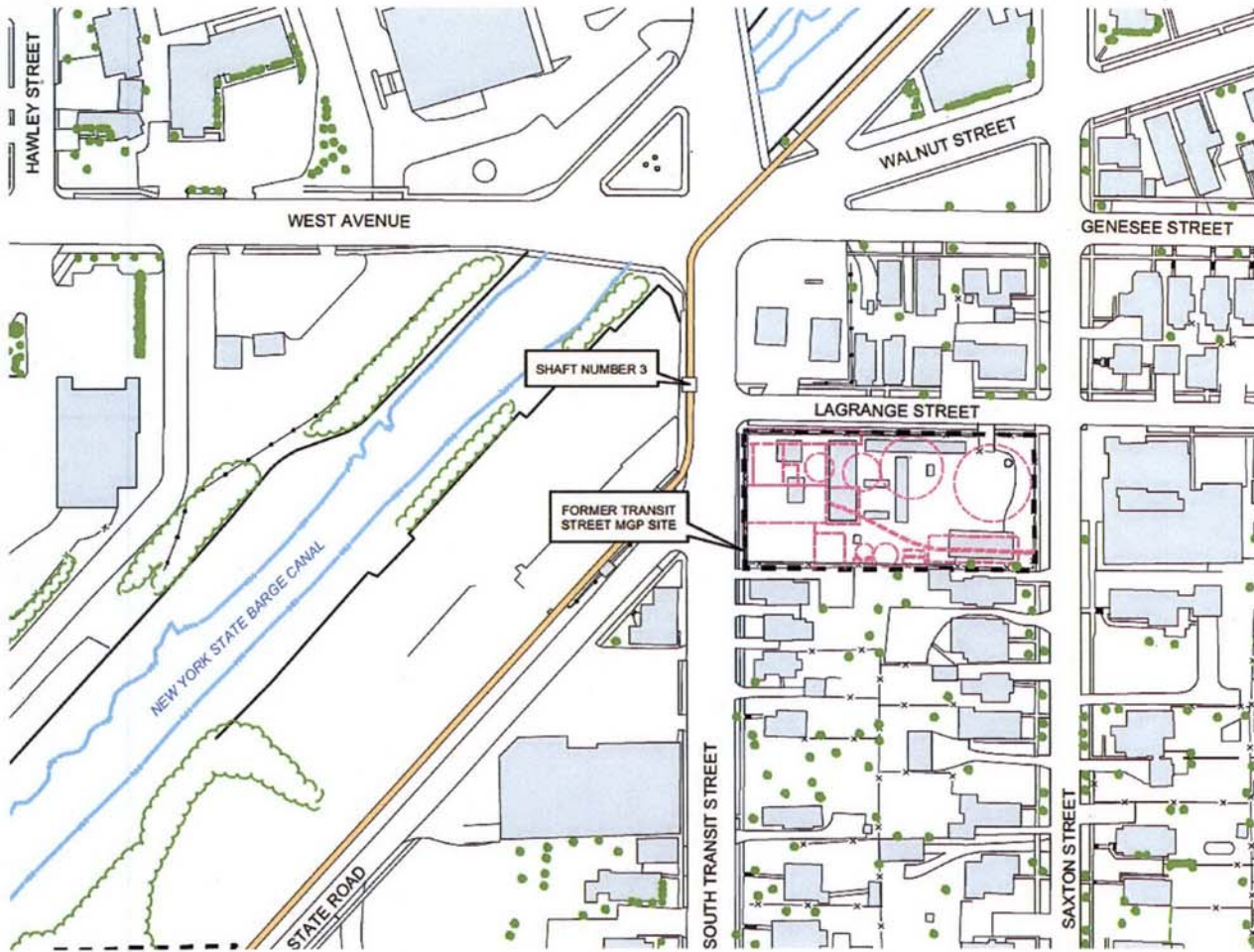
The Lockport (State Road) Site is located between State Road and the NYS Barge Canal in Lockport, Niagara County, New York (Site No. 9-32-109)





### 17. Map of the Lockport (Transit Road) Site

The Lockport (Transit Road) Site is located at the corner of South Transit Street and LaGrange Street, Lockport, Niagara County, New York (Site No. 9-32-098)



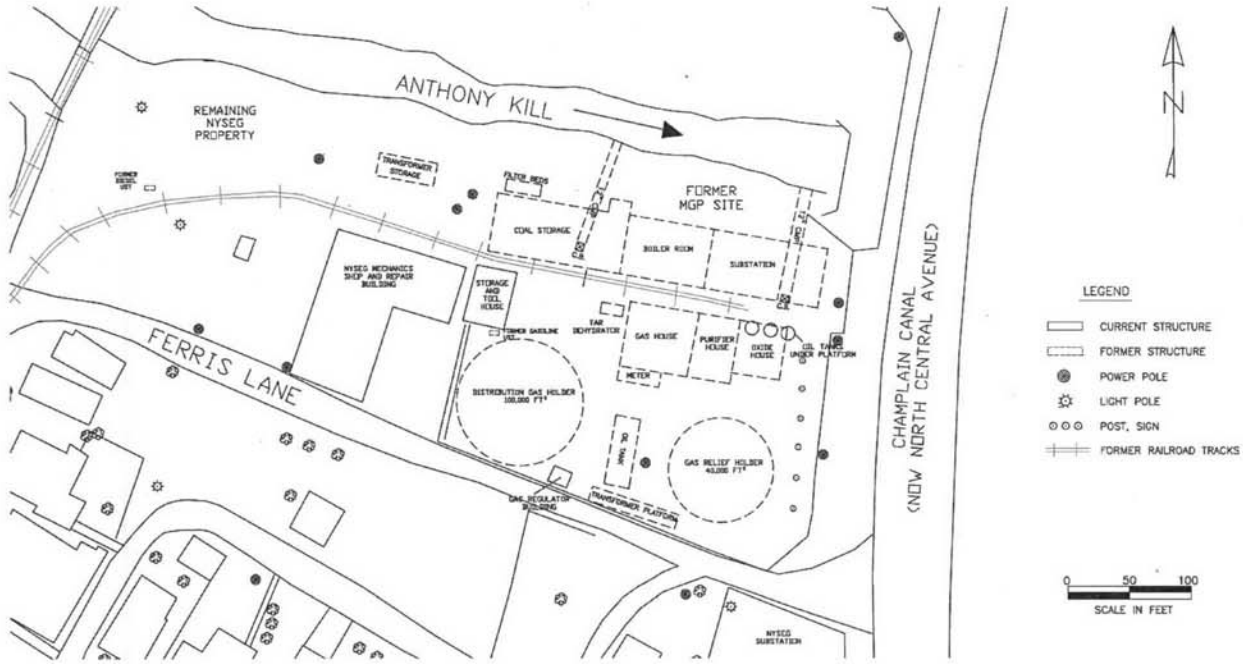
## 18. Map of the Lyons Site

The Lyons Site is located on the northwest corner of Water Street and Geneva Street, Lyons, Wayne County, New York (Site No. 8-59-020)



### 19. Map of the Mechanicville (Central Avenue) Site

The Mechanicville (Central Avenue) Site is located at the northwest corner of North Central Avenue and Ferris Lane, Mechanicville, Saratoga County, New York (Site No. 5-46-033)



## 20. Map of the Mechanicville (Coon's Crossing) Site

The Mechanicville (Coon's Crossing) Site is located at 274 NYS Route 67, Stillwater, Saratoga County, New York (Site No. 5-46-034)



### Legend

- ▲ NYSEG Substation
- Area of Reported Waste Dumping
- Substation Parcel and Site Boundary



**NYSEG**  
 Man Requests Please Contact:  
 Greg Kennedy, Supervisor (607) 762-7808

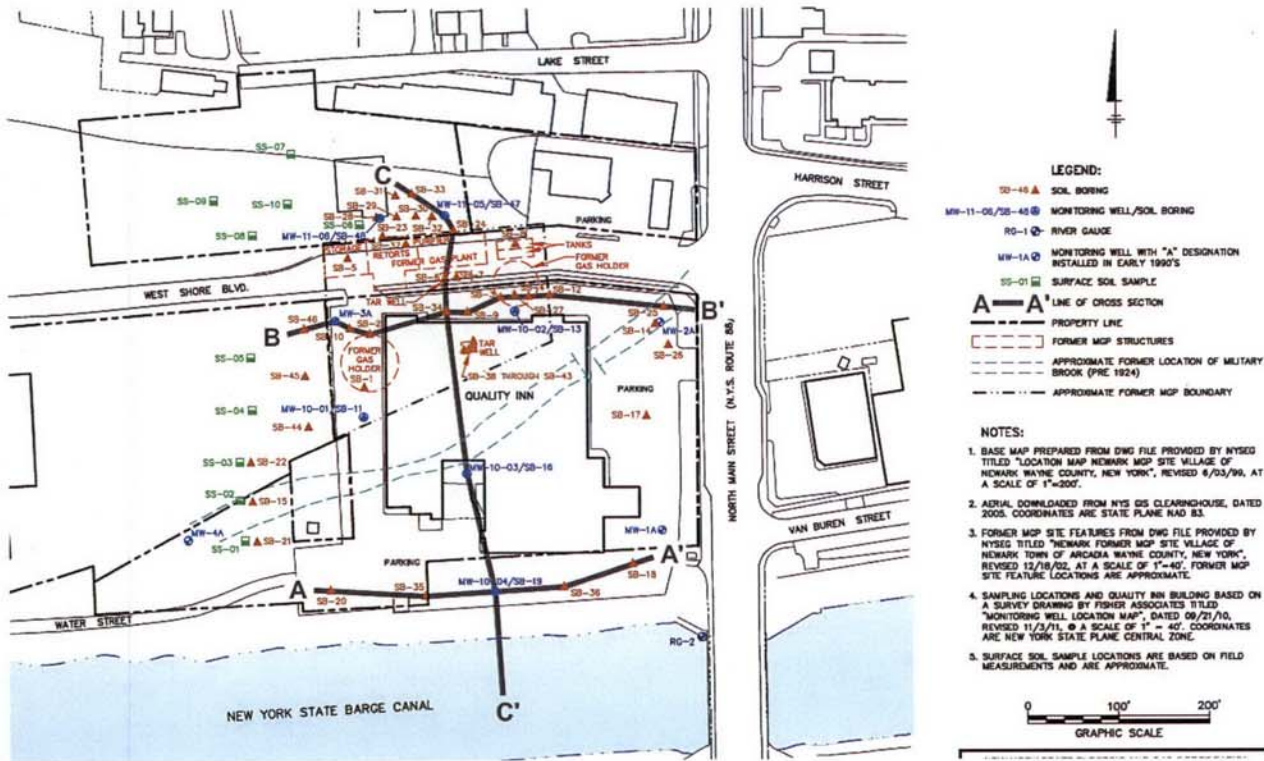


0 90 180  
 Feet  
 1" = 50' When plotted on 11" X 17" ("B" Size) paper

SITE LAYOUT MECHANICVILLE COONS-CROSSING	
Stillwater, NY	FIGURE 1
<small>Map Data Sources: \\arkadmi1\domain\shares\ARCGIS_Data\Misc Maps\Bart_Finch\Coons Crossing Sub.mxd</small>	
<small>Date Created:</small> 03/28/2011	<small>Created By:</small> G. Tecza
<small>Date Revised:</small>	<small>Revised By:</small>

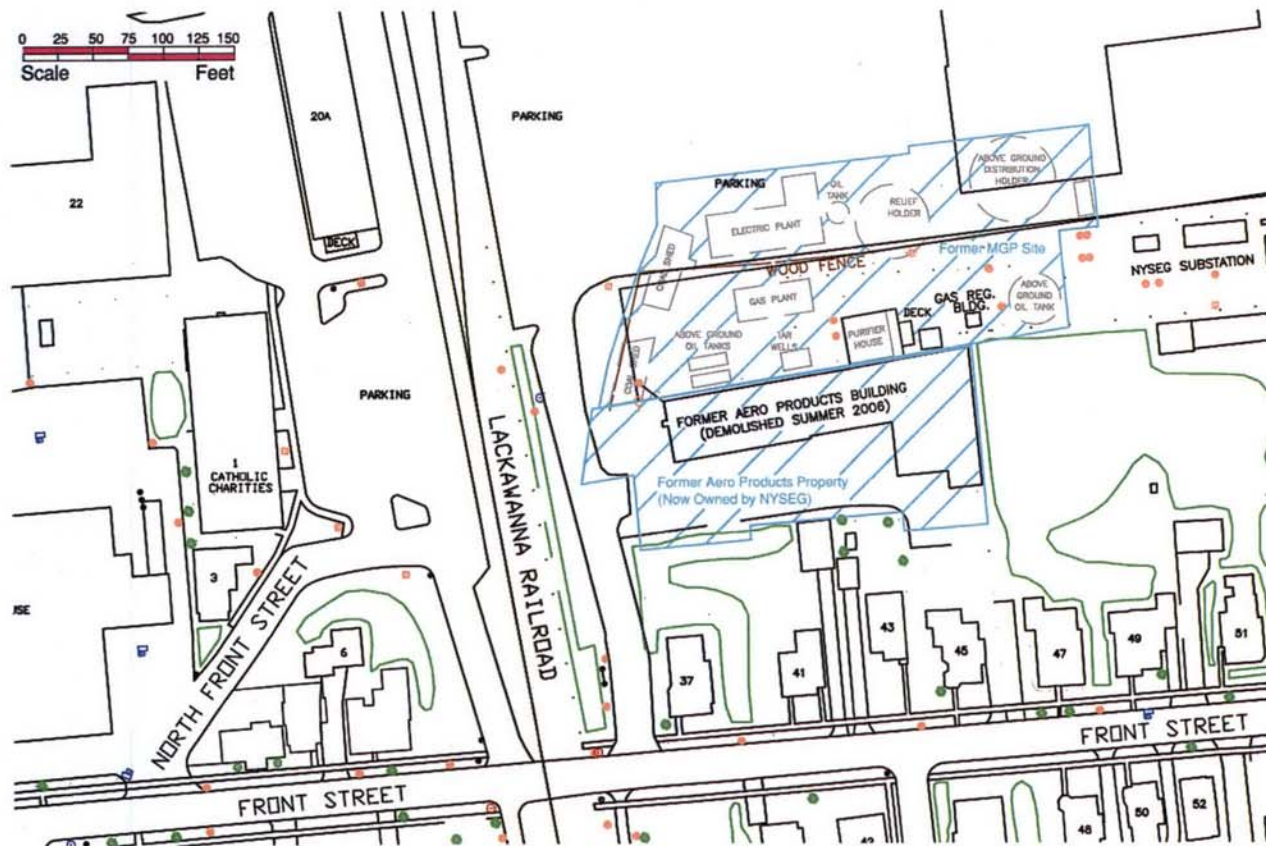
## 21. Map of the Newark Site

The Newark Site is located northwest of the intersection of the NYS Barge Canal and North Main Street (NYS Route 88), Newark, Wayne County, New York (Site No. 8-59-021)



## 22. Map of the Norwich Site

The Norwich Site is located at 24 Birdsall Street, Norwich, Chenango County, New York (Site No. 7-09-011)



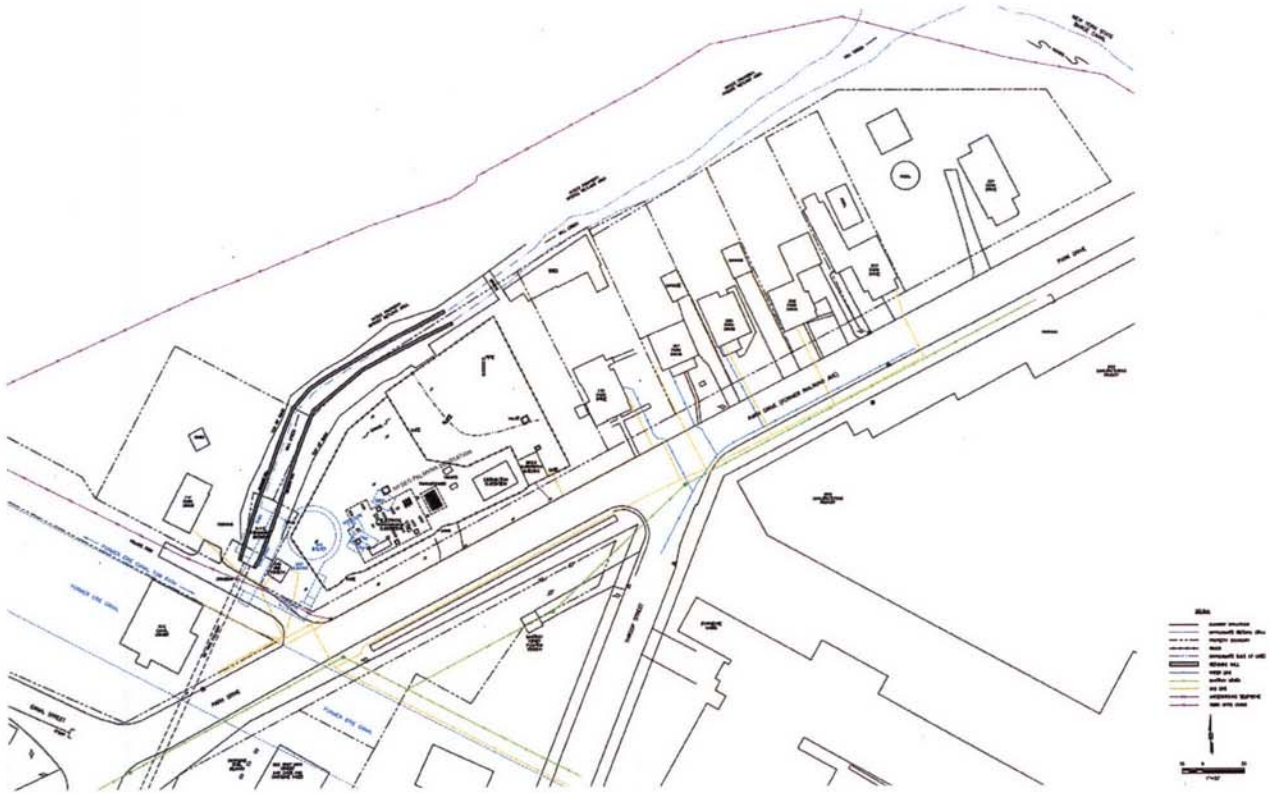
## 24. Map of the Oneonta Site

The Oneonta Site is located to the south of the intersection of Mill Race Creek and James Georgeson Avenue, Oneonta, Otsego County, New York (Site No. 4-39-001)



## 25. Map of the Palmyra Site

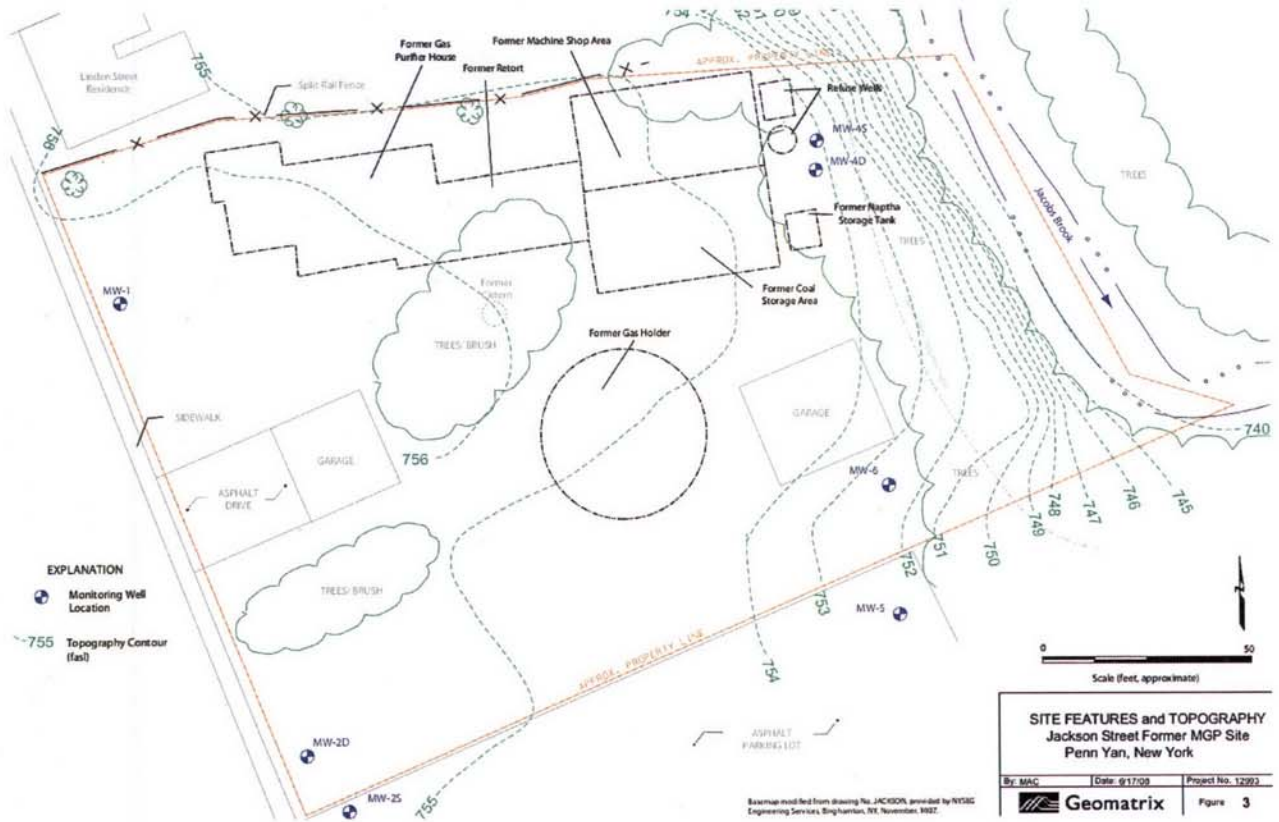
The Palmyra Site is located at the NYSEG Palmyra Substation on the north side of Park Drive, Palmyra, Wayne County, New York (Site No. 8-59-022)





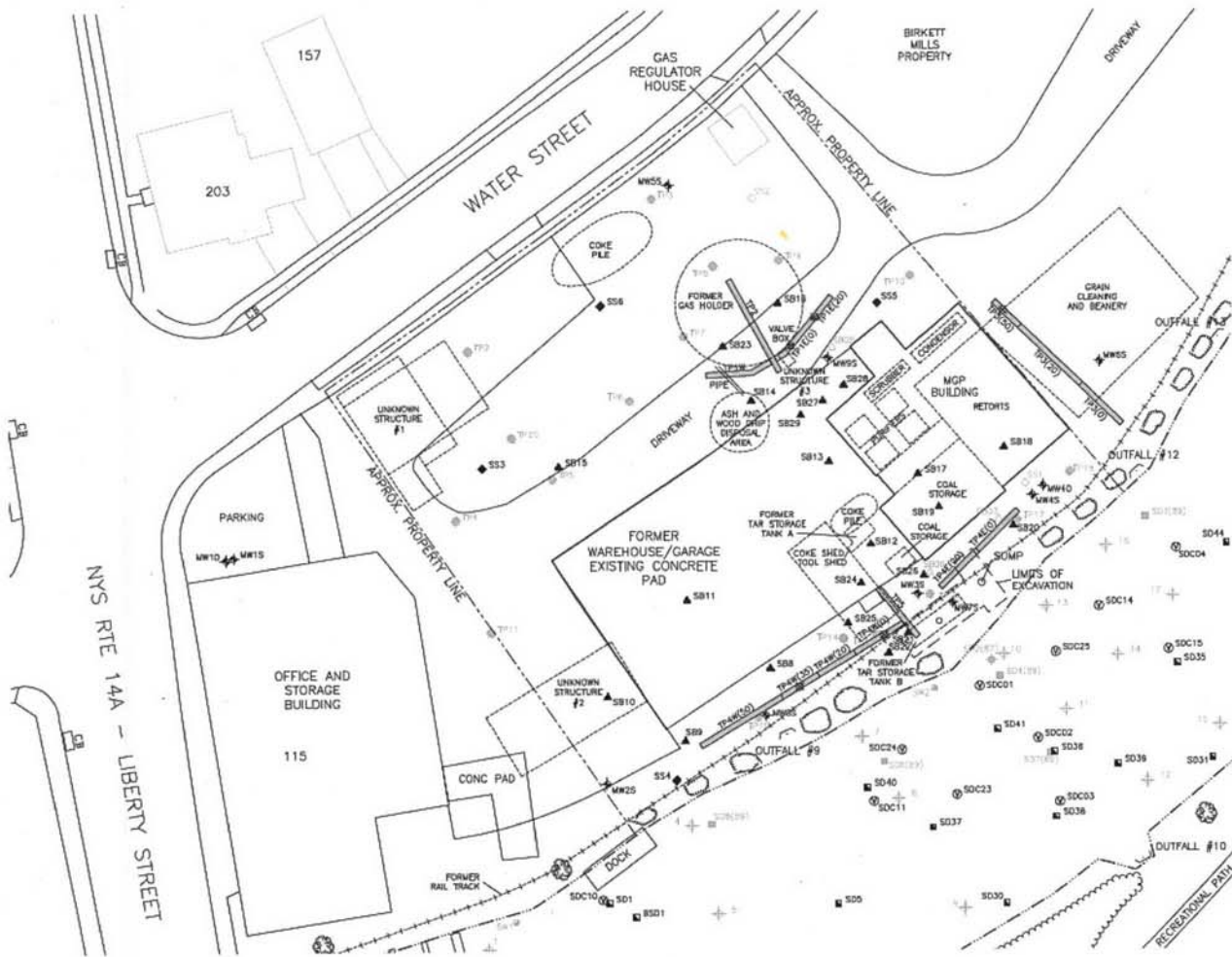
## 26. Map of the Penn Yan (Jackson Street) Site

The Penn Yan (Jackson Street) Site is located on Linden Street (formerly known as Jackson Street), Penn Yan, Yates County, New York (Site No. 8-62-008)



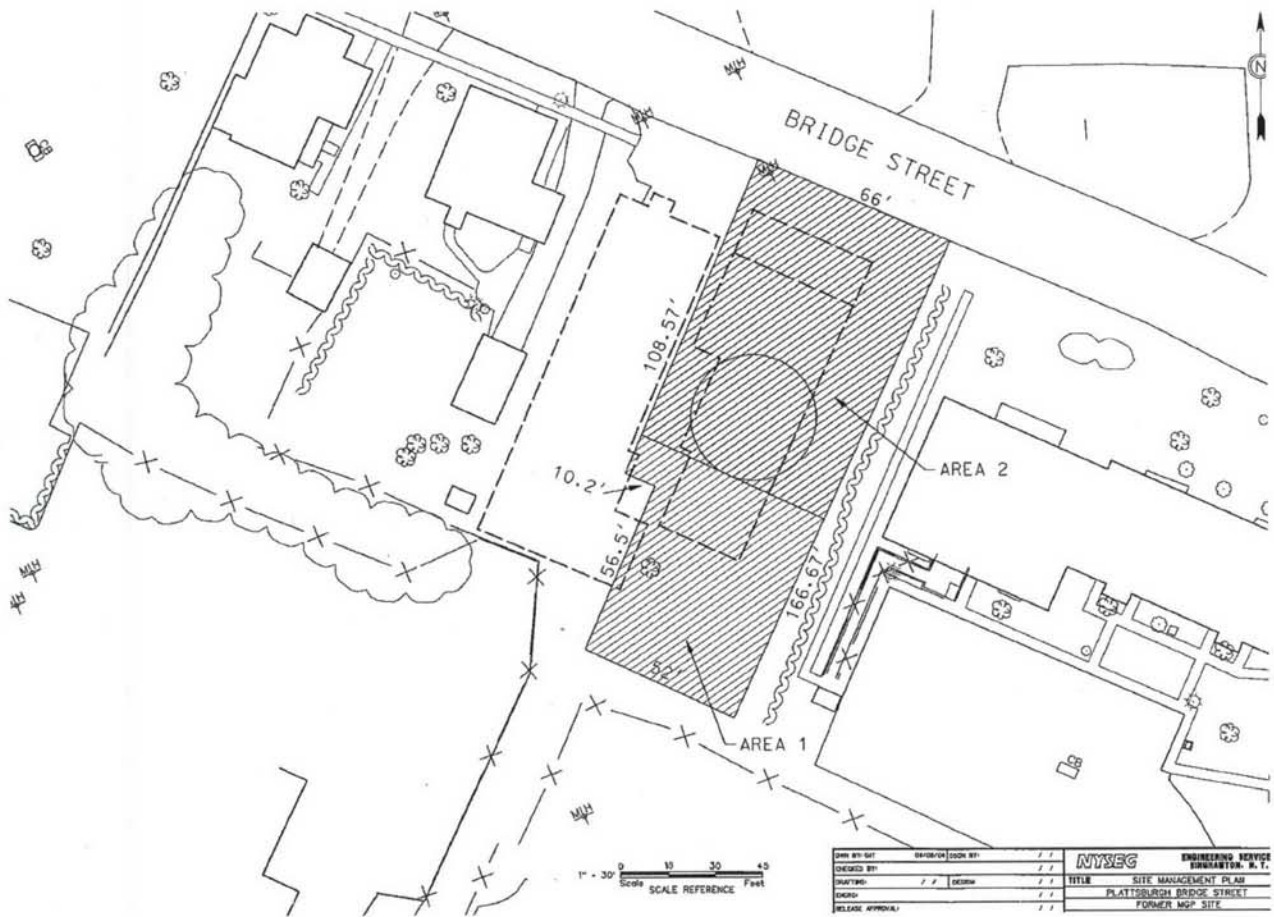
## 27. Map of the Penn Yan (Water Street) Site

The Penn Yan (Water Street) Site is located between the Keuka Lake Outlet and Water Street in Penn Yan, Yates County, New York (Site No. 8-62-009)



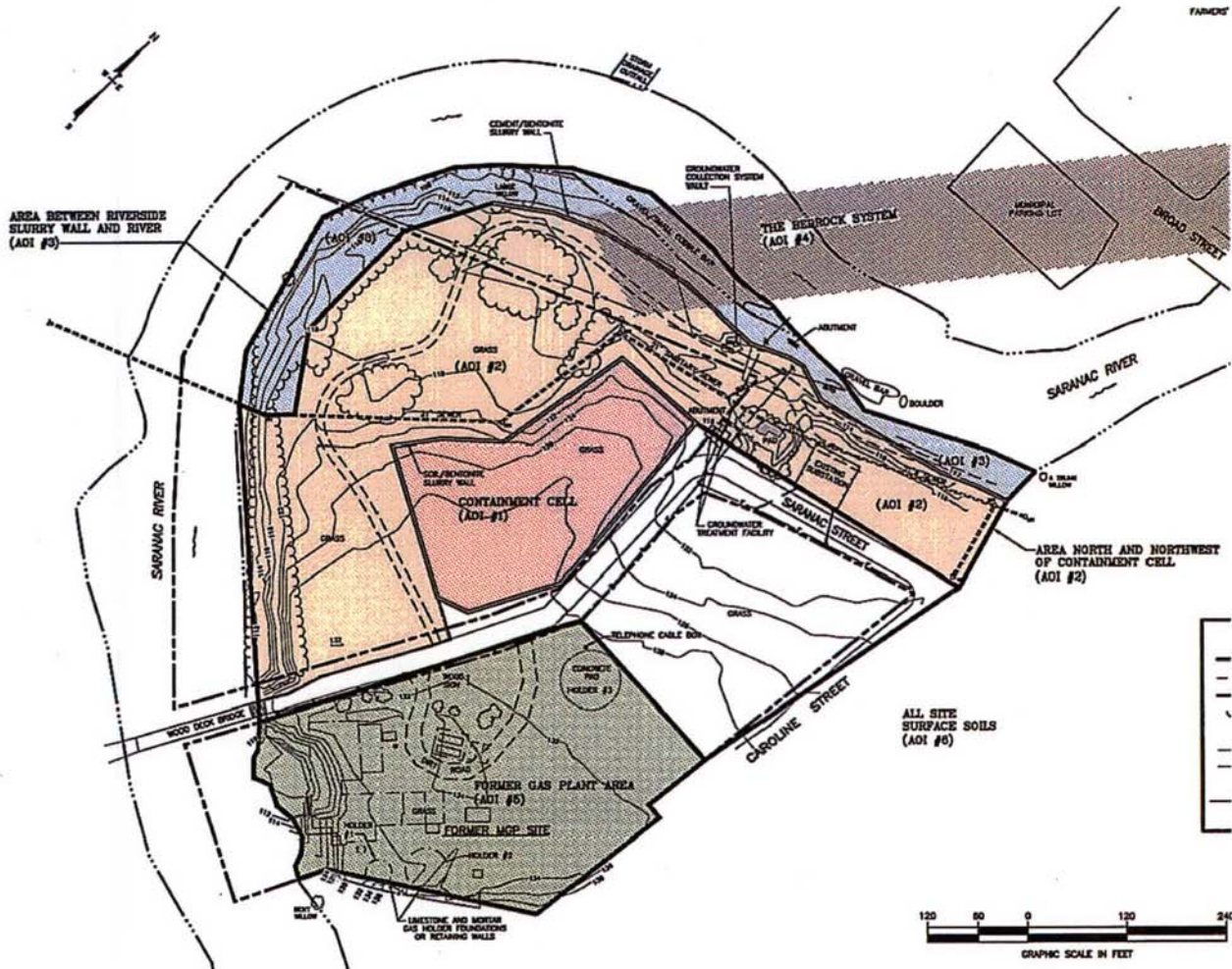
## 28. Map of the Plattsburgh (Bridge Street) Site

The Plattsburgh (Bridge Street) Site is located at 140 Bridge Street, Plattsburgh, Clinton County, New York (Site No. 5-10-016)



## 29. Map of the Plattsburgh (Saranac Street) Site

The Plattsburgh (Saranac Street) Site is located on Saranac Street, Plattsburgh, Clinton County, New York to the west of Caroline Street (Site No. 5-10-007)



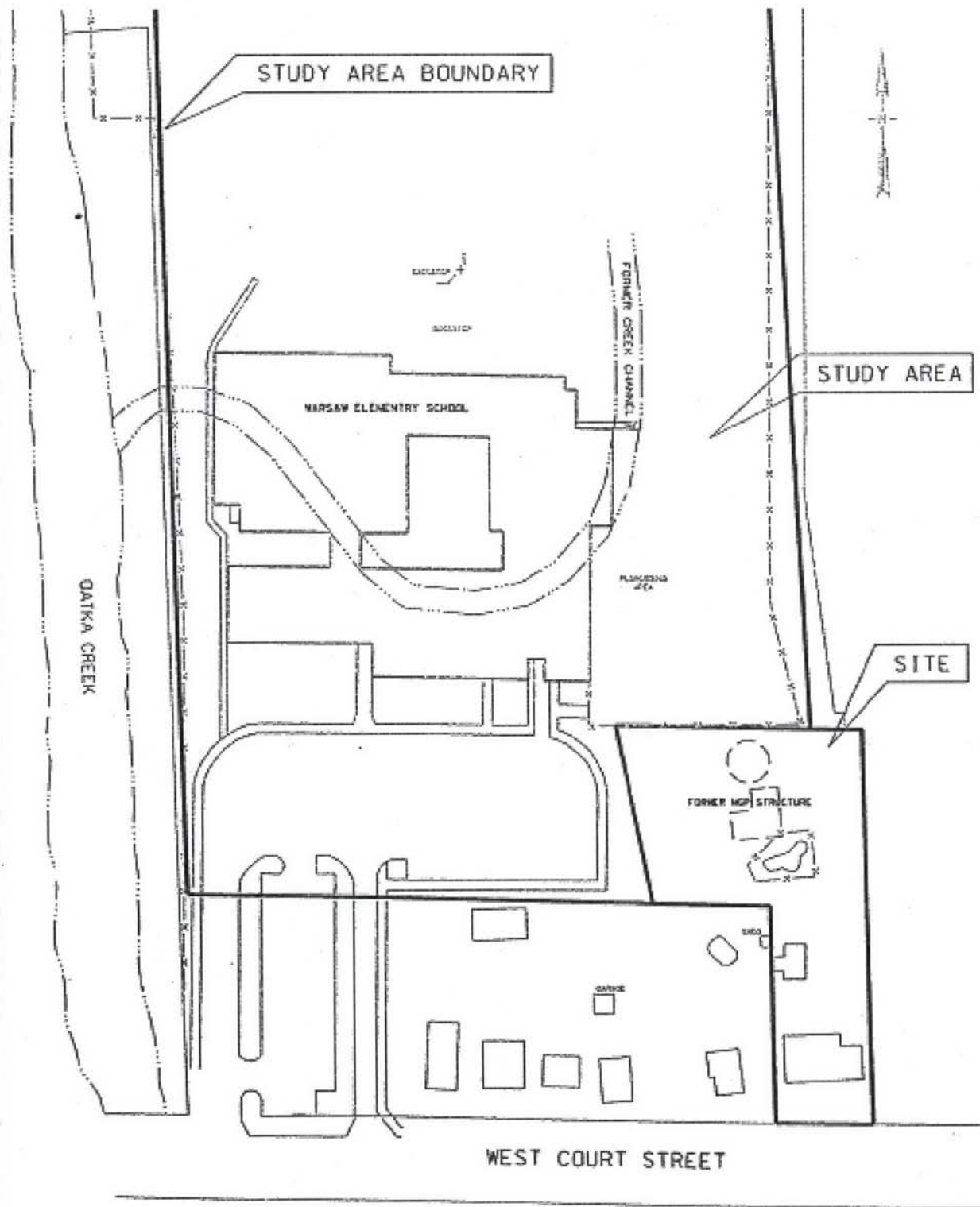
### 30. Map of the Seneca Falls Site

The Seneca Falls Site is located at 187-189 Fall Street, Seneca Falls, Seneca County, New York  
(Site No. 8-50-010)



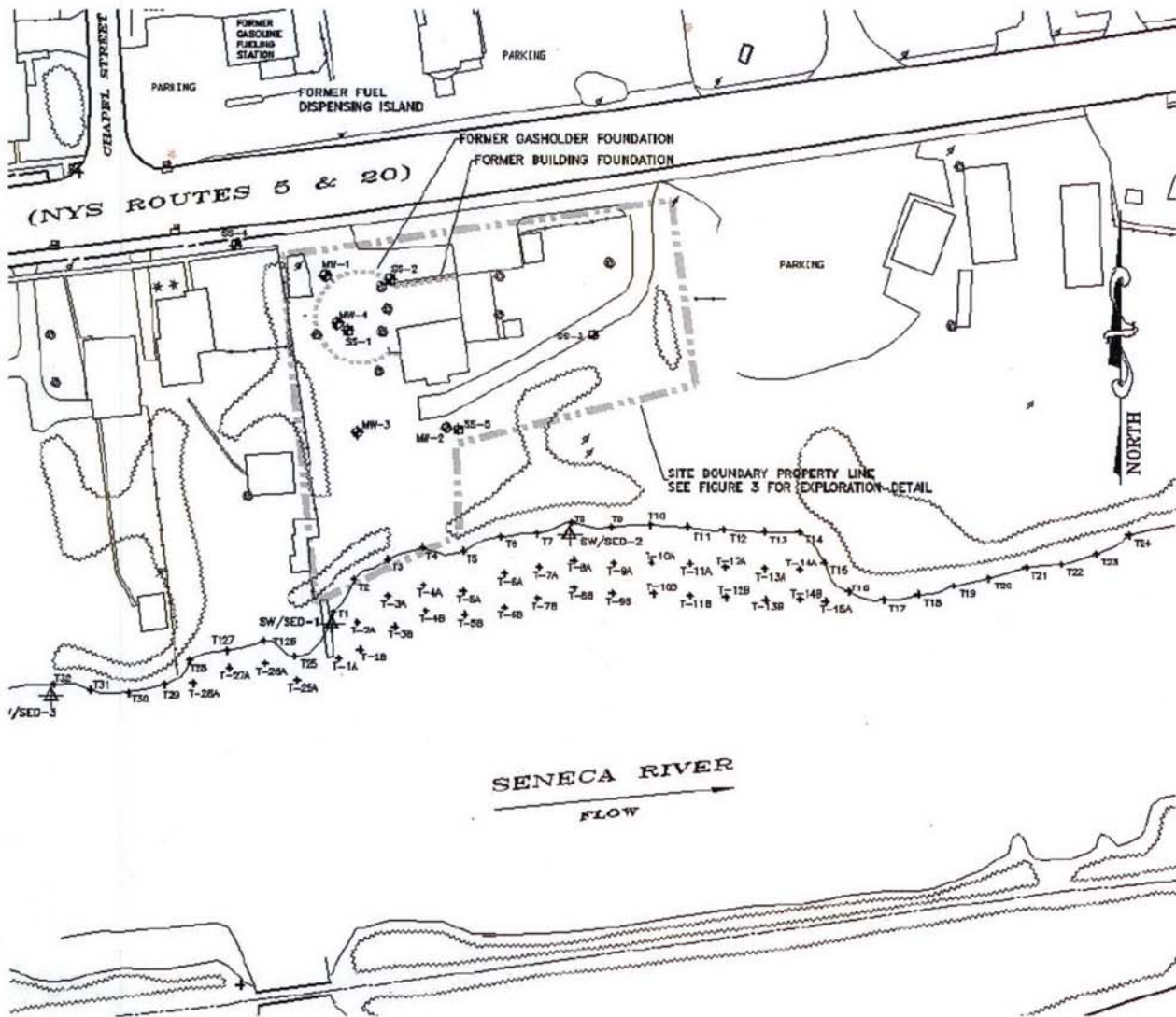
### 31. Map of the Warsaw Site

The Warsaw Site is located at West Court Street, Warsaw (V), Wyoming County, New York (Site No. 9-61-007)



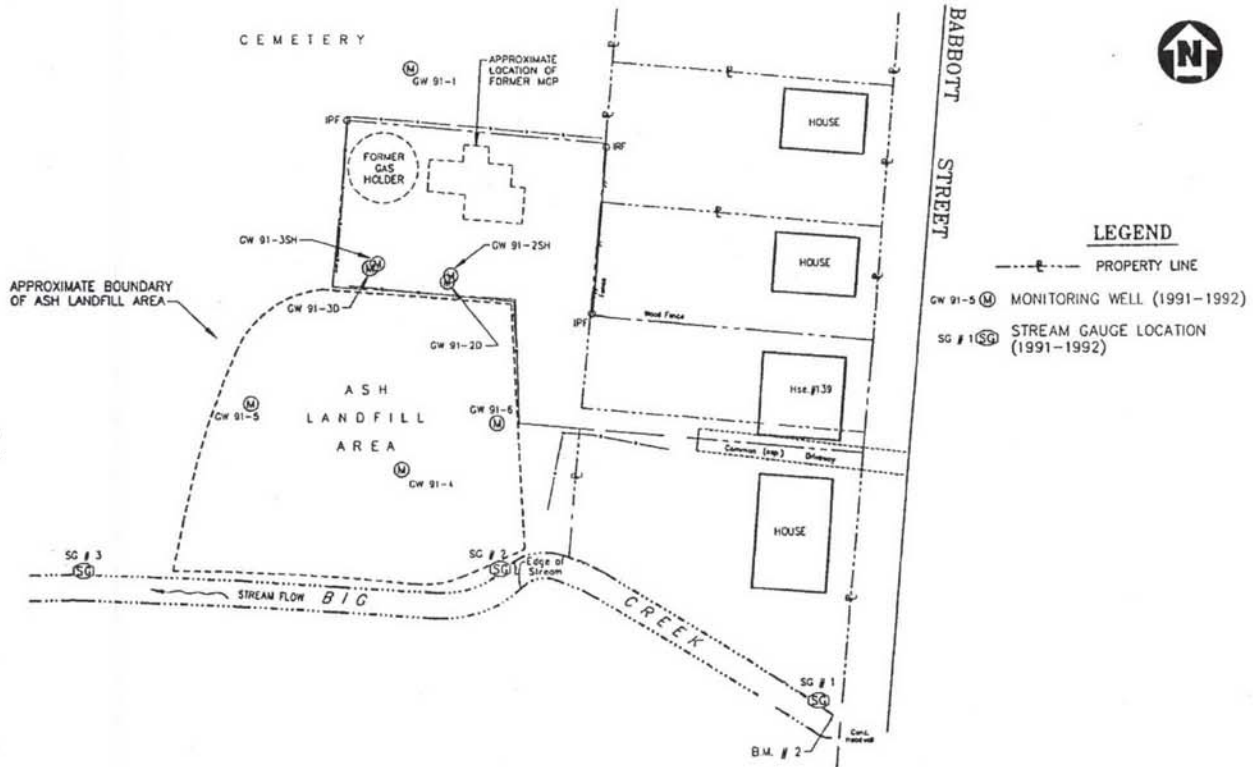
### 32. Map of the Waterloo Site

The Waterloo Site is located at 364 East Main Street, Waterloo, Seneca County, New York (Site No. 8-50-011)



### 33. Map of the Waterville Site

The Waterville Site is located adjacent to the west of 139 Babbott Street, Waterville, Oneida County, New York (Site No. 6-33-041)





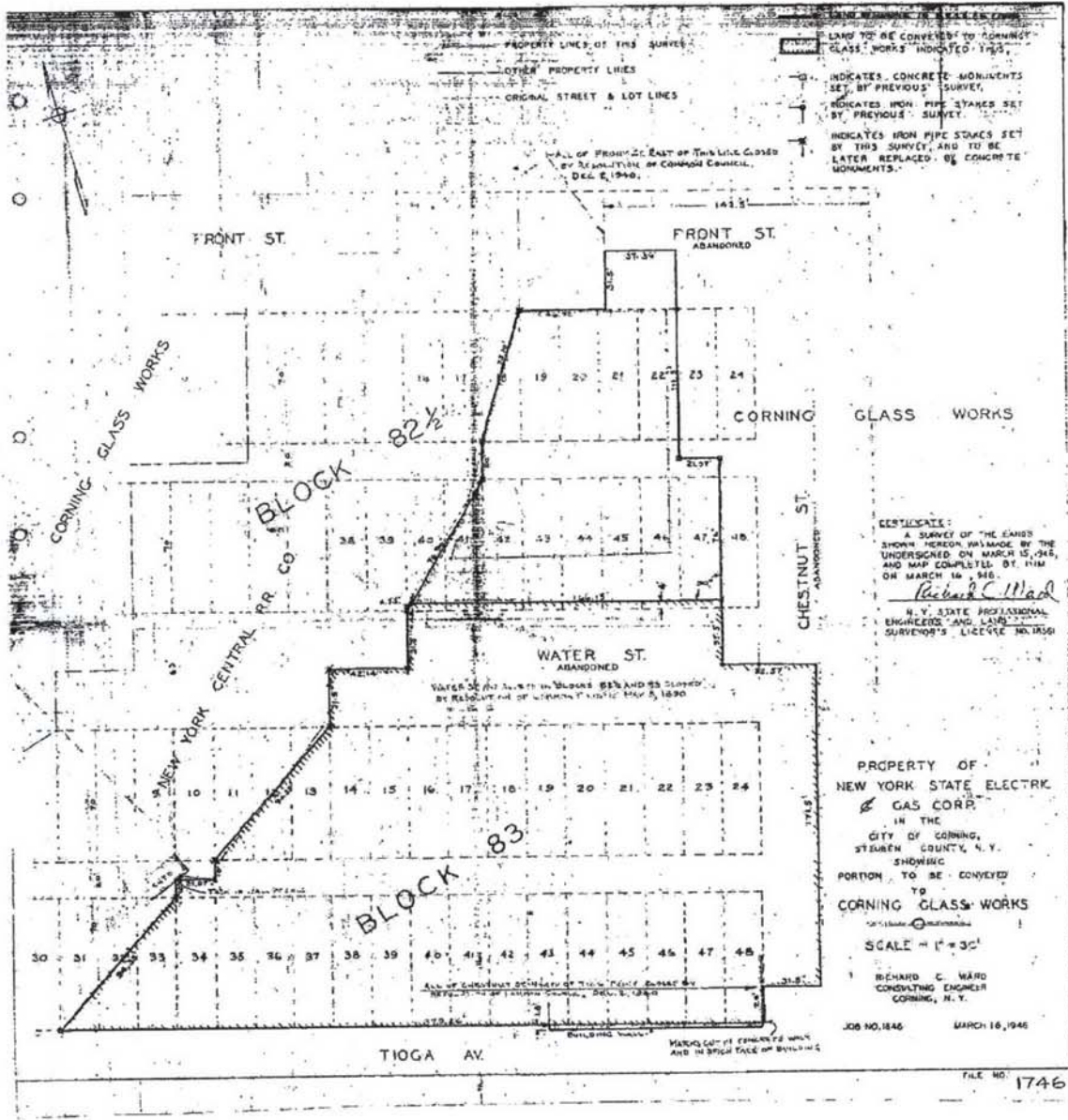
### 34. Map of the Cortland (Charles Street) Former Remote Gas Holder Site

The Cortland (Charles Street) Former Remote Gas Holder Site is located at 43-45 Charles Street, Cortland, Cortland County, New York (Site No. 7-12-012)



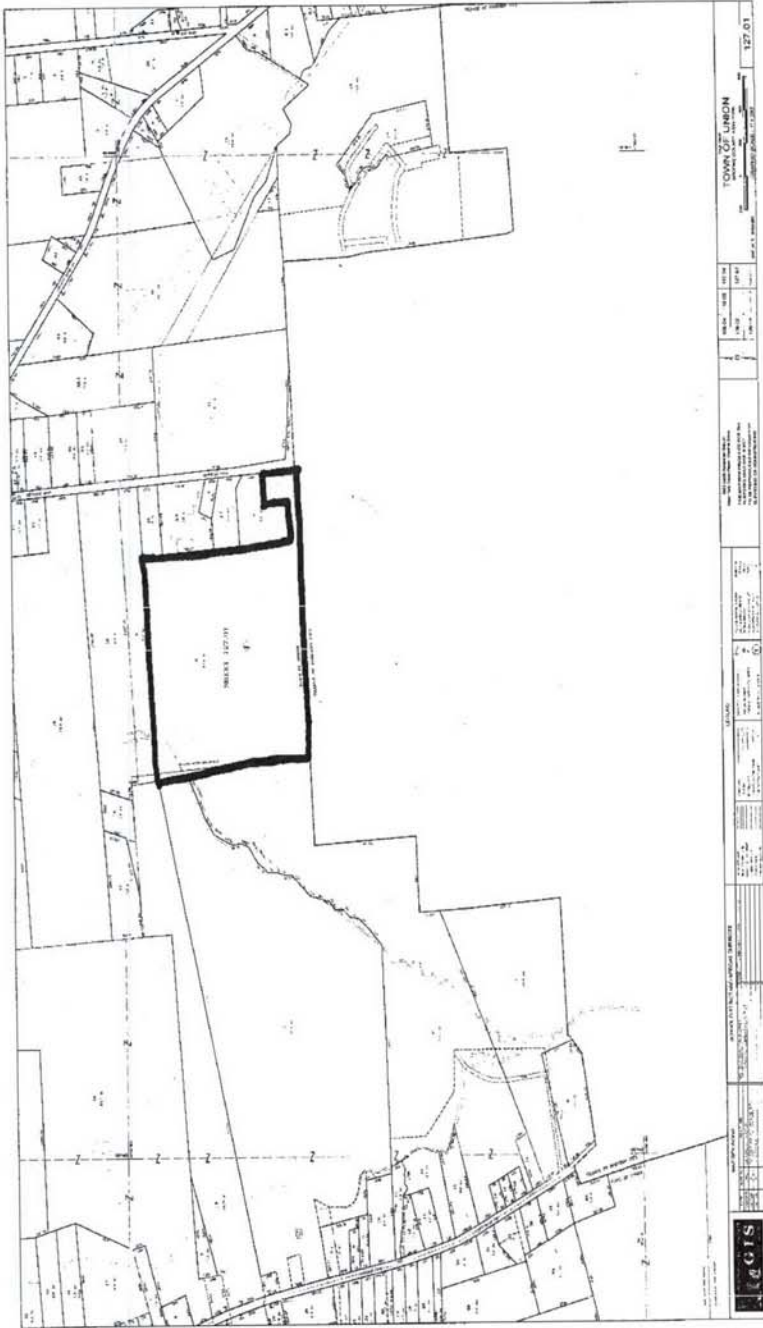
### 35. Map of the Corning Chestnut Street MGP Site

Note: The Corning Chestnut Street MGP Site was located at the corner of Tioga Avenue and Chestnut Streets, Corning, Steuben County, New York (Site No. 8-51-035), and is limited to the parcel conveyed to Corning Glass Works (now, Corning, Inc.) in 1946 which is the portion of Block 83 located south of the north edge of Water Street (abandoned). The portion of Block 83 located north of Water Street contained an electric substation that was retained by NYSEG and was never part of the manufactured gas plant. That substation was later moved further north and the remainder of Block 83 sold to Corning, Inc.



### 36. Map of the Reynolds Road Disposal Site

The Reynolds Road Disposal Site is tax parcel #127.01-1-6 which is located at 1201 Reynolds Road, Union, Broome County, New York (Site No. 7-04-056).



# EXHIBIT "B"

## Schedule

NYSEG MGP Sites

Conceptual Target Schedule January 2015

NYSEG PM	Site	2015				2016				2017				2018				2019				2020				2021				2022				
		Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	
JR	Oneonta				OM				OM				OM				OM				OM				OM				OM				OM	
TB	Mechanicville				OM				OM				OM				OM				OM				OM				OM				OM	
TB	Ithaca Court St. OU1																																	
TB	Ithaca Court OU2		ISC O	OM	ISC O				OM				OM				OM				OM				OM				OM				OM	
TB	Plattsburg-OU-1 River RA /Site		RA	ISM	RD	RA	ISM	RD	RA	OM			OM			OM				OM				OM				OM				OM		
TB	Plattsburg-OU-2 River/Cumberland				sFS	g			dRD	RD	RA			RA			RA				RA				RA									
TB	Binghamton Washington St.				OM				OM				I&E CC				I&E CC				I&E CC				I&E CC				I&E CC				I&E CC	
TB	Norwich		g	dRD		RD				Off site ISS RA	OM			OM			OM				OM				OM				OM				OM	
JR	Elmira Madison				OM				OM				OM	Evaluate NAPL	I&E CC			I&E CC				I&E CC				I&E CC				I&E CC				I&E CC
JR	Dansville OU1		RA		OM				OM				OM				OM				OM				OM				OM				OM	
CK	Dansville OU2		dFS		FS	g			dRD			RD			RA			OM				OM				OM				OM				OM
TB	Cortland/Homer OU1		OM						OM				I&E CC				I&E CC				I&E CC				I&E CC				I&E CC				I&E CC	
TB	Cortland/Homer OU2		PDI		dRD		RD			RA river																								
CK	Lockport Transit		RA			dRD Canal	RD Can			RA Canal			OM				OM				OM				OM				OM				OM	
JR	Auburn Clark		RA		EC	RA						outlet					OM				OM				OM				OM				OM	
JR	Auburn McMaster				RA	EC	RA			outlet			OM				OM				OM				OM				OM				OM	
TB	Goshen		RD				RA					OM				OM				OM				OM				I&E CC				I&E CC		
JR	PennYan Water				RA				OM			OM				I&E CC				I&E CC				I&E CC				I&E CC				I&E CC		
JR	Granville		dRD		PDI/NAPL	dRD	NAPL	RD		NAPL		RA				OM				OM				OM				OM				OM		

NYSEG MGP Sites

Conceptual Target Schedule January 2015

NYSEG PM	Site	2015				2016				2017				2018				2019				2020				2021				2022				
		Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	
TBD	Geneva B.C.				dRD		RD					RA			OM				OM				OM				OM				OM			
TBD	Geneva Wadsworth											RA			OM				OM				I&E CC				I&E CC				I&E CC			
TB	Binghamton Court				OM				OM				OM				OM				OM				OM				OM				OM	
TB	Binghamton Court River		PDI				dRD		RD			IRM/RA	g																					
TBD	Seneca Falls		g				dRD	PDI	RD		RD		RA			OM				OM				OM				OM				OM		
JR	Ithaca First St.				ISM				dRD		RD			RA			OM				OM				OM				OM				OM	
JR	Newark								dRD		PDI	RD			RA			OM				OM				OM				OM				OM
JR	Clyde								dRD		PDI	RD			RA			OM				OM				OM				OM				OM
TBD	Palmyra		sed	sRI		sFS	FS	g				dRD	PDI	RD			RA																	
TBD	Lyons		g									dRD	PDI	RD			RA				OM				OM				OM				OM	
JR	Elmira Water St.		dFS		FS	g						dRD	PDI	RD			RA				OM				OM				OM				OM	
JR	Auburn Green St.		RI	dFS(?)		FS	g					dRD	PDI	RD			RA				OM				OM				OM				OM	
JR	Corning				RI		dFS	FS	g							dRD	PDI	RD			RA													
TB	Johnson City				SC		dRD		RD			IRM																						
TBD	Penn Yan Jackson				I&E CC				I&E CC			I&E CC			I&E CC			I&E CC				I&E CC				I&E CC				I&E CC				I&E CC
TB	Cortland Charles				I&E CC				I&E CC			I&E CC			I&E CC			I&E CC				I&E CC				I&E CC				I&E CC				I&E CC

SC - Site Characterization  
 RI - Remedial Investigation  
 FS - Feasibility Study  
 ISM - Interim Site Management  
 sRI - Remedial Investigation (noted if beyond scope of typical RI)  
 RD - Remedial Design  
 RA - Remedial Action  
 OM - Operation, Monitoring & Maintenance (plan prep, monitoring)  
 IRM - Interim Remedial Measure  
 EC - Electric Construction to remove obstacles to remediation.  
 I&ECC - Institutional & Environmental Control Certification included as part of the Site Management Plan (SMP), if required  
 ISM - Interim Site Management

**Schedule Objectives:** Have two or three remedial actions being implemented at any given time. Delay the start of the Remedial Design to better coincide with the start of remediation, except that one site will have the remedial design done in advance so that if another site is delayed, it can be moved up in the schedule. However, NYSEG will not delay obtaining access agreements. The schedule generally assumes that DEC can complete review and comment on initial submittal of reports within three to four months.  
**NOTES:** Schedule will be reviewed and updated at least annually.