

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

235703
ENTERED
Office of Proceedings
March 27, 2014

FINANCE DOCKET NO. 35652

Part of
Public Record

**PETITION OF
DIANA DEL GROSSO, RAY SMITH, JOSEPH HATCH, CHERYL HATCH,
KATHLEEN KELLEY, ANDREW WILKLUND, AND RICHARD KOSIBA
FOR DECLARATORY ORDER**

PETITION TO SUPPLEMENT THE REPLY PURSUANT TO 49 C.F.R 1117.1

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Date: March 24, 2014

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. : 35652

**PETITION OF DIANA DEL GROSSO, RAY SMITH, JOSEPH HATCH, CHERYL HATCH, KATHLEEN KELLEY, ANDREW WILKLUND, AND RICHARD KOSIBA
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Diana Del Grosso, Ray Smith, Joseph Hatch, Cheryl Hatch, Kathleen Kelley, Andrew Wiklund, and Richard Kosiba (the “Petitioners”), by counsel, hereby submit the following Petition to Supplement the Reply Pursuant to 49 C.F.R 1117.1.

The Petitioners have good cause to seek this relief. On December 18, 2013, a release of styrene occurred at the Grafton & Upton Railroad’s (the “G&U”) facility located at 25 Maple Avenue in Upton, Massachusetts (the “Facility”). Petitioners have just gained access to new information as a result of this spill. Petitioners seek leave to add this information to the record so that the Board may have a more complete and factual record without prejudicing other parties or unduly prolonging the proceedings.

BACKGROUND

As the result of the spill on December 18, 2013 at the Facility, the Petitioners have gained access to new, critical information relevant to these proceedings. This new information is contained in documents submitted to or generated by the Massachusetts Department of

Environmental Protection (MassDEP) relating to the release, and published only recently on the MassDEP website.

On December 18, 2013, there was a reported spill (the “Spill”) of approximately 100 gallons of liquid styrene, a hazardous material, that occurred at the Facility as indicated on a MassDep Release Log Form. See Exhibit 1. As further reported on a MassDEP Release Amendment Form (See Exhibit 2) and as documented by photographs from MassDEP personnel (See Exhibit 8), the Spill occurred during rail-to-truck transloading operations and involved a Dana road tanker vehicle¹. See Exhibit 2. MassDEP served Dana Container, Inc. (“DCI”) with a Notice of Responsibility form. See Exhibit 3.

On February 17, 2014, the MassDEP received a Release Notification Form that identified DCI as the Responsible Party and Operator. See Exhibit 4. As part of this form, additional documentation was provided, prepared on DCI letterhead with an address of 25 Maple Avenue, Upton MA, and authored by the DCI Regional Manager Michael Polselli, acknowledging DCI’s liability with regard to Certifications of Person Undertaking Response Actions in reference to the transloading Spill. See Exhibit 4, p. 5.²

On February 17, 2014, the MassDEP also received an Immediate Response Action Transmittal Form and a corresponding Immediate Response Action Plan. See Exhibits 5 and 6. In both cases, DCI is listed as the sole party responsible for the hazardous material transloading Spill.

G&U and Dana representatives have previously submitted several Verified Statements (“VS”) that expressly state, in no uncertain terms, that it is GU Railcare that performs transloading at the G&U Upton facility. A sampling of these statements, some of which

¹ It should come as no surprise that a transloading event at the Facility would involve a Dana road vehicle. The Petitioners have previously well-documented the omnipresence of Dana road vehicles at the Facility. For example, see Petition, Vol. 2, p.7, Vol. 3, pp. 4-9, 11,13 and Petitioners Reply dated May 20, 2013, Del Grosso VS, p. 1

² The Dana Container, Inc. letter contains an obvious typo incorrectly indicating the year as 2013 instead of 2014

contradict statements in the MassDEP documents associated with the Spill (which identify DCI as the transloader), is included as Exhibit 7.

ARGUMENT

The nature of the Facility and the entity in charge of its transloading operations are at the very core of these proceedings before the Board. Contrary to previously submitted sworn statements and relevant corporate agreements from the representatives of the G&U and Dana companies, indicating that GU Railcare is the Facility transloader and that no other Dana company performs transloading services at the Facility (See Exhibit 7), the Spill has confirmed that, in fact, DCI is transloading at the Facility and that DCI³ has ongoing operations including a Regional Manager at this facility.

Petitioners have alleged that GU Railcare was setup as a sham in order to gain STB preemption and to disguise Dana's larger independent business operations at the Facility. G&U and Dana representatives repeatedly claimed in their sworn statements that GU Railcare, a newly (then) created special purpose Dana company, was established to perform the transloading at the Facility under the control of the G&U. See Exhibit 7. In fact, Ronald Dana specifically stated that "It [Dana Container, Inc.] does not perform any services at the Upton railyard." G&U Reply, Ronald Dana VS, p.2.

The recently released MassDEP documents related to the Spill make it clear that DCI, not GU Railcare or the G&U, is in control of at least some of the transloading operations at the Facility. The following facts are taken from the MassDEP documents:

³ DCI is also known as Dana Railcare for marketing purposes. See G&U Reply, Ronald Dana VS, p. 2. The initial Petition documented the significant presence of Dana Railcare rail cars at the Facility. See, e.g., Petition, Vol. 3, pp. 3, 10, 14 and Petitioners Reply dated May 20, 2013; Del Grosso VS, p. 1. See also, the Dana Railcare web pages that depicted the Facility as a Dana Railcare facility, Petitioner Reply dated September 10, 2012, Exhibit 18.

1. No mention of the G&U's alleged transloading contractor, GU Railcare, appears in any of the MassDEP documents, whereas DCI is repeatedly identified as the Responsible Party and Operator. See Exhibits 3, 4 and 5.
2. DCI has taken full responsibility with MassDEP for this hazmat transloading Spill. See Exhibit 4, p. 5. However, according to the G&U Tariff, self-loading of hazardous materials is prohibited. This action can only be performed by the G&U. See G&U Supplemental Reply, Moffett VS, G&U Tariff 5000-A, Item 112. Therefore, if we are to believe G&U's and Dana's sworn statements, it should be GU Railcare and/or the G&U taking responsibility for the transloading Spill, not DCI. DCI is an independent Dana Company purported to have no current involvement at the Facility.
3. DCI has a letterhead with an address of 25 Maple Avenue, Upton, the same address as the Facility. See Exhibit 4. p.5.
4. Michael Polselli, the Regional Manager of DCI, initially reported the Spill on behalf of the G&U. See Exhibit 1, p.2 (bottom). However, all subsequently filed MassDEP documents, including correspondence on DCI letterhead acknowledging DCI as solely being responsible for the Spill (see Exhibit 4, p. 5), make it clear that Mr. Polselli is, in fact, representing only DCI, and not the G&U or GU Railcare.
5. Most damningly, Exhibit 6, the Immediate Response Action Plan, prepared by Clean Harbors Environmental Services "on behalf of Dana Container, Inc. (DCI)" (see p. 1 of 9), contains the following conclusion on p. 9 of 9:

Following an incident review, DCI personnel determined that the release occurred due to the sharp drop in temperatures.... Mr. Polselli mentioned that the DCI had transferred approximately 60 million pounds of hazardous and non-hazardous materials in 2013, with no issues, indicating that this spill was an isolated incident.

These facts drawn from the MassDEP documents cannot be reconciled with several of the Verified Statements previously submitted by G&U and Dana officials (See Exhibit 7). The MassDEP documents make it clear that GU Railcare, allegedly the transloader at the Facility under the control and direction of the G&U, is nothing more than a paper tiger, set up solely to obtain preemption for the ongoing independent Dana operations at the Facility.

There is good cause to allow the Reply to be supplemented with the crucial information contained in the MassDEP documents. These recently released documents go to the heart of the most important issue in this matter: Whether GU Railcare is the transloader or a sham. Moreover, the MassDEP documents raise substantial questions as to the veracity of the earlier submittals by the representatives of the G&U and the Dana companies.

The addition of the supplemental material provided here by the Petitioners is of paramount importance to these proceedings and is essential in order to establish a more complete and factual record for the Board.

CONCLUSION

For the foregoing reasons, the Board should grant this Petition to Supplement the Reply
Pursuant to 49 C.F.R. 1111.7.

Petitioners,
By their attorneys,

DATE: March 25, 2014



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CERTIFICATE OF SERVICE

I, Mark Bobrowski, attorney for the Petitioners, hereby certify that I served a copy of
Petitioners' Petition to Supplement the Reply via e-mail to:

Eric M. Hocky
Thorp, Reed & Armstrong
One Commerce Square
2005 Market Street
Philadelphia, PA 19103-7041
ehocky@thorpree.com

James E. Howard, Esquire
70 Rancho Road
Carmel Valley, CA 93924
jim@jehowardlaw.com

and by mail to:

First Colony Development Company, Inc.
929 Boston Post Road East
Marlborough, MA 01752

Upton Development Group
31 Whitewood Road
Milford MA 01757

DATE: March 27, 2014

A handwritten signature in black ink, appearing to read "Mark Bobrowski", is written above a solid horizontal line.

Mark Bobrowski

List of Exhibits Regarding The Spill

Exhibit 1 – MassDEP Release Log Form

Exhibit 2 – MassDEP Release Amendment Form

Exhibit 3 – MassDEP Notice of Responsibility Form

Exhibit 4 – MassDEP Release Notification Form

Exhibit 5 – MassDEP Immediate Response Action (IRA) Transmittal Form

Exhibit 6 – MassDEP Immediate Response Action (IRA) Plan

Exhibit 8 – MassDEP spill cleanup photographs

List of Statements by G&U and Dana Representatives

Exhibit 7 – Contradictory Statements

EXHIBIT 1

Must Correct town C.3.



Massachusetts Department of Environmental Protection
Bureau of Waste Site Cleanup

BWSC101

Release Tracking Number

RELEASE LOG FORM

2 - 19074

A. THIS FORM IS BEING USED TO: (check one)

1. Log Date: 12/18/2013 (mm/dd/yyyy) Log Time: 02:20 (hh:mm) AM PM
2. Assign a Release Tracking Number (RTN) to a Release or TOR Report.
- a. Reportable Release or TOR. b. Release that is Less Than the Reporting Thresholds.
3. Amend a Previously Recorded Release or TOR Report (RTN Assigned).
- a. The Release is a Reportable Release or TOR. b. The Release is a Release that is Less Than the Reporting Thresholds.
- c. The Release or TOR is Retracted. (BWSC103 must be submitted, as well) d. The Release or TOR is not a Release under M.G.L. c. 21E.

B. REPORTING PERSON:

1. Name of Organization: GRAFTON AND UPTON RAILROAD
2. First Name: MIKE 3. Last Name: POLSELLI
4. Telephone: 5089897202 5. Ext.:
6. Relationship of Person to Release: a. PRP b. Other c. Type, if known (e.g. Current Owner): Eligible Owner/Operator

C. RELEASE OR THREAT OF RELEASE (TOR) /SITE LOCATION:

1. Location Aid/Site Name: GRAFTON AND UPTON RAILYARD
2. Street Address: 25 MAPLE AVE 3. 2nd Address Line:
3. City/Town: UXBRIDGE, UXBRIDGE UPTON 4. Zip Code (if known):
6. Type of Location: (check all that apply) a. School b. Water Body c. Right of Way d. Utility Easement
- e. Roadway f. Municipal g. State h. Residential i. Open Space j. Private Property
- k. Industrial l. Commercial m. Federal n. Other Describe: RAILYARD

D. RELEASE OR TOR INFORMATION:

1. Date and Time of Notification: 12/18/2013 (mm/dd/yyyy) Time: 02:20 (hh:mm) AM PM
2. Date and Time Reporting Person obtained Knowledge of Release or TOR: 12/18/2013 (mm/dd/yyyy) Time: 01:50 (hh:mm) AM PM
3. Date and Time Release or TOR occurred, if known: (mm/dd/yyyy) Time: (hh:mm) AM PM
4. Sources of the Release or TOR: (check all that apply) a. Transformer b. Fuel Tank c. Pipe
- d. OHM Delivery e. AST f. Drums g. Tanker Truck h. Hose i. Line
- j. UST Describe: k. Vehicle l. Boat/Vessel
- m. Unknown n. Other: TRANSFER PUMP
5. Federal LUST Eligible: a. Yes b. No c. Unknown



Massachusetts Department of Environmental Protection
Bureau of Waste Site Cleanup

BWSC101

Release Tracking Number

RELEASE LOG FORM

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Check all Notification Thresholds that apply to the Release or TOR:

6. 2 Hour Reporting Conditions:

- a. Sudden Release
- b. Threat of Sudden Release
- c. Oil Sheen on Surface Water
- d. Poses Imminent Hazard
- e. Could Pose Imminent Hazard
- f. Release Detected in Private Well
- g. Release to Storm Drain
- h. Sanitary Sewer Release (Imminent Hazard Only)

7. 72 Hour Reporting Conditions:

- a. Subsurface Non-Aqueous Phase Liquid (NAPL) Equal to or Greater than 1/2 Inch
- b. Underground Storage Tank (UST) Release
- c. Threat of UST Release
- d. Release to Groundwater near Water Supply
- e. Release to Groundwater near School or Residence
- f. Substantial Release Migration

8. 120 Day Reporting Conditions:

- a. Release of Hazardous Material(s) to Soil or Groundwater Exceeding Reportable Concentration(s)
- b. Release of Oil to Soil Exceeding Reportable Concentration(s) and Affecting More than 2 Cubic Yards
- c. Release of Oil to Groundwater Exceeding Reportable Concentration(s)
- d. Subsurface Non-Aqueous Phase Liquid (NAPL) Equal to or Greater than 1/8 Inch and Less than 1/2 Inch

9. Type of Release or TOR: (check all that apply)

- a. Dumping
- b. Fire
- c. AST Removal
- d. Overfill
- e. Rupture
- f. Vehicle Accident
- g. Leak
- h. Spill
- i. Test Failure
- j. TOR Only
- k. UST Removal Describe: _____
- l. Unknown
- m. Other: **PUMP MALFUNCTION**

10. Media Impacted and Receptors Affected: (check all that apply)

- a. Paved Surface
- b. Basement
- c. School
- d. Public Water Supply
- e. Surface Water
- f. Zone 2
- g. Private Well
- h. Residence
- i. Soil
- j. Groundwater
- k. Sediments
- l. Wetland
- m. Storm Drain
- n. Indoor Air
- o. Air
- p. Critical Exposure Pathway
- q. Unknown
- r. Others Specify: _____

11. List below the Oils (O) or Hazardous Materials (HM) that exceed their Reportable Concentration (RC) or Reportable Quantity (RQ) by the greatest amount.

Check here if an amount or concentration is unknown or less than detectable.

O or HM Released	CAS Number, If known	O or HM	Amount or Concentration	Units	RCs Exceeded, if Applicable
STYRENE MONOMER STABILIZED	100-42-5	HM	100	GAL	N/A

12. Description of Release or Threat of Release:

MASSDEP RECEIVED A HOTLINE CALL FROM MIKE POLSELLI, REPRESENTING THE GRAFTON AND UPTON RAILROAD. HE IS REPORTING A RELEASE OF 100 GALLONS LIQUID STYRENE MONOMER THAT OCCURRED TODAY AT ABOUT 1:50PM DURING A PRODUCT TRANSFER FROM A RAIL TANKER TO A ROAD TANKER. THE CAUSE OF THE RELEASE WAS REPORTED TO BE FROM A MALFUNCTION ON A TRANSFER PUMP. THE RELEASE WAS STOPPED AND IS CONTAINED BETWEEN TWO RAIL SPURS IN THE RAIL YARD, ON SNOW AND ICE. NO IMPACTS TO STORM DRAINS. THE RAILROAD HIRED CLEAN HARBORS TO RESPOND FOR CLEANUP. MR. POLSELLI SAID HE WAS ADVISED BY CLEAN HARBORS TO ADD WOOD CHIPS TO ABSORB THE LIQUID STYRENE.



RELEASE LOG FORM

2 - 19074

E. INVOLVED PARTIES SUMMARY :

- 1. PRP Status (check one): a. PRP Unknown b. PRP unwilling, unable or has not committed to Perform Response Actions
- c. PRP Performing Response Actions d. Release is Adequated Regulated by the US Coast Guard

2. If PRP is not Performing Response Actions, who is?

- a. MassDEP State Contractor b. Other Person

3. Contractor: a. Name of Organization: **CLEAN HARBORS INC** b. Telephone: **0000000000**

c. Contact First Name: **NA** d. Last Name: **NA**

4. LSP: a. Name: **DELTUFO ANTHONY M** b. LSP #: **8959**

c. Telephone: **7817925819**

F. PRP OR PERSON PERFORMING RESPONSE ACTIONS:

1. Name of Organization: **GRAFTON AND UPTON RAILROAD COMPANY**

2. Contact First Name: **JON** 3. Last Name: **DELLI PRISCOLLI**

4. Street: **929 BOSTON POST ROAD** 5. Title: **OWNER**

6. City/Town: **MARLBOROUGH** 7. State: **MA** 8. ZIP Code: **017520000**

9. Telephone: **5084816095** 10. Ext.: 11. FAX:

12. Relationship of Person to Release: a. PRP b. Other c. Type (e.g. Current Owner): **Current Owner**
13. Check here if this PRP received a field NOR 14. Check here if an RNF was requested from this PRP
15. Check here if Provisions of 21E were explained to this PRP.

G. RECORD ORAL RESPONSE ACTIVITIES:

- 1. IRA Completed Pre-notification
- 2. No IRA Approved at Notification
- 3. IRA Assessment Only.
- 4. IRA Oral Plan Approved
- 5. IRA Oral Modified Plan Approved
- 6. IRA Oral Plan Denied and/or Request for Written Plan
- 7. Notice of Intent to Conduct a URAM
- 8. IRA-D Oral Plan Approved
- 9. IRA-D Oversight Work Started

10. Date of Action: **12/18/2013**

11. Soil Previously Excavated: a. Excavated prior to notification. b. Excavated as part of an UST closure.
- c. Quantity of contaminated soil previously excavated and destination, if applicable:

12. Specify any Regional Specific Code (Regional Use):



RELEASE LOG FORM

2 - 19074

H. ORAL RESPONSE ACTION PLAN: (check all that apply)

- 1. Assessment and/or Monitoring Only
- 3. Deployment of Absorbent or Containment Materials
- 5. Structure Venting System
- 7. Product or NAPL Recovery
- 9. Groundwater Treatment Systems
- 11. Bioremediation
- 2. Temporary Covers or Caps
- 4. Temporary Water Supplies
- 6. Temporary Evacuation or Relocation of Residents
- 8. Fencing and Sign Posting
- 10. Soil Vapor Extraction
- 12. Air Sparging

13. Excavation of Contaminated Soils

- a. Re-use, Recycling or Treatment
 - i. On Site
 - ii. Off Site
 - b. Store
 - i. On Site
 - ii. Off Site
 - c. Landfill
 - i. Cover
 - ii. Disposal
- Authorized volume in cubic yards: 50
- Authorized volume in cubic yards: _____
- Authorized volume in cubic yards: _____

14. Removal of Drums, Tanks or Containers:

Describe Quantity and Amount: _____

15. Removal of Other Contaminated Media:

Specify Type and Volume: _____

16. Other Response Actions and Additional Comments (describe):

DEP ADVISED MR. POLSELLI TO IMMEDIATELY CONTACT THE UPTON FIRE DEPARTMENT TO REPORT THIS RELEASE, END OF CONVERSATION. THIS WRITER IMMEDIATELY INFORMED ER SECTION CHIEF NICK CHILD OF INCIDENT. MASSDEP IS ENROUTE TO THE SITE.

17. Check here if Additional Information is Provided in an Attachment

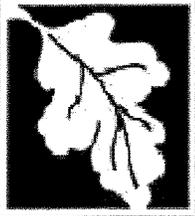
I. DEP STAFF AND FORM PREPARER:

1. DEP Staff: a. Name: DELLECHIAIE DINO b. Check here, if Unassigned (or staff name not applicable).

2. Preparer: a. Name: DELLECHIAIE DINO

b. Signature: Dino DelleChiaie c. Date: 12/26/2013

EXHIBIT 2



RELEASE AMENDMENT FORM

Release Tracking Number

2 - 19074

A. RELEASE/SITE LOCATION:

1. Site Name/Location Aid: **GRAFTON AND UPTON RAILYARD**
2. Street Address: **25 MAPLE AVE**
3. City/Town: **UXBRIDGE, UXBRIDGE** 4. ZIP Code:

B. THIS FORM IS BEING USED TO: (check all that apply)

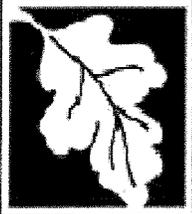
1. Date of Response(s): **12/18/2013** (mm/dd/yyyy) Start Time: **03:20** (hh:mm) AM PM
- 2. Record an Initial Compliance Field Response - Announced.
 - 3. Record an Initial Compliance Field Response - Unannounced.
 - 4. Record a Compliance Field Response - Announced.
 - 5. Record a Compliance Field Response - Unannounced.
 - 6. Record a Field Response - Direct Oversight.
 - 7. Record a Follow-up or Other Field Response.
 - 8. Record a Follow-up Office Response.
 - 9. Identify or Update a PRP or Other Person Associated with Release. (Fill out Section E)
 - 10. Correct or Add Data to WSC Database otherwise not specified on this form. (Record in Section C and, if needed, F)

C. DESCRIPTION OF ACTIVITIES RECORDED BY THIS FORM: (If additional lines are needed, record in Section F.)

MASSDEP (DINO DELLECHIAIE) ARRIVED AT THE SITE IN "UPTON" AT 25 MAPLE AVE (THE GRAFTON AND UPTON RAILROAD). PLEASE NOTE THAT SECTION A.3. ON THIS FORM SHOULD BE "UPTON". MASSDEP MET IN THE PARKING LOT OFF 25 MAPLE STREET WITH UPTON FIRE CHIEF GOODALL, PRP JON DELLI PRISCOLLI OF G&U RR AND PRP MIKE POLSELLI OF DANA. MR. POLSELLI INFORMED DEP THAT 100 GALLONS OF STYRENE WAS RELEASED WHEN A VALVE ON A PUMP MALFUNCTIONED FOR A SHORT TIME DURING THE END OF THE TRANSFER PROCESS. MR. DELLI PRISCELLI SAID THERE IS 30 INCHES OF AN IMPERMEABLE MATERIAL PREVENTING INFILTRATION TO THE GROUND. MASSDEP RECEIVED A COPY OF THE MSDS FOR THE STYRENE CHEMICAL. MR. JON DELLI PRISCOLLI INFORMED DEP THAT CLEANHARBORS WAS ENROUTE TO CONDUCT CLEANUP. MASSDEP HANDED A FIELD NOTICE OF RESPONSIBILITY (NOR) TO JON DELLI PRISCOLLI AS OWNER OF THE PROPERTY. FIRE CHIEF GOODALL BRIEFED DEP ON CURRENT SITE CONDITIONS, THE RELEASE WAS REPORTED TO BE CONTAINED TO THE IMMEDIATE AREA OF THE DANA ROAD TANKER BETWEEN 2 RAIL SPURS. THERE IS AT LEAST ONE PUDDLE OF STYRENE UNDER A LAYER OF SNOW. WE ARE LOCATED DOWNWIND OF THE RELEASE AS OBSERVED BY DIRECTION FROM A WIND SOCK IN THE YARD. DEP USED A RANGEFINDER TO ESTIMATE OUR LOCATION AT APPROXIMATELY 200 YARDS DOWNWIND OF THE RELEASE. IT IS 26 DEGREES (F) AND THERE WAS A VERY SLIGHT STYRENE ODOR IN THE PARKING LOT AREA AT 25 MAPLE AVE.

D. DEP STAFF AND FORM PREPARER:

1. DEP Staff: a. Name: **DELLECHIAIE DINO** b. Check here, if Unassigned (or staff name not applicable).
2. Preparer Signature: **Dino DelleChiaie** 3. Date: **1/9/2014**



RELEASE AMENDMENT FORM

Release Tracking Number

2 - 19074

E. PRP OR OTHER PERSON ASSOCIATED WITH RELEASE :

1. Check all that apply: a. change in contact name b. change of address c. new person associated with release

2. Name of Organization: _____

3. Contact First Name: ANTHONY M 4. Last Name: DELTUFO

5. Street: 42 LONGWATER DRIVE 8. Title: _____

7. City/Town: NORWELL 8. State: MA 9. ZIP Code: 020619149

10. Telephone: 7817925819 11. Ext.: _____ 12. FAX: 7817925938

13. Relationship of Person to Release: a. PRP b. Other c. Type Licensed Site Professional

F. ADDITIONAL DESCRIPTION:

THE MSDS SHEET NOTED THE ODOR THRESHOLD OF STYRENE IS AT 0.1 PART PER MILLION (PPM) VOLATILE VAPORS IN THE AIR. UPTON FIRE REPORTED A 4 GAS METER WAS USED IN THE IMMEDIATE AREA OF THE RELEASE NEAR THE TANKERS WITH NO EXPLOSIVE GASES DETECTED. SINCE THE RELEASE APPEARS CONTAINED AND STABLE, THE FIRE CHIEF ADVISED WE WAIT FOR THE STATE HAZMAT TEAM TO ARRIVE PRIOR TO CONDUCTING ANY RESPONSE ACTIONS. THE FIRE CHIEF ADVISED THE TWO PRPS TO COLLECT TANK INVENTORY RECORDS AND BE READY TO CONDUCT AN INVENTORY RECONCILIATION RECORD OF THE TWO TANKERS TO SUPPORT THEIR REPORTED RELEASE VOLUME. THE STATE HAZMAT TEAM ARRIVED ON SITE WITH ADDITIONAL AIR MONITORING METERS AND USED THERE PID AND 4 GAS METERS TO MONITOR THE AREA. THE PID READING IN THE PARKING LOT WAS 0.1 PPM OF STYRENE VAPORS. THE PID READING LOCATED DIRECTLY ABOVE THE PUDDLE WAS ABOUT 22 PPM AS STYRENE VAPOR. THERE WERE NO EXPLOSION HAZARD ASSOCIATED WITH THESE VAPORS. CLEAN HARBORS ARRIVED AND DEPLOYED WOOD CHIPS ON THE RELEASE AREA WHILE THE STATE HAZMAT TEAM MONITORED THE AIR WITH THERE PID METERS. AFTER THE AREA WAS STABILIZED WITH THE WOOD CHIPS, MASSDEP PREPARED A PHOTO IONIZATION DETECTOR (PID) METER AND CORRECTED THE RESPONSE FACTOR TO READ REAL TIME STYRENE VOLATILE ORGANIC COMPOUND (VOC) IN THE AIR, THE HIGHEST AMBIENT READING WAS AROUND 20 PPM. CLEAN HARBORS PLACED THE IMPACTED WOOD CHIPS INTO A COVERED ROLLOFF WHILE THE STATE HAZMAT TEAM MONITORED THE AIR. A NEW LAYER OF WOOD CHIPS WERE SPREAD OVER AREA AND ADDITIONAL CLEANUP WILL BE SCHEDULED FOR TOMORROW. (CONTINUED ON NEXT RLFA)

EXHIBIT 3



NOTICE OF RESPONSIBILITY
(Pursuant to M.G.L. Chapter 21E)

2-19074

TO:

1. Name of Organization: DANA Container

2. Individual or Contact First Name: Mike 3. Last Name: Polzelli

4. Street: 25 Maple Ave 5. Title: Terminal Manager

6. City/Town: UPTON 7. State: MA 8. ZIP Code: 01568

9. Telephone: 508 529 6674 11. Ext.: _____ 12. FAX: _____

On 12/18/13 at 3:15 AM PM, the Massachusetts Department of Environmental Protection (MassDEP) responded to a release or threat of release of oil and/or hazardous material at 25 Maple Ave (the site) in Upton, Massachusetts. MassDEP has determined that there has been a release or threat of release at the site for which an Immediate Response Action (IRA) is required by the Massachusetts Contingency Plan (MCP), 310 CMR 40.0000.

Preliminary indications are that, pursuant to M.G.L.c. 21E, § 5, DANA Container is/are a potentially responsible party (PRP) for assessment, containment and removal actions necessitated by this release or threat of release. Liability under M.G.L. c. 21E, § 5, is strict, meaning it is not based on fault. It is also joint and several, meaning that you may be liable for all response action costs incurred at the site, regardless of the existence of other liable parties.

By taking the actions checked below in compliance with the MCP, you may avoid liability for response action costs incurred by MassDEP contractors in performing these actions and any sanctions which may be imposed under M.G.L. c.21E, M.G.L. 21A, § 16, or other laws for noncompliance with the MCP:

- Hire a spill cleanup contractor having experience, equipment and ability acceptable to MassDEP to immediately assess and eliminate, abate or mitigate the release, threat of release and/or site conditions as required by the MCP and/or MassDEP. **Note:** Depending on the outcome of these actions, MassDEP may require additional response actions for which a Licensed Site Professional is required. For this reason you may want to hire a spill cleanup contractor with whom a Licensed Site Professional is affiliated.
- Submit a completed Release Notification Form to MassDEP in accordance with 310 CMR 40.0300 within 60 days of the date of release or threat of release notification, or the date of service of this notice, whichever comes first.
- Engage or employ a Licensed Site Professional to perform services required by 310 CMR 40.0000. Required services must ultimately result in a Response Action Outcome Statement (310 CMR 40.1000).
- Submit either an IRA Plan (310 CMR 40.0420), an IRA Completion Statement (310 CMR 40.0427) or a Response Action Outcome Statement (310 CMR 40.1000) to DEP within 60 days of the date of release notification, or the date of service of this notice, whichever comes first.
- Within 60 days of completion of the Immediate Response Actions as required by MassDEP, submit an IRA Completion Report providing an accurate description of the release or threat of release, response actions taken relative thereto, and conditions at the site.
- Dispose of any Remediation Waste as defined by the MCP, including, without limitation, Contaminated Soil and/or Debris generated at the location in accordance with 310 CMR 40.0030. Any Bill of Lading accompanying such waste must bear the seal and signature of a Licensed Site Professional.
- Other: Remove up to 100 yd³ impacted soil
conduct outdoor air monitoring
Assess for off site vapor/odor issues

You should notify MassDEP on or before: ASAP, if you intend to perform the above checked actions. Depending on the outcome of the above checked actions, MassDEP may require additional response actions.

The MCP requires responsible parties to take the necessary response actions at Sites where there is or has been a release or threat of release of oil and/or hazardous material. If you do not take the necessary response actions, or fail to perform them in an appropriate and timely manner, MassDEP is authorized by M.G.L. c. 21E to perform the work. By taking such actions, you can avoid liability for response action costs incurred by MassDEP and its contractors in performing these actions and any penalties or other sanctions which may be imposed for noncompliance with the MCP.

You may be liable for up to three (3) times all response action costs incurred by MassDEP. Response action costs include the costs of direct hours spent by MassDEP employees arranging for response actions or overseeing work performed by PRPs or their contractors, expenses incurred by MassDEP in support of those direct hours, and payments to MassDEP's contractors. (For more detail on cost liability, see 310 CMR 40.1200: Cost Recovery.)

MassDEP may also assess interest on costs incurred at the rate of twelve percent (12%), compounded annually. To secure payment of this debt, the Commonwealth may place liens on all of your property in the Commonwealth. To recover the debt, the Commonwealth may foreclose on these liens or the Attorney General may bring legal action against you.

In addition to your liability for up to three (3) times all response action costs incurred by MassDEP, you may also be liable to the Commonwealth for damages to natural resources caused by the release. Additional liability may also be imposed under M.G.L. c. 21E, § 11, and other laws for each violation of M.G.L. c. 21E or other laws, or under M.G.L. c. 21A, § 16 for violations of M.G.L. c. 21E, the MCP, and other statutes, regulations, orders or approvals.

Please direct all communications regarding this matter to the Emergency Response/Notification Section at the CFRO

Regional Office, Worcester, Massachusetts, telephone: 508 849 4031

Name and Title of DEP Official: Name: Dino Delle Chiare Sincerely,
Title: EA

On 12/20/13 at 11:50 AM PM I, Dino Delle Chiare
of the above MassDEP Office served Mike Polzelli personally by certified mail,
a copy of the above "Notice of Responsibility".
Person on scene agrees does not agree, to take response actions deemed necessary by MassDEP.

EXHIBIT 4



RELEASE NOTIFICATION & NOTIFICATION
RETRACTION FORM

Release Tracking Number

2 - 19074

Pursuant to 310 CMR 40.0335 and 310 CMR 40.0371 (Subpart C)

A. RELEASE OR THREAT OF RELEASE LOCATION:

1. Release Name/Location Aid: **GRAFTON AND UPTON RAILYARD**

2. Street Address: **25 MAPLE AVE**

3. City/Town: **UPTON** 4. ZIP Code: **015680000**

5. UTM Coordinates: a. UTM N: **4671557** b. UTM E: **283245**

B. THIS FORM IS BEING USED TO: (check one)

- 1. Submit a **Release Notification**
- 2. Submit a **Revised Release Notification**
- 3. Submit a **Retraction of a Previously Reported Notification** of a release or threat of release including supporting documentation required pursuant to 310 CMR 40.0335 (Section C is not required)

(All sections of this transmittal form must be filled out unless otherwise noted above)

C. INFORMATION DESCRIBING THE RELEASE OR THREAT OF RELEASE (TOR):

1. Date and time of Oral Notification, if applicable: **12/18/2013** Time: **02:20** AM PM
mm/dd/yyyy hh:mm

2. Date and time you obtained knowledge of the Release or TOR: **12/18/2013** Time: **01:50** AM PM
mm/dd/yyyy hh:mm

3. Date and time release or TOR occurred, if known: Time: AM PM
mm/dd/yyyy hh:mm

Check all Notification Thresholds that apply to the Release or Threat of Release:
(for more information see 310 CMR 40.0310 - 40.0315)

<p>4. 2 HOUR REPORTING CONDITIONS</p> <ul style="list-style-type: none"> <input checked="" type="checkbox"/> a. Sudden Release <input type="checkbox"/> b. Threat of Sudden Release <input type="checkbox"/> c. Oil Sheen on Surface Water <input type="checkbox"/> d. Poses Imminent Hazard <input type="checkbox"/> e. Could Pose Imminent Hazard <input type="checkbox"/> f. Release Detected in Private Well <input type="checkbox"/> g. Release to Storm Drain <input type="checkbox"/> h. Sanitary Sewer Release (Imminent Hazard Only) 	<p>5. 72 HOUR REPORTING CONDITIONS</p> <ul style="list-style-type: none"> <input type="checkbox"/> a. Subsurface Non-Aqueous Phase Liquid (NAPL) Equal to or Greater than 1/2 Inch <input type="checkbox"/> b. Underground Storage Tank (UST) Release <input type="checkbox"/> c. Threat of UST Release <input type="checkbox"/> d. Release to Groundwater near Water Supply <input type="checkbox"/> e. Release to Groundwater near School or Residence <input type="checkbox"/> f. Substantial Release Migration 	<p>6. 120 DAY REPORTING CONDITIONS</p> <ul style="list-style-type: none"> <input type="checkbox"/> a. Release of Hazardous Material(s) to Soil or Groundwater Exceeding Reportable Concentration(s) <input type="checkbox"/> b. Release of Oil to Soil Exceeding Reportable Concentration(s) and Affecting More than 2 Cubic Yards <input type="checkbox"/> c. Release of Oil to Groundwater Exceeding Reportable Concentration(s) <input type="checkbox"/> d. Subsurface Non-Aqueous Phase Liquid (NAPL) Equal to or Greater than 1/8 Inch and Less than 1/2 Inch
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RELEASE NOTIFICATION & NOTIFICATION
RETRACTION FORM

Release Tracking Number
2 - 19074

Pursuant to 310 CMR 40.0335 and 310 CMR 40.0371 (Subpart C)

C. INFORMATION DESCRIBING THE RELEASE OR THREAT OF RELEASE (TOR): (cont.)

7. List below the Oils (O) or Hazardous Materials (HM) that exceed their Reportable Concentration (RC) or Reportable Quantity (RQ) by the greatest amount.

O or HM Released	CAS Number, if known	O or HM	Amount or Concentration	Units	RCs Exceeded, if Applicable (RCS-1, RCS-2, RCGW-1, RCGW-2)
STYRENE		HM	100	GAL	N/A

8. Check here if a list of additional Oil and Hazardous Materials subject to reporting is attached.

D. PERSON REQUIRED TO NOTIFY:

1. Check all that apply: a. change in contact name b. change of address c. change in the person notifying

2. Name of Organization: DANA CONTAINER, INC

3. Contact First Name: MIKE 4. Last Name: POLSELLI

5. Street: 25 MAPLE AVENUE 6. Title: REGIONAL MANAGER

7. City/Town: UPTON 8. State: MA 9. ZIP Code: 015680000

10. Telephone: 5089897202 11. Ext.: 12. FAX:

13. Check here if attaching names and addresses of owners of properties affected by the Release or Threat of Release, other than an owner who is submitting this Release Notification (required).

E. RELATIONSHIP OF PERSON TO RELEASE OR THREAT OF RELEASE:

1. RP or PRP a. Owner b. Operator c. Generator d. Transporter

e. Other RP or PRP Specify: _____

2. Fiduciary, Secured Lender or Municipality with Exempt Status (as defined by M.G.L. c. 21E, s. 2)

3. Agency or Public Utility on a Right of Way (as defined by M.G.L. c. 21E, s. 5(j))

4. Any Other Person Otherwise Required to Notify Specify Relationship: _____



RELEASE NOTIFICATION & NOTIFICATION
RETRACTION FORM

Release Tracking Number

2 - 19074

Pursuant to 310 CMR 40.0335 and 310 CMR 40.0371 (Subpart C)

F. CERTIFICATION OF PERSON REQUIRED TO NOTIFY:

1. I, **Anthony DeI Tufo**, attest under the pains and penalties of perjury (i) that I have personally examined and am familiar with the information contained in this submittal, including any and all documents accompanying this transmittal form, (ii) that, based on my inquiry of those individuals immediately responsible for obtaining the information, the material information contained in this submittal is, to the best of my knowledge and belief, true, accurate and complete, and (iii) that I am fully authorized to make this attestation on behalf of the entity legally responsible for this submittal. I/the person or entity on whose behalf this submittal is made am/is aware that there are significant penalties, including, but not limited to, possible fines and imprisonment, for willfully submitting false, inaccurate, or incomplete information.

2. By: **Anthony DeI Tufo**
Signature

3. Title: **AGENT FOR**

4. For: **DANA CONTAINER, INC**
(Name of person or entity recorded in Section D)

5. Date: **2/17/2014**
mm/dd/yyyy

6. Check here if the address of the person providing certification is different from address recorded in Section D.

7. Street: **42 LONGWATER DRIVE**

8. City/Town: **NORWELL** 9. State: **MA** 10. ZIP Code: **020619149**

11. Telephone: **7817925819** 12. Ext.: _____ 13. FAX: _____

YOU ARE SUBJECT TO AN ANNUAL COMPLIANCE ASSURANCE FEE OF UP TO \$10,000 PER BILLABLE YEAR FOR THIS DISPOSAL SITE. YOU MUST LEGIBLY COMPLETE ALL RELEVANT SECTIONS OF THIS FORM OR DEP MAY RETURN THE DOCUMENT AS INCOMPLETE. IF YOU SUBMIT AN INCOMPLETE FORM, YOU MAY BE PENALIZED FOR MISSING A REQUIRED DEADLINE.

Date Stamp (DEP USE ONLY:)

Received by DEP on
2/17/2014 5:24:02 PM



Clean Harbors Environmental Services, Inc.
42 Longwater Drive
Norwell, MA 02061-9149
781.792.5000
www.cleanharbors.com

BWSC-103 SEC d Q.13 - Additional Property Owners List

Upton Development Group, LLC
31 Whitewood Road
Milford, MA 01757

Dana Container Inc.
25 Maple Avenue
Upton, MA 01568

February 10, 2013

Mr. Anthony M. DeTufo, LSP
Clean Harbors Environmental Services, Inc.
42 Longwater Drive
Norwell, MA 02061

Re: Agent Authorization for DEP Submittals

Dear Mr. DeTufo:

On behalf of Dana Container, Inc. (DCI), I authorize Clean Harbors Environmental Services, Inc. (CHES) representatives to sign Massachusetts Department of Environmental Protection (DEP) Bureau of Waste Site Cleanup (BWSC) transmittal forms, bills of lading and/or uniform hazardous waste manifests, as Agent for DCI, when I am unable to do so. This authorization is in accordance with Section 310 CMR 40.0009(2) of the Massachusetts Contingency Plan. I also authorize CHES to make electronic submittals of DEP documents. I understand that DCI remains fully liable under federal and state laws and regulations with regard to Certifications of Person Undertaking Response Actions contained in the DEP transmittal forms as the generator and responsible party, and that CHES would be signing solely for our convenience.

Sincerely,



Authorized Representative

Title: New England Regional Manager

EXHIBIT 5



Massachusetts Department of Environmental Protection
Bureau of Waste Site Cleanup
**IMMEDIATE RESPONSE ACTION (IRA) TRANSMITTAL
FORM**

BWSC105

Release Tracking Number

2 - 19074

A. SITE LOCATION:

1. Release Name/Location Aid: **GRAFTON AND UPTON RAIL YARD**

2. Street Address: **25 MAPLE AVE**

3. City/Town: **UPTON** 4. Zip Code: **015680000**

5. Check here if this location is Adequately Regulated, pursuant to 310 CMR 40.0110-0114.

a. CERCLA b. HSWA Corrective Action c. Solid Waste Management

d. RCRA State Program (21C Facilities)

B. THIS FORM IS BEING USED TO: (check all that apply):

1. List Submittal Date of Initial IRA Written Plan (if previously submitted):
(mm/dd/yyyy)

2. Submit an **Initial IRA Plan**.

3. Submit a **Modified IRA Plan** of a previously submitted written IRA Plan.

4. Submit an **Imminent Hazard Evaluation**. (check one)

a. An Imminent Hazard exists in connection with this Release or Threat of Release.

b. An Imminent Hazard does not exist in connection with this Release or Threat of Release.

c. It is unknown whether an Imminent Hazard exists in connection with this Release or Threat of Release, and further assessment activities will be undertaken.

d. It is unknown whether an Imminent Hazard exists in connection with this Release or Threat of Release. However, response actions will address those conditions that could pose an Imminent Hazard.

5. Submit a request to **Terminate an Active Remedial System or Response Action(s) Taken to Address an Imminent Hazard**.

6. Submit an **IRA Status Report**

7. Submit a **Remedial Monitoring Report**. (This report can only be submitted through eDEP.)

a. Type of Report: (check one) i. Initial Report ii. Interim Report iii. Final Report

b. Frequency of Submittal: (check all that apply)

i. A Remedial Monitoring Report(s) submitted monthly to address an Imminent Hazard.

ii. A Remedial Monitoring Report(s) submitted monthly to address a Condition of Substantial Release Migration.

iii. A Remedial Monitoring Report(s) submitted concurrent with a IRA Status Report.

c. Number of Remedial Systems and/or Monitoring Programs: _____

A separate BWSC105A, IRA Remedial Monitoring Report, must be filled out for each Remedial System and/or Monitoring Program addressed by this transmittal form.



IMMEDIATE RESPONSE ACTION (IRA) TRANSMITTAL FORM

BWSC105

Release Tracking Number

2 - 19074

B. THIS FORM IS BEING USED TO (cont.): (check all that apply)

8. Submit an **IRA Completion Statement**.
- a. Check here if future response actions addressing this Release or Threat of Release notification condition will be conducted as part of the Response Actions planned or ongoing at a Site that has already been Tier Classified under a different Release Tracking Number (RTN)
- b. Provide Release Tracking Number of Tier Classified Site (Primary RTN): -

These additional response actions must occur according to the deadlines applicable to the Primary RTN. Use the Primary RTN when making all future submittals for the site unless specifically relating to this Immediate Response Action.

9. Submit a **Revised IRA Completion Statement**.

(All sections of this transmittal form must be filled out unless otherwise noted above)

C. RELEASE OR THREAT OF RELEASE CONDITIONS THAT WARRANT IRA:

1. Media Impacted and Receptors Affected: (check all that apply)
- | | | |
|---|---|---|
| <input type="checkbox"/> a. Paved Surface | <input type="checkbox"/> b. Basement | <input type="checkbox"/> c. School |
| <input type="checkbox"/> d. Public Water Supply | <input type="checkbox"/> e. Surface Water | <input type="checkbox"/> f. Zone 2 |
| <input type="checkbox"/> g. Private Well | <input type="checkbox"/> h. Residence | <input checked="" type="checkbox"/> i. Soil |
| <input type="checkbox"/> j. Groundwater | <input type="checkbox"/> k. Sediments | <input type="checkbox"/> l. Wetland |
| <input type="checkbox"/> m. Storm Drain | <input type="checkbox"/> n. Indoor Air | <input checked="" type="checkbox"/> o. Air |
| <input type="checkbox"/> p. Critical Exposure Pathway | <input type="checkbox"/> q. Unknown | <input type="checkbox"/> r. Others Specify: _____ |

2. Sources of the Release or TOR: (check all that apply)
- | | | |
|---|---|---|
| <input type="checkbox"/> a. Transformer | <input type="checkbox"/> b. Fuel Tank | <input type="checkbox"/> c. Pipe |
| <input type="checkbox"/> d. OHM Delivery | <input type="checkbox"/> e. AST | <input type="checkbox"/> f. Drums |
| <input type="checkbox"/> g. Tanker Truck | <input type="checkbox"/> h. Hose | <input type="checkbox"/> i. Line |
| <input type="checkbox"/> j. UST Describe: _____ | <input type="checkbox"/> k. Vehicle | <input type="checkbox"/> l. Boat/Vessel |
| <input type="checkbox"/> m. Unknown | <input checked="" type="checkbox"/> n. Other: TRANSFER FROM RAIL CAR TO TANKER TRUCK | |

3. Type of Release or TOR: (check all that apply)
- | | | | |
|---|--|---|--|
| <input type="checkbox"/> a. Dumping | <input type="checkbox"/> b. Fire | <input type="checkbox"/> c. AST Removal | <input type="checkbox"/> d. Overfill |
| <input type="checkbox"/> e. Rupture | <input type="checkbox"/> f. Vehicle Accident | <input type="checkbox"/> g. Leak | <input checked="" type="checkbox"/> h. Spill |
| <input type="checkbox"/> i. Test Failure | <input type="checkbox"/> j. TOR Only | | |
| <input type="checkbox"/> k. UST Removal Describe: _____ | | | |
| <input type="checkbox"/> l. Unknown | <input type="checkbox"/> m. Other: _____ | | |

4. Identify Oils and Hazardous Materials Released: (check all that apply)
- | | |
|--|---|
| <input type="checkbox"/> a. Oils | <input type="checkbox"/> b. Chlorinated Solvents |
| <input type="checkbox"/> c. Heavy Metals | <input checked="" type="checkbox"/> d. Others Specify: STYRENE |

D. DESCRIPTION OF RESPONSE ACTIONS: (check all that apply, for volumes list cumulative amounts)

- | | |
|---|---|
| <input type="checkbox"/> 1. Assessment and/or Monitoring Only | <input type="checkbox"/> 2. Temporary Covers or Caps |
| <input checked="" type="checkbox"/> 3. Deployment of Absorbent or Containment Materials | <input type="checkbox"/> 4. Temporary Water Supplies |
| <input type="checkbox"/> 5. Structure Venting System | <input type="checkbox"/> 6. Temporary Evacuation or Relocation of Residents |
| <input type="checkbox"/> 7. Product or NAPL Recovery | <input type="checkbox"/> 8. Fencing and Sign Posting |
| <input type="checkbox"/> 9. Groundwater Treatment Systems | <input type="checkbox"/> 10. Soil Vapor Extraction |
| <input type="checkbox"/> 11. Bioremediation | <input type="checkbox"/> 12. Air Sparging |



IMMEDIATE RESPONSE ACTION (IRA) TRANSMITTAL
FORM

Release Tracking Number

2 - 19074

D. DESCRIPTION OF RESPONSE ACTIONS (cont.): (check all that apply, for volumes list cumulative amounts)

13. Excavation of Contaminated Soils

a. Re-use, Recycling or Treatment i. On Site Estimated volume in cubic yards _____

ii. Off Site Estimated volume in cubic yards 80

 ii.a. Receiving Facility: CLEAN HARBORS Town: BRAINTREE State: MA

 ii.b. Receiving Facility: _____ Town: _____ State: _____

 iii. Describe: INCINERATION

b. Store i. On Site Estimated volume in cubic yards _____

ii. Off Site Estimated volume in cubic yards _____

 ii.a. Receiving Facility: _____ Town: _____ State: _____

 ii.b. Receiving Facility: _____ Town: _____ State: _____

c. Landfill i. Cover Estimated volume in cubic yards _____

 Receiving Facility: _____ Town: _____ State: _____

ii. Disposal Estimated volume in cubic yards _____

 Receiving Facility: _____ Town: _____ State: _____

14. Removal of Drums, Tanks, or Containers:

a. Describe Quantity and Amount: TWO, ROLL-OFF CONTAINERS OF SPENT ABSORBENTS GENERATED DURING RESPONSE ACTIONS. MATERIALS SENT FOR INCINERATION.

b. Receiving Facility: CLEAN HARBORS Town: BRAINTREE State: MA

c. Receiving Facility: _____ Town: _____ State: _____

15. Removal of Other Contaminated Media:

a. Specify Type and Volume: _____

b. Receiving Facility: _____ Town: _____ State: _____

c. Receiving Facility: _____ Town: _____ State: _____

16. Other Response Actions:

Describe: AIR MONITORING, ASSESSMENT OF RELEASE AREA, INCIDENT REVIEW, PID HEADSPACE

17. Use of Innovative Technologies:

Describe: _____



**IMMEDIATE RESPONSE ACTION (IRA) TRANSMITTAL
FORM**

Release Tracking Number

2 - 19074

E. LSP SIGNATURE AND STAMP:

I attest under the pains and penalties of perjury that I have personally examined and am familiar with this transmittal form, including any and all documents accompanying this submittal. In my professional opinion and judgment based upon application of (i) the standard of care in 309 CMR 4.02(1), (ii) the applicable provisions of 309 CMR 4.02(2) and (3), and 309 CMR 4.03(2), and (iii) the provisions of 309 CMR 4.03(3), to the best of my knowledge, information and belief,

> if Section B of this form indicates that an **Immediate Response Action Plan** is being submitted, the response action(s) that is(are) the subject of this submittal (i) has (have) been developed in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000, (ii) is(are) appropriate and reasonable to accomplish the purposes of such response action(s) as set forth in the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (iii) complies(y) with the identified provisions of all orders, permits, and approvals identified in this submittal;

> if Section B of this form indicates that an **Imminent Hazard Evaluation** is being submitted, this Imminent Hazard Evaluation was developed in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000, and the assessment activity(ies) undertaken to support this Imminent Hazard Evaluation comply(ies) with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000;

> if Section B of this form indicates that an **Immediate Response Action Status Report** and/or a **Remedial Monitoring Report** is(are) being submitted, the response action(s) that is (are) the subject of this submittal (i) is (are) being implemented in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000, (ii) is (are) appropriate and reasonable to accomplish the purposes of such response action(s) as set forth in the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (iii) comply(ies) with the identified provisions of all orders, permits, and approvals identified in this submittal;

> if Section B of this form indicates that an **Immediate Response Action Completion Statement** or a **request to Terminate an Active Remedial System or Response Action(s) Taken to Address an Imminent Hazard** is being submitted, the response action(s) that is(are) the subject of this submittal (i) has (have) been developed and implemented in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000, (ii) is(are) appropriate and reasonable to accomplish the purposes of such response action(s) as set forth in the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (iii) comply(ies) with the identified provisions of all orders, permits, and approvals identified in this submittal.

I am aware that significant penalties may result, including, but not limited to, possible fines and imprisonment, if I submit information which I know to be false, inaccurate or materially incomplete.

1. LSP #: 8959

2. First Name: ANTHONY M 3. Last Name: DELTUFO

4. Telephone: 7817925819 5. Ext.: 6. Email:

7. Signature: Anthony M DeTufio

8. Date: 2/17/2014
(mm/dd/yyyy)

9. LSP Stamp:





IMMEDIATE RESPONSE ACTION (IRA) TRANSMITTAL
FORM

Release Tracking Number

2 - 19074

F. PERSON UNDERTAKING IRA:

1. Check all that apply: a. change in contact name b. change of address c. change in the person undertaking response actions

2. Name of Organization: DANA CONTAINER, INC.

3. Contact First Name: MIKE 4. Last Name: POLSELLI

5. Street: 25 MAPLE AVENUE 6. Title: REGIONAL MANAGER

7. City/Town: UPTON 8. State: MA 9. Zip Code: 015680000

10. Telephone: 5089897202 11. Ext: 12. Email: MPOLSELLI@DANACOMPANIES.COM

G. RELATIONSHIP TO RELEASE OR THREAT OF RELEASE OF PERSON UNDERTAKING IRA:

Check here to change relationship

1. RP or PRP a. Owner b. Operator c. Generator d. Transporter
 e. Other RP or PRP Specify Relationship: _____

2. Fiduciary, Secured Lender or Municipality with Exempt Status (as defined by M.G.L. c.21E, s.2):

3. Agency or Public Utility on a Right of Way (as defined by M.G.L. c.21E, s.5(j))

4. Any Other person Undertaking Response Actions: Specify Relationship: _____

H. REQUIRED ATTACHMENT AND SUBMITTALS:

1. Check here if any Remediation Waste, generated as a result of this IRA, will be stored, treated, managed, recycled or reused at the site following submission of the IRA Completion Statement. If this box is checked, you must submit one of the following plans, along with the appropriate transmittal form.

a. A Release Abatement Measure (RAM) Plan (BWSC106) b. Phase IV Remedy Implementation Plan (BWSC108)

2. Check here if the Response Action(s) on which this opinion is based, if any, are (were) subject to any order(s), permit(s) and/or approval(s) issued by MassDEP or EPA. If the box is checked, you MUST attach a statement identifying the applicable provisions thereof.

3. Check here to certify that the Chief Municipal Officer and the Local Board of Health were notified of the implementation of an Immediate Response Action taken to control, prevent, abate or eliminate an Imminent Hazard.

4. Check here to certify that the Chief Municipal Officer and the Local Board of Health were notified of the submittal of a Completion Statement for an Immediate Response Action taken to control, prevent, abate or eliminate an Imminent Hazard.

5. Check here if any non-updatable information provided on this form is incorrect, e.g. Release Address/Location Aid. Send corrections to BWSC.eDEP@state.ma.us.

6. Check here to certify that the LSP Opinion containing the material facts, data, and other information is attached.



IMMEDIATE RESPONSE ACTION (IRA) TRANSMITTAL
FORM

Release Tracking Number

2 - 19074

I. CERTIFICATION OF PERSON UNDERTAKING IRA:

1. I, Anthony DeTufo, attest under the pains and penalties or perjury (i) that I have personally examined and am familiar with the information contained in this submittal, including any and all documents accompanying this transmittal form, (ii) that, based on my inquiry of those individuals immediately responsible for obtaining the information, the material information contained in this submittal is, to the best of my knowledge and belief, true, accurate and complete, and (iii) that I am fully authorized to make this attestation on behalf of the entity legally responsible for this submittal. I/the person or entity on whose behalf this submittal is made am/is aware that there are significant penalties, including, but not limited to, possible fines and imprisonment, for willfully submitting false, inaccurate, or incomplete information.

2. By: Anthony DeTufo 3. Title: AGENT FOR

4. For: DANA CONTAINER, INC. 5. Date: 2/17/2014
(Name of person or entity recorded in Section H) (mm/dd/yyyy)

6. Check here if the address of the person providing certification is different from address recorded in Section F

7. Street: 42 LONGWATER DRIVE

8. City/Town: NORWELL 9. State: MA 10. Zip Code: 020619149

11. Telephone: 7817925819 12. Ext: _____ 13. Email: DELTUFOT@CLEANHARBORS.COM

YOU MUST LEGIBLY COMPLETE ALL RELEVANT SECTIONS OF THIS FORM OR DEP MAY
RETURN THE DOCUMENT AS INCOMPLETE. IF YOU SUBMIT AN INCOMPLETE FORM, YOU MAY
BE PENALIZED FOR MISSING A REQUIRED DEADLINE

Date Stamp (MassDEP USE ONLY):

Received by DEP on
2/17/2014 5:28:08 PM



Clean Harbors
42 Longwater Drive
P.O. Box 9149
Norwell, MA 02061-9149
781.792.5000
800.282.0058
www.cleanharbors.com

See attachment for BWSC-105 Q.H02 - IRA Plan attached

Dana Container Inc.
25 Maple Avenue
Upton, MA 01568

February 10, 2013

Mr. Anthony M. DelTufo, LSP
Clean Harbors Environmental Services, Inc.
42 Longwater Drive
Norwell, MA 02061

Re: Agent Authorization for DEP Submittals

Dear Mr. DelTufo:

On behalf of Dana Container, Inc. (DCI), I authorize Clean Harbors Environmental Services, Inc. (CHES) representatives to sign Massachusetts Department of Environmental Protection (DEP) Bureau of Waste Site Cleanup (BWSC) transmittal forms, bills of lading and/or uniform hazardous waste manifests, as Agent for DCI, when I am unable to do so. This authorization is in accordance with Section 310 CMR 40.0009(2) of the Massachusetts Contingency Plan. I also authorize CHES to make electronic submittals of DEP documents. I understand that DCI remains fully liable under federal and state laws and regulations with regard to Certifications of Person Undertaking Response Actions contained in the DEP transmittal forms as the generator and responsible party, and that CHES would be signing solely for our convenience.

Sincerely,



Authorized Representative

Title: New England Regional Manager

EXHIBIT 6

IMMEDIATE RESPONSE ACTION PLAN

**Styrene Release
Grafton and Upton Railroad
25 Maple Avenue
Upton, Massachusetts**

DEP Release Tracking Number: 2-19074

Prepared for:

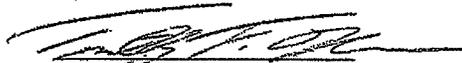
Dana Container, Inc.
200 East Essex
Avenel, New Jersey 07001

Prepared by:

Clean Harbors Environmental Services
42 Longwater Drive
Norwell, MA 02061-9149

CHES Job No. EO8997874

February 17, 2014


Timothy F. Nevins, L.S.P.
Project Manager


Anthony M. DelTufo, P.E., L.S.P.
Manager, Remedial Investigations

IMMEDIATE RESPONSE ACTION PLAN

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FIGURES

Figure 1	Locus Map
Figure 2	Aerial Photograph
Figure 3	Site Sketch

TABLES

Table 1	Initial and Post-Excavation Soil Sample Results
Table 2	Air Monitoring Data
Table 3	Soil Boring Sample Results

APPENDICES

Appendix A	Copies of DEP Transmittal Forms
Appendix B	DEP BWSC Numerical Ranking System Map
Appendix C	MSDS for Styrene
Appendix D	Copies of Laboratory Analytical Reports
Appendix E	Air Monitoring Data Graphs
Appendix F	Copies of Uniform Hazardous Waste Manifests
Appendix G	Boring Logs
Appendix H	Public Notification Letters



Environmental Services[®]
42 Longwater Drive
Norwell, Massachusetts 02061-9149

IMMEDIATE RESPONSE ACTION PLAN

**Styrene Release
Grafton and Upton Railroad
25 Maple Avenue
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**DEP Release Tracking Number: 2-19074
CHES Job No.: EO8997874**

INTRODUCTION

On behalf of Dana Container, Inc (DCI) Clean Harbors Environmental Services, Inc. (CHES) is submitting this Immediate Response Action (IRA) Plan for a release of styrene monomer at the Grafton and Upton Railroad yard, located at 25 Maple Avenue in Upton, Massachusetts (the "property"). Refer to the Site Locus Map, Figure 1, for the approximate location of the site. An aerial photograph depicting the site and surrounding area is included as Figure 2. This document is submitted pursuant to the Massachusetts Contingency Plan (MCP), 310 CMR 40.0000.

The Massachusetts Department of Environmental Protection (DEP) is tracking response actions associated with this release under Release Tracking Number (RTN) 2-19074. For the purposes of this document, the terms "Site" or "Disposal Site" shall be used to refer to locations where oil and/or hazardous materials (OHM) have come to be located as a result of the aforementioned release. Copies of the Release Notification Form (BWSC103) and the IRA Transmittal Form (BWSC105) to be electronically submitted to the DEP are included as Appendix A.

DESCRIPTION OF RELEASE

On December 18, 2013, at approximately 1:50 PM, a release of styrene occurred at the Site. The release occurred during the transfer of styrene from a rail car to a tanker truck. At the completion of the transfer, the shut off valve on the transfer pump malfunctioned, causing the styrene to remain in the transfer hose, which was released when the hose was disconnected from the truck. The shut-off valve malfunction was believed to be due to the sharp drop in temperature at the Site. Based on the meter for the product transfer pump, the volume of the spill was approximately 100 gallons. The spill was contained to an area between two rail spurs that was covered with snow and ice at the time. The area of the spill is located along the southern portion of the property away from the active rail line. No catch basins or drainage structures are located in the area of the release.

RELEASE NOTIFICATION

CHES was retained to conduct clean-up activities, and advised DCI personnel to apply sawdust to the area of the spill to absorb the liquid styrene. The DEP was notified of the release at approximately 2:20 PM from Mr. Mike Polselli of DCI. The DEP issued RTN 2-19074 to the spill, approved the application of absorbent material to the release and advised Mr. Poselli to immediately contact the Upton Fire Department about the spill.

SITE SETTING

The release occurred at the Grafton and Upton Railroad yard located at 25 Maple Avenue in Upton, Massachusetts. The property contains several buildings and railroad spurs, and a portion of the property was formerly utilized as a landfill. The surrounding area consists of residential and municipal property, as well as undeveloped, wooded land. Refer to Figure 2 for an aerial photograph of the property and surrounding area.

A copy of the DEP Bureau of Waste Site Cleanup MCP Numerical Ranking System (NRS) Map is included as Appendix B. As indicated on the NRS Map, the Site is located within an area identified as a Medium Yield Aquifer, and is within 500 feet of an area designated as a High Yield Aquifer. No residences, schools or hospitals are located within 500 feet of the Site.

EMERGENCY RESPONSE ACTIONS

On December 18, 2013, CHES personnel arrived on site to conduct the response actions. Personnel were also on site from the DEP, the Upton Fire Department, and the regional Hazardous Materials Response (HazMat) team.

A copy of the Material Safety Data Sheet (MSDS) for Styrene is attached as Appendix C. As indicated in the MSDS, the odor threshold for styrene is 0.1 parts per million (ppm), and the OSHA Permissible Exposure Limit (PEL) is 50 ppm. Consequently, nuisance odors from the styrene are likely to be a more significant issue at the Site than health issues. However, as indicated on the MSDS, styrene is also a flammable liquid.

Prior to the arrival of CHES personnel, DCI personnel applied sawdust to the area of the spill. Upton Fire Department personnel screened the release meter with a four gas meter and noted that no explosive vapors were present. At the recommendation of the Upton Fire Chief, the decision was made to delay response actions until the spill area was cleared by the regional HazMat team. The HazMat team confirmed that no explosive vapors were present in the release area.

During the evening, the wind was blowing to the northeast as evidenced by a wind sock on a nearby building. Air in the release area and downwind was monitored by personnel from the Upton Fire Department, HazMat team and DEP. Photoionization detector (PID) readings in the release area were approximately 22 ppm. Downwind PID readings in the parking lot, located approximately 600 feet downwind of the release area, were at or near the odor threshold of styrene of 0.1 ppm.

Upon entering the work area, CHES personnel removed the spent sawdust, as well as areas of visually impacted snow and ice. These materials were loaded into a lined roll-off container for temporary storage. A second layer of sawdust was applied to the release area to minimize nuisance odors and to absorb any residual styrene. A plan was formulated with DEP personnel to return the next morning in the daylight and re-assess the situation. Mr. Dino DelleChiaie of the DEP also requested that air monitoring be conducted during cleanup activities.

On December 19, 2013, CHES personnel returned to the Site and inspected the release area. The ambient air in the work area was screened with a PID calibrated to a styrene response. Ambient air readings in the spill area ranged from 20 to 50 ppm. Inspection of the area indicated the presence of additional areas of stained snow and possible styrene impacts to soil. A CHES field engineer screened the areas of impacted snow and soil – PID readings taken directly above the snow and soil surface ranged from 60 to 100 ppm. In addition, a small puddle of styrene was observed along the eastern portion of the release area, adjacent to the rail spur. Based on PID readings and visual observations, CHES workers applied additional sawdust to these areas. The area of the release was determined to be approximately 40 feet wide (between the rail spurs) and 125 feet long.

The absorbents and impacted snow and ice were subsequently removed and placed in a second covered roll-off container. Following the removal of the absorbents, styrene odors were still present in the release area. PID readings from approximately three inches above the soil were as high as 100 parts per million. Captain Goodale of the Upton Fire Department visited the site, stated that he was still concerned about the vapors and that he was receiving complaints about odors from area residents. In order to eliminate vapor issues, CHES personnel applied an additional three-inch layer of sawdust to the entire area.

In order to determine the vertical extent of the soil impact, CHES excavated three small test pits (TP-1, TP-2 and TP-3) to a depth of three to six inches in the approximate center of the release. Refer to Figure 3 for the approximate locations of these test pits. Excavation was difficult as the ground material was tightly and densely packed. Soil samples were collected, screened with a PID, and submitted for laboratory analysis for styrene. For disposal purposes, a composite sample was collected of the spent sawdust and submitted for laboratory analysis for flashpoint. Refer to Table 1 for a summary of PID results and laboratory analytical results.

As indicated in Table 1, PID results ranged from 73 to 616 ppm, and reported styrene concentrations in soil samples ranged from 89.6 to 914 milligrams per kilogram (mg/kg). A copy of the laboratory analytical report is included as Appendix D.

Following conversations with Mr. Polselli, the decision was made to excavate impacted soils. The DEP was contacted and CHES received approval for the excavation of up to 100 cubic yards of soil. As styrene is a precursor to polystyrene, CHES began researching options other than disposal for the impacted soils. CHES contacted the chemical manufacturer as well as internal personnel to evaluate the possibility for adding a catalyst to the soil to cause the styrene to polymerize more rapidly.

On December 20, 2013, CHES personnel returned to the Site. The area of the release was inspected by a CHES field engineer. PID readings of the ambient air were less than 10 ppm.

Additional PID readings were taken approximately one foot above the surface of the sawdust; most of the readings were less than 20 ppm; PID readings from areas where the sawdust appeared wet ranged from 34 to 120 ppm. Additional sawdust was applied to these areas, and the spent absorbents were transferred into modal containers for off-site transport.

A site meeting was held with representatives from the DEP, DCI, CHES, and the Upton Fire and Police Departments. The Director of Public Works for the Town of Upton arrived during the meeting and stated that workers from the Waste Water Treatment Facility (WWTF) located to the south of the release area and property, were complaining of odors and health effects from the styrene. After reviewing the work completed to date, the DEP required that removal of the impacted soil begin immediately, that the containers of spent absorbents be removed immediately, and that air monitoring of the entire perimeter of the property be conducted during clean-up activities.

DEP personnel visited the Upton WWTF. According to Mr. Nick Childs of the DEP, odors of styrene were present, and the highest PID reading was 4 ppm.

Soil Removal

On the afternoon of December 20, 2013, CHES personnel began removing impacted soils and the remaining sawdust from the release area. Soils were removed and placed in roll-off containers for transport and disposal. Refer to Figure 3 for the approximate area of excavation. The soils in the area of the release were extremely hard and tightly packed.

Soils were removed from the entire release area to depths of three to six inches. Soils were removed to a depth of three feet in an area where a puddle of liquid styrene was observed on December 19, 2013. Approximately 80 cubic yards of soil were removed from the release area. Following the soil excavation, a CHES field engineer collected ten soil samples (S-1 through S-10) for PID screening and laboratory analysis. Refer to Figure 3 for the locations of the soil samples. PID results and laboratory analytical results are summarized in Table 1.

As indicated in Table 1, PID results ranged from 3.0 to 1,700 ppm, and reported styrene concentrations in soil samples ranged from 4.45 to 12,600 mg/kg. A copy of the laboratory analytical report is included as Appendix D.

Following the soil removal and per a discussion with Mr. Nick Childs of the DEP, the excavated area was lined with poly sheeting and covered with clean backfill material. The soil excavation was completed on Friday, December 20, 2013, and the backfilling was completed the morning of Saturday, December 21, 2013.

Air Monitoring

On December 19, 2013, CHES field engineers conducted air monitoring during the removal of the impacted sawdust with a PID calibrated to a styrene response. Based on visual observation of the wind sock, the wind was blowing to the northeast, towards the parking lot.

Air readings were taken every half-hour from upwind (near the roll-off containers) and downwind locations (northeast parking lot). The maximum PID readings were 3.8 ppm (upwind) and 0.3 ppm (downwind). Refer to Table 2 for a summary of air monitoring data.

On the morning of December 20, 2013, CHES personnel conducted air monitoring during the transfer of the spent sawdust. During the morning there was little or no air movement. A CHES field engineer collected PID readings from select areas, including the northeast parking lot and the area of transfer operations. The highest readings (3 to 5 ppm) were from the area of transfer operations. Readings from the northeast parking lot were 0.1 ppm.

Beginning at 4:00 PM on December 20, 2013, PID air monitoring was conducted by the field engineer during soil removal activities. The wind direction during the soil removal was in a north-northeasterly direction, and readings were taken within the work zone and at upwind and downwind locations. Refer to Table 2 for a summary of PID readings. During the monitoring period, the highest PID readings by location were 0.0 ppm (upwind), 1.6 ppm (downwind) and 19.6 ppm (work zone). Manual PID readings ceased at 6:30 PM as numerous PIDs were set up for perimeter air monitoring.

Beginning at approximately 6:30 PM on December 20, 2013, CHES field engineers set up the perimeter air sampling equipment. A total of five PIDs were used, each calibrated to a styrene response and programmed for data logging. Each PID was placed in a new, five-gallon bucket with lid due to forecasts of rain over the weekend. A hole was drilled through the bottom of each bucket to thread the PID intake tube through, and the buckets were secured to fences, trees and other structures by the handles using zip ties. All of the buckets were set at heights of three to five feet above the ground surface to be representative of the breathing zone. All of the PIDs were in place by 7:35 PM

Each bucket was marked with a letter, from "A" through "E". The air sampling locations are identified on Figure 3. The PIDs were checked throughout the monitoring period by Mr. Polselli. Per the manufacturers' instructions, PID batteries were replaced at six hour intervals, and CHES personnel demonstrated the proper battery changing procedure for Mr. Polselli.

The PIDs operated until late morning/early afternoon on Sunday, December 22, 2013, and were turned off due to rainfall and concerns about water damage to the PIDs. Over the weekend, the prevailing wind direction was from the southwest to the northeast. Consequently, sampling locations "B" "D" and "A" were representative of downwind conditions, while sampling location "C" was representative of upwind conditions. According to Mr. Polselli, he did not notice any styrene odors over the weekend while changing the batteries.

According to a DEP Release Amendment Form (BWSC 102), Mr. Dino DelleChiaie of the DEP visited the Site on the afternoon of December 21, 2013 and took several PID readings. PID readings were taken at the entrance gate to the rail yard, at Depot Road, Victoria Drive, the condominiums located along Maple Avenue and the WWTF. PID readings ranged from 0.03 to 0.18 ppm.

CHES personnel retrieved the PIDs on Monday, December 23, 2013. No styrene odors were noted in the parking lot, and PID readings in the release area ranged from 0.2 to 4.6 ppm. As the

PIDs were retrieved from each sampling location, CHES personnel collected PID readings from each location. All PID readings were 0.0 ppm, and no styrene odors were noted. Air monitoring data was downloaded from the PIDs and reviewed, and copies of the data were provided to the DEP.

Typical PID readings from the downwind monitoring locations ("A", "B" and "D") were at or near 0.0 ppm during the time period when the soil excavation and backfilling activities were conducted, which is consistent with previous measurements taken. However, some of the PID readings were inconsistent with the previous measurements taken. When reviewing the data, the following conditions should be noted:

- PIDs are sensitive to temperature and humidity. Even though the PIDs were not directly exposed to the environment, temperatures increased over the monitoring weekend, and rain began falling in the early morning of Sunday, December 22, 2013;
- The soil excavation and partial backfilling was completed on Friday, December 20, 2013, and the backfilling was completed during the morning of Saturday, December 21, 2013, when additional backfilling material was available;
- Based on a review of the PID results, the highest recorded PID readings from all locations occurred after the backfilling was completed. The highest PID readings should have occurred while impacted soil was being excavated and loaded into containers, as the soils were being disturbed and exposed to ambient air;
- As previously mentioned, DEP PID readings taken on Saturday, December 21, 2013 were less than 0.2 ppm, and downwind measurements taken during the earlier stages of response actions and removal were below 2 ppm; and,
- Some of the PID readings from the monitoring locations were higher than PID readings taken within the release area. These results are inconsistent given the distance of the monitoring locations from the release area, the recovery and removal of the spent absorbents, and the removal of impacted snow, ice, and soil from the release area.

Consequently, the elevated readings are likely the result of elevated temperatures and/or humidity at the Site, and are not representative of actual styrene concentrations.

On Thursday, December 26, 2013, A CHES Field Inspector returned to the Site to monitor the air for styrene vapors. PID readings at the air sampling locations were all 0.0 ppm, and ranged from 0.5 to 0.8 ppm at the spill area. Other than the spill area, no styrene odors were noted.

A discussion of PID readings from each sampling location over the weekend is as follows.

Station A - PID readings were consistently below 1.0 ppm until 11:25 PM on Saturday, December 21, 2013. From 11:25 PM until 6:47 AM, readings ranged from 0.4 ppm to 5.6 ppm. The maximum reading recorded was 7.6 ppm at 6:49 AM on Sunday, December 22, 2013.

Station B - PID readings were consistently below 1.0 ppm until 09:48 AM on Saturday, December 21, 2013. From 9:48 AM until 7:40 PM, readings ranged from 5.0 ppm to 0.0 ppm. The maximum reading recorded was 135.1 ppm at 10:10 PM on Saturday,

December 21, 2013, and subsequent readings decreased to less than 10 ppm when the PID meter was turned off.

Station C - PID readings were consistently below 2.0 ppm until 3:38 AM on Saturday, December 21, 2013. From 3:38 AM until 9:44 PM, readings ranged from 13.2 to 0.0 ppm. The maximum reading was 151 ppm at 10:37 PM on Saturday, December 21, 2013, and subsequent readings decreased to below 30 ppm when the PID meter was turned off.

Station D - PID readings were consistently below 0.5 ppm until 11:21 PM on Saturday, December 21, 2013. The maximum reading recorded was 4.0 ppm at 11:21 PM on Saturday, December 21, 2013, and subsequent readings decreased to 0.0 ppm when the PID meter was turned off.

Station E - PID readings were consistently below 1.0 ppm until 2:33 AM on Saturday, December 21, 2013. From 2:33 AM until 11:27 PM, readings ranged from 0.0 to 6.8 ppm. The maximum reading reported was 106.2 ppm at 6:03 AM on Sunday, December 22, 2013, and subsequent readings decreased to less than 10 ppm when the PID meter was turned off.

Graphs of the PID readings are included as Appendix E.

WASTE DISPOSAL

On December 20, 2013, the two roll-off containers of spent absorbents were removed from the Site. On December 23, 2013, the four roll-off containers of impacted soil were removed from the Site. All six containers were transported to the Clean Harbors facility in Braintree, Massachusetts, under Uniform Hazardous Waste Manifests. Copies of the Waste Manifests are included as Appendix F

ASSESSMENT ACTIVITIES

On January 23, 2013, CHES personnel returned to the Site to conduct a subsurface assessment of the release area and determine the vertical and horizontal extent of the release.

On January 23, 2014, nine soil borings (B-1 through B-9) were advanced in the release area to assess the vertical and lateral extent of impacts at the site. Borings B-4 and B-9 were installed to establish the lateral extent of the release on the north and south ends. The east-west extent of the release was defined by the elevated rail beds (a minimum of six inches above grade) that contained the spread of the styrene. The drilling was performed by Geosearch Environmental Contractors of Fitchburg, Massachusetts under the direction of CHES. Drilling was accomplished using hollow stem augers, and the boring locations are shown on Figure 3.

During the installation of the borings, soil samples were collected and field-screened for VOCs with a PID calibrated to a styrene standard using standard headspace methodologies. The samples were warmed prior to screening. Because of the dense/frozen nature of the soils at the surface, to facilitate soil sampling the auger was used to loosen the fill soils placed on top of the

plastic during the previous soil excavation activity. These soils were removed (generally to a depth of 6 inches) and the next six inches of soil were loosened by the auger and sampled. Split-spoon sampling then proceeded continuously until the vertical extent of styrene was determined. Depth of the borings was a maximum of approximately eight feet, and groundwater was not encountered during drilling activities. The screening results are included in Table 3, and boring logs are attached in Appendix G.

Strong styrene odors and elevated VOC concentrations (276 ppm to 6,247 ppm) were detected in soil samples from borings B-1, B-5 and B-7 beginning at a depth of approximately six inches and extending a maximum depth of three feet below grade at B-5 (the vertical extent at B-1 and B-7 was limited to approximately 1 foot below grade). Lower VOC concentrations (less than 109 ppm) and slight styrene odors were detected in samples from borings B-2, B-3, B-6 and B-8. No styrene odors and low screening results were indicated in the samples from delineation borings B-4 and B-9.

The site was recently redeveloped for commercial use as a rail yard, and cut and fill activities were conducted as part of the redevelopment activities. Therefore, much of the soils near the surface are likely to be comprised of fill material. Soils encountered in the borings were a gray dense sand and gravel in the upper five feet, with a less dense gray to brown sand below five feet. Refusal was encountered at a depth of 5.5 feet in boring B-1. In borings B-3, B-5 and B-6, black silt was encountered at a depth of approximately 5 feet. The silt was approximately two feet thick at B-3, but extended to the bottom of the borings (approximately 2.5 feet thick) in B-5 and B-6.

To further characterize the styrene concentrations in the site soils, select samples were collected for laboratory analysis. Seventeen samples (at least one from each boring) were submitted to characterize the higher PID results and also confirm the vertical limits of impact. The samples were placed in laboratory-supplied containers, kept on ice and delivered to GeoLabs for analysis for styrene by EPA Method 8260B. The results are included in Table 3, and the laboratory report is attached in Appendix D.

The samples with a strong styrene odor and elevated PID results (B-1 S-1, B-5 S2b and B-7 S1) indicated styrene at 12.7 mg/kg, 3,260 mg/kg and 1,290 mg/kg, respectively. The other results ranged from non-detectable to 25.9 mg/kg. Low to non-detectable concentrations in the samples from B-4 and B-9 confirmed that the north-south limits of the release had been determined.

PROPOSED IRA ACTIVITIES AND PLAN

Based on the laboratory analytical results of soil samples, elevated concentrations of styrene are still present in site soils. Given the low odor threshold of styrene, there are concerns about the reoccurrence of nuisance odors once the weather gets warmer. In addition, CHES has reviewed the laboratory analytical results of the soil samples, and has used these results to conduct a Risk Characterization Screening using the DEP Method 3 short forms. Based on the results of the screening, additional soils will need to be removed in order to achieve a Condition of No Significant Risk.

CHES estimates the removal of up to an additional 60- 80 cubic yards of soil from the Site from areas with elevated concentrations of styrene, including sample locations S-4, S-6, S-7, S-8, B-5, B-7 and TP-1. Of the 100 cubic yards previously approved for excavation by the DEP, approximately 80 cubic yards have been removed to date. As a contingency, CHES requests DEP approval for a total volume of 200 cubic yards to be excavated as part of the IRA Plan.

CHES is currently evaluating options for disposal of the soil other than incineration. During soil excavation activities, CHES will resume the perimeter monitoring of air using PIDs programmed for data logging and calibrated to a styrene response. The PIDs will be placed at the same locations as described earlier in the IRA Plan. Air monitoring will be limited to periods of active soil removal as concentrations are likely to be higher.

Following an incident review, DCI personnel determined that the release occurred due to the sharp drop in temperatures causing the failure of a valve on the transfer cart to close. Mr. Polselli mentioned that DCI had transferred approximately 60 million pounds of hazardous and non-hazardous chemicals in 2013 with no issues, indicating that this spill was an isolated incident. As a safety precaution, DCI will install stainless steel gate valves on all of the transfer carts to serve as an emergency shut off.

DCI is also considering enhancements to their emergency response system that, in the event of future spills, would provide additional information about site conditions to the Upton Fire Department. Some of these enhancements may include weather stations to identify wind direction and speed, and alarm stations to identify the specific area of the release.

SCHEDULE

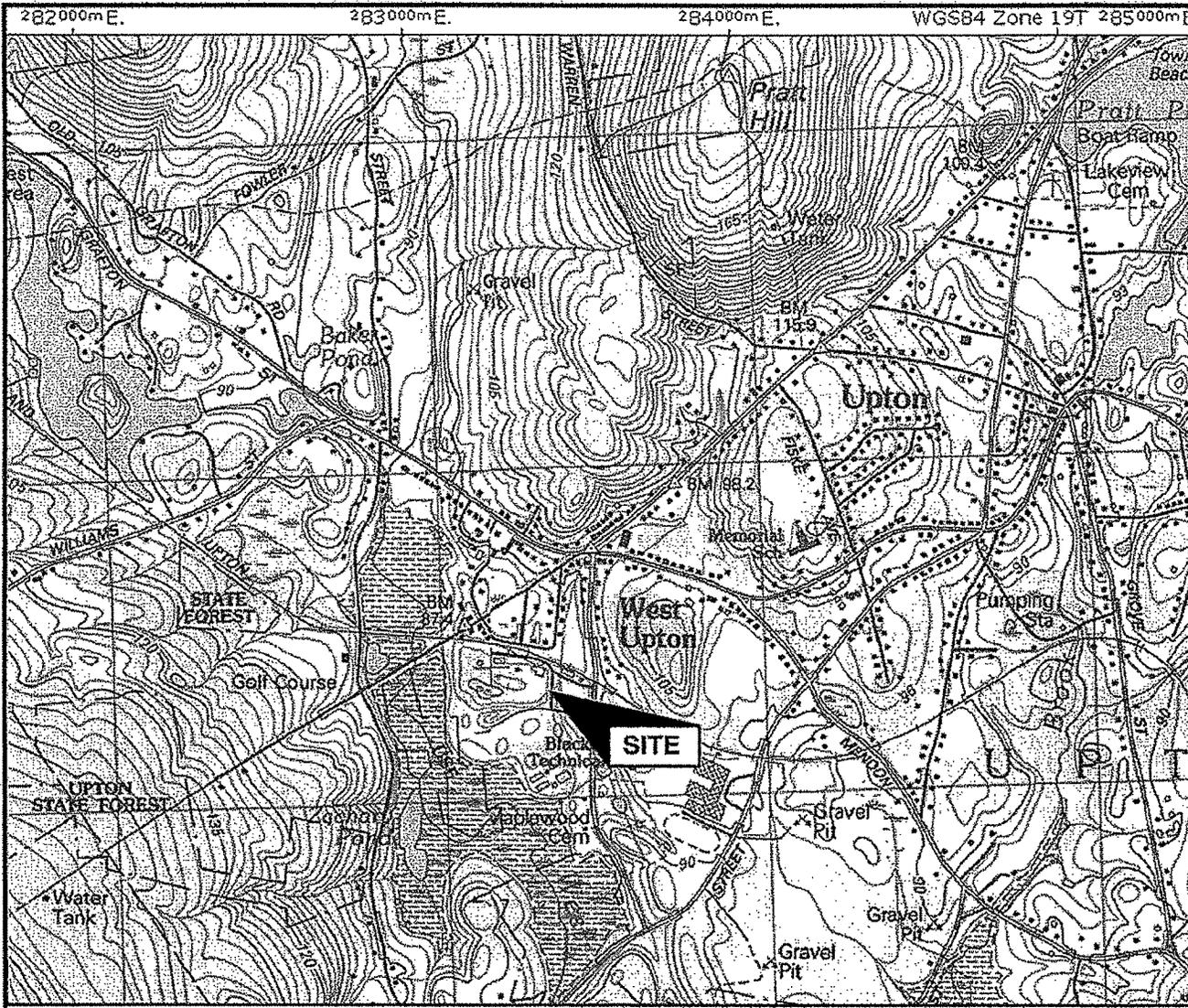
It is anticipated that the work plan items described herein will be completed within the next 90 days. Based upon the data received, an IRA Status/Completion or Response Action Outcome Statement (i.e. closure report) containing all data obtained will be submitted at the conclusion of the reporting period as required by regulation.

PUBLIC NOTIFICATION

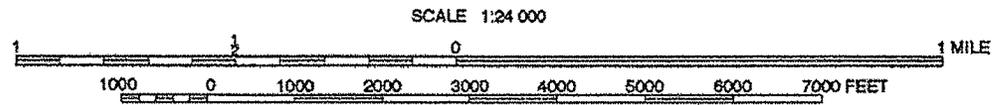
As required by 310 CMR 40.1403(3h) of the Massachusetts Contingency Plan, a copy of the Release Notification Form (BWSC103) has been forwarded to the Upton Town Manager Officer and Board of Health

As required by 310 CMR 40.1406, a Notice of Environmental Sampling (BWSC-123), with copies of laboratory analytical results, has been forwarded to the property owner (Upton Development Group, LLC).

Copies of these notification letters and forms are attached in Appendix H.



QUADRANGLE LOCATION



SCALE 1:24 000
 CONTOUR INTERVAL 3 METERS
 ELEVATION REFERENCE IS NATIONAL GEODETIC VERTICAL DATUM OF 1929
 COORDINATE REFERENCE IS NORTH AMERICAN DATUM OF 1927

COORDINATES		A	PRELIMINARY	TFN	TFN	AMD	1/14
UTM: 4,671,557 mN 283,245 mE		ISSUE	DESCRIPTION	DRWN	CHKD	APPR	DATE
LONGITUDE: W 71° 37' 26"							
LATITUDE: N 42° 09' 58"							

BASE MAP: USGS TOPOGRAPHIC MAP PRINTED FROM TOPOI © 1998 WILDFLOWER PRODUCTIONS

CleanHarbors
 Environmental Services®
 42 Longwater Drive
 Norwell, Massachusetts 02061

Styrene Release
 25 Maple Avenue
 Upton, Massachusetts

LOCUS MAP

JOB NO.: EO8997874
 SCALE: AS SHOWN

DWG. NO. **FIGURE 1**



COORDINATES:
 UTM: NAD83 4,671,557mN 283,245mE
 LONGITUDE: 71° 37' 26"
 LATITUDE: 42° 09' 58"

BASE MAP: Windows Live Local - <http://local.live.com/PrintableMap.aspx?mkt=en-us> dated 03/19/2012
 Image Courtesy of USGS

A	PRELIMINARY	TFN	TFN	AMD	1/14
ISSUE	DESCRIPTION	DRWN.	CHKD.	APPR.	DATE

CleanHarbors
 Environmental Services®
 42 Longwater Drive
 Norwell, Massachusetts 02061

Styrene Release
 25 Maple Avenue
 Upton, Massachusetts
AERIAL PHOTOGRAPH

PROJECT NO. E08997874	DWG. NO. 7874-A-02	FIGURE 2
SCALE AS NOTED		

EXHIBIT 7

EXHIBIT 7

Previously Submitted Statements from G&U and Dana

1. “I always understood that Mr. Dana contemplated creating a new company to provide the transloading and that transloading for G&U at Upton would be the only business activity of the new company. G&U preferred the idea of dealing with a newly created, sole purpose entity for purposes of performing the transloading services. ...Our conversations eventually led to the Terminal Transloading Agreement that has been filed in this proceeding.” G&U Supplemental Reply, Delli Priscoli VS, p.3
2. “...the arrangement that was created pursuant to the Agreement¹ was to have G&U performing transloading services by having Grafton Upton Railcare working as a subcontractor under the direction and auspices of G&U.” G&U Reply, Delli Priscoli VS, p.5.
3. “Early in the discussions with G&U, I made it clear that I would form a new entity to enter into the contract with G&U. It has been my practice to have different companies for different types of operations and for different locations. This serves to help insulate existing successful businesses from the risks of new businesses. Ultimately, I formed Grafton Upton Rail Care, LLC ("GU Rail Care") to be the agent of G&U at the Upton Yard.” G&U Supplemental Reply, Ronald Dana VS, p.2.
4. “Grafton Upton Railcare is required to perform all the necessary transloading services, including providing equipment and employees necessary for the transloading,...” G&U Reply, Gordon VS, p.3.

¹ The Agreement refers to the Terminal Transloading Agreement dated December 30, 2010 between G&U and GU Railcare submitted by G&U as part of this proceeding.

EXHIBIT 7

Previously Submitted Statements from G&U and Dana

5. “I am the person who is primarily responsible for the day-to-day working relationship with Grafton Upton Railcare for purposes of providing transloading,...” G&U Reply, Moffett VS, p.2:
6. “G&U trains and crews move cars into and out of the yard, and place cars within the yard, so that Grafton Upton Rail Care is able to perform the transloading operations.” G&U Supplemental Reply, Delli Priscoli VS, p.4.
7. “I am familiar with the transloading business that G&U currently conducts at the Upton yard and with the relationships with our transloading customers and our transloading subcontractor, Grafton Upton Rail Care.” G&U Supplemental Reply, Moffett VS, p.1.
8. “Dana Rail Care is a marketing name used by Dana Container, Inc. for the repair, maintenance and cleaning of liquid tank cars at its Wilmington, Delaware facility. It does not perform any services at the Upton railyard.” G&U Reply, Ronald Dana VS, p.2.
9. “I formed Grafton Upton Railcare, LLC ("GU Railcare") to provide transloading services for and on behalf of the G&U at the Upton railyard. The manager of GU Railcare, Michael J. Polselli, is providing a separate verified statement with respect to GU Railcare and its operations.” G&U Reply, Ron Dana VS, p. 1.
10. “Other than GU Railcare, none of the Dana Companies are involved in the provision of transload services by or on behalf of the railroad.” G&U Reply, Ronald Dana VS, p.4.
11. “Other than the transloading services being performed by GU Railcare, no Dana Companies are performing rail car services, or equipment maintenance at the Upton

EXHIBIT 7

Previously Submitted Statements from G&U and Dana

- railyard.” G&U Reply, Ronald Dana VS, p.5.
12. “My name is Michael J. Polselli, and I am the New England Regional Manager for the Dana Companies. The "Dana Companies" is not a separate legal entity, but rather is a group of companies formed by Ronald Dana. One of the Dana Companies is Grafton Upton Railcare, LLC ("GU Railcare"). In my capacity as New England Regional Manager, I am responsible for the management and operation of GU Railcare. I am familiar with the transloading operations at the Upton railyard of Grafton & Upton Railroad Co. ("G&U"), the contract between GU Railcare and G&U, and with the Petition filed by certain residents of the town of Upton In this proceeding before the Surface Transportation Board ("STB").” G&U Reply, Polselli VS, p.1.
 13. “GU Railcare was formed for the purposes of performing transloading services for and on behalf of G&U at the Upton railyard. G&U and GU Railcare entered into a confidential Terminal Transloading Agreement (the "Transload Agreement") to define the relationship between the parties and the services to be provided by GU Railcare for G&U.” G&U Reply, Polselli VS, pp. 1,2
 14. “GU Railcare is responsible for performing all transload services to or from rail cars moved to or from the Upton railyard.” G&U Reply, Michael Polselli VS, p.2.
 15. “All of the transloading activities at Upton Yard are performed by Grafton Upton Railcare, LLC (the "contractor"), an affiliate of the Dana companies, subject to the control of G&U and in accordance with a Terminal Transloading Agreement dated December 30, 2010.” Letter from James E. Howard to Mark R. Reich, Petition, Vol. 2,

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Previously Submitted Statements from G&U and Dana

p.19

16. “There were a few rail cars of bulk liquids that were transloaded at the yard prior to the execution of the Agreement, and it is my understanding that the transloading work was performed by Dana Container, which is one of the Dana companies, on behalf of and under the supervision and control of G&U. This transloading work was performed on the basis of an informal understanding between Mr. Dana and me and on the assumption, which proved to be correct, that the formation of the new Dana company and the Agreement would soon be finalized.” G&U Supplemental Reply, Delli Priscoli VS, p. 3
17. “G&U was developing the yard as our discussions progressed. When some bulk liquid cars began to arrive in September 2010, G&U and I agreed that one our existing companies, Dana Container, Inc. would *temporarily* handle the transloading on behalf of G&U. G&U and Dana Container proceeded under an informal arrangement while the terms of a formal agreement were being negotiated.” (emphasis added) G&U Supplemental Reply, Ronald Dana VS, p. 2, 3
18. “Eventually, the terms of our arrangements with G&U were set forth in the Terminal Transloading Agreement (the "Transloading Agreement") that has been produced in this proceeding. GU Rail Care was formally registered with the Commonwealth of Massachusetts on April 27, 2011, and the Transloading Agreement was signed by the parties in early May, 2011, effective as of December 31, 2010.” G&U Supplemental Reply, Ronald Dana VS, p. 3

EXHIBIT 8

MEMORANDUM

From: D. DelleChiaie, MassDEP Emergency Response
To: File 2-0019074 – Upton
Re: Styrene Release - Photographs by Dino DelleChiaie
Date: December 19, 2013

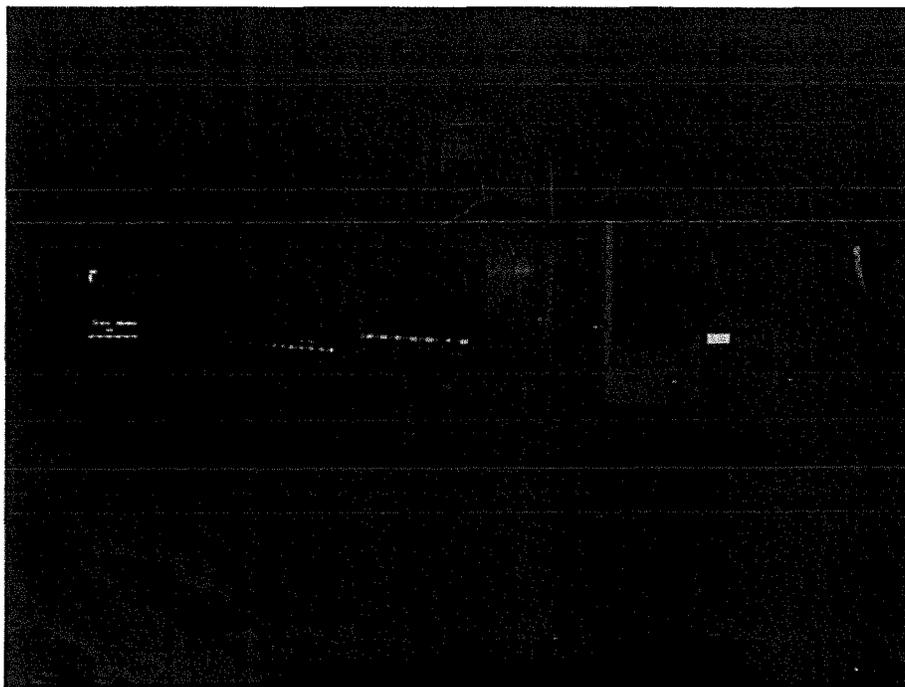


Figure 1 - DD - Spill Area applying absorbents - 12/18/13

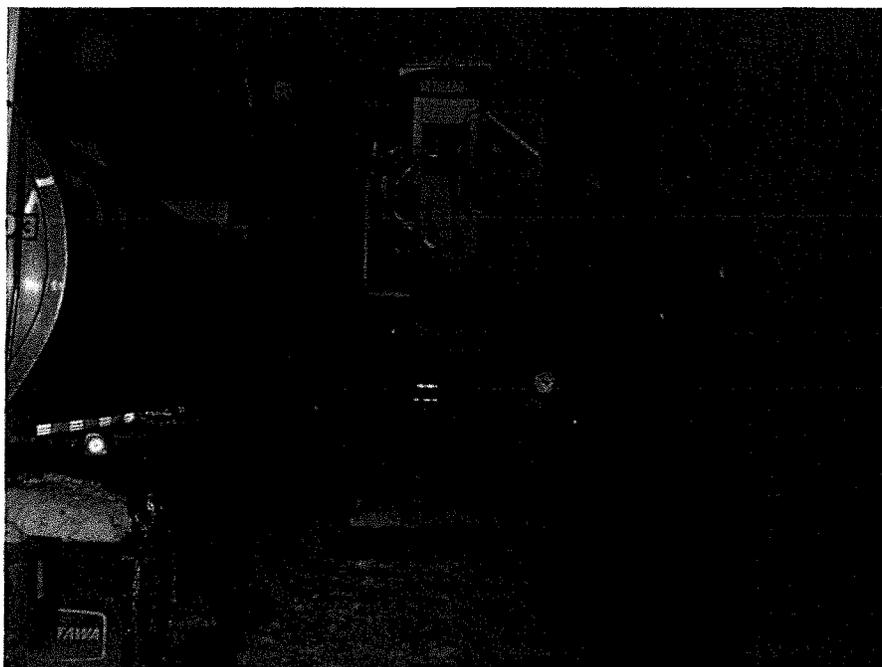


Figure 2 - DD - Transfer pump tower - 12/18/13



Figure 3 - DD - Transfer pump tower as tanker being removed - 12/18/13



Figure 4 - DD - fog obscured spill area - 12/18/13



Figure 5 - DD - fog obscured spill area - 12/18/13

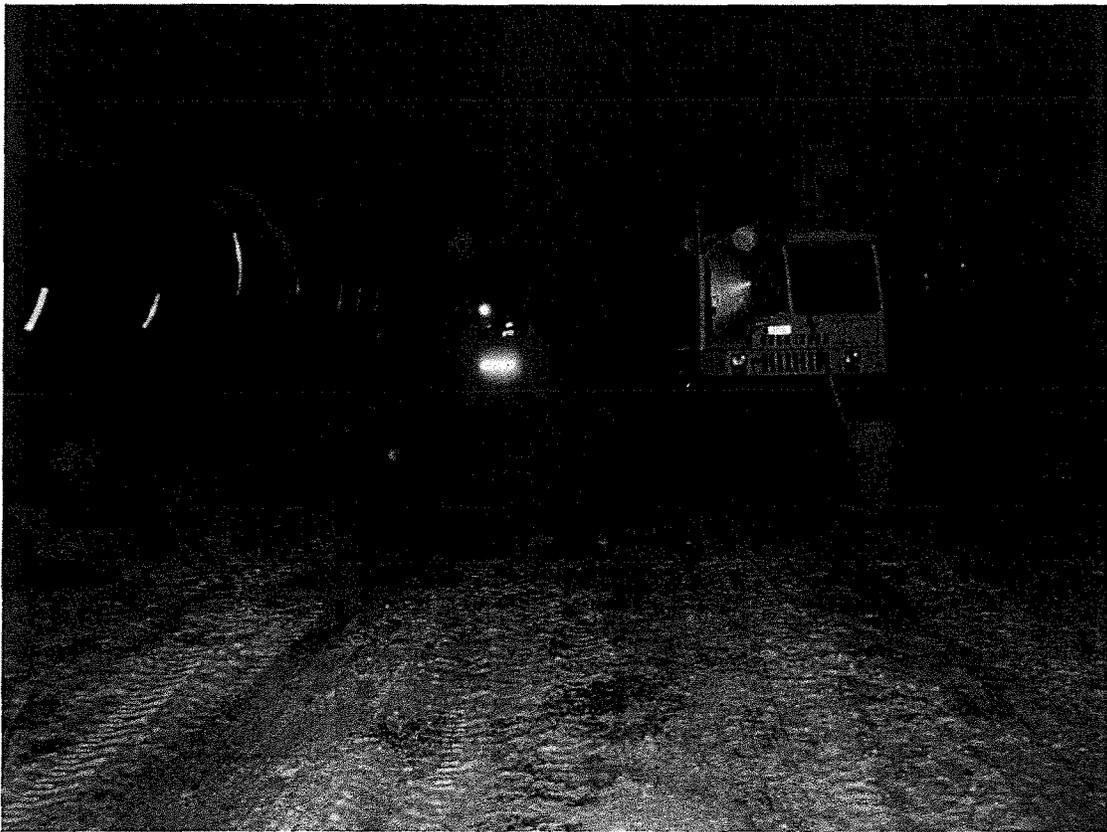


Figure 6 - DD - Bobcat spreading absorbents - 12/18/13