

January 31, 2019

Mr. Frank Gardner
United States Environmental Protection Agency
EPA New England - Region 1
5 Post Office Square, Suite 100
Mail Code OSRR07-3
Boston, MA 02109-3912

Re: Brattleboro Development Credit Corporation, Vermont EPA Brownfields Cleanup Grant Application, Long Falls Paperboard, Brattleboro, Vermont

Dear Mr. Gardner:

The Brattleboro Development Credit Corporation (BDCC), a 501c6 non-profit corporation, is pleased to submit for your consideration this application for a FY19 \$500,000 hazardous substances EPA Brownfields Cleanup Grant. Required transmittal letter information is contained in the following table.

Narrative Information		
1. Applicant Information	Brattleboro Development Credit Corporation, 76 Cotton Mill Hill, Brattleboro, Vermont 05301	
2. Funding Requested	a) Single Site Cleanup b) \$500,000 no cost share waiver requested c) Hazardous Substances	
3. Location	Brattleboro, Windham County, Vermont	
4. Property Information	Long Falls Paperboard, 161 Wellington Road, Brattleboro, Vermont 05301	
5. Contacts	a) Project Director Bobbi Kilburn, Director of Finance & Grant Management Phone: (802) 257-7731 Fax: (802) 257-0294 Email: bkilburn@brattleborodevelopment.com Mailing Address: 76 Cotton Mill Hill, Brattleboro, Vermont 05301 b) Chief Executive: Adam Grinold, Executive Director Phone: (802) 257-7731 Fax: (802) 257-0294 Email: agrinold@brattleborodevelopment.com Mailing Address: 76 Cotton Mill Hill, Brattleboro, Vermont 05301	
6. Population	7,414 (Target Area Brattleboro CDP US Census 2010 estimate)	
7. Other factors Checklist	Community Population 10,000 or less	X
	The applicant is or will assist a federally-recognized Indian Tribe or US territory	
	The proposed brownfield site is impacted by mine-scarred land	

	Secured firm leveraging commitment ties directly to the project and will facilitate completion of the project/redevelopment; secured resource is identified in the Narrative and substantiated in the attached documentation.	X
	The site is adjacent to a body of water	X
	The site is in a federally designated floodplain	X
	The redevelopment will facilitate renewable energy from wind, solar, or geothermal, or any energy efficiency improvement project.	
8. Letter from State DEC	An acknowledgement letter dated January *, 2019 from the Vermont Department of Environmental Conservation is attached.	

Please feel free to contact me if any questions arise during review of this application. We are committed to seeing the project to completion within the specified budgets and time frame.

Sincerely,

Adam Grinold, Executive Director
Brattleboro Development Credit Corporation

Attachments:

1. Letter from Vermont Department of Environmental Conservation

Narrative Attachment
Vermont Department of Environmental Conservation
Application Acknowledgement Letter

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1. Project Area Description and Plans for Revitalization (30 points)

1.a. Target Community and Brownfields (8 points)

i. Background and Description of Target Area (3 points)

The target community for this application is the Brattleboro Census Designated Place (CDP), population 7,414.¹ Brattleboro is the largest town in Windham County, in southeastern Vermont, and it serves as the commercial center of the area. Brattleboro has a rich industrial heritage, including water powered mills, printing presses, and textile manufacturing. These and other industries brought prosperity, security, and jobs to Brattleboro for over 150 years.

However, beginning in the mid-1900s, Brattleboro was negatively impacted by long-term changes in transportation and production technology, along with shifting economic patterns leading to a globalized economy. Jobs began to disappear, and the local economy weakened. One consequence is many vacant or underutilized buildings and contaminated properties.

Brattleboro was crippled in 2011 by flooding from Tropical Storm Irene and again in 2014 by the closure of the Vermont Yankee nuclear power plant, which since 1972 had been a source of over 600 good jobs with average annual salaries in excess of \$100,000.² These hardships brought about increased poverty and led to population decline in the Brattleboro CDP.

ii. Description of the Brownfield Site (5 points)

The brownfield we propose to clean up is the Long Falls Paperboard plant at 161 Wellington Road in Brattleboro. The Long Falls Paper Site consists of a 200,000 square foot paper manufacturing plant on a 40-acre riverfront parcel. The Site has over 3,400 feet frontage on the Connecticut River³ and the southeastern portion of the Site is a FEMA-designated floodplain, and borders a FEMA-designated floodway.⁴

The paper manufacturing plant was built in 1961. Originally owned and operated by Case Brothers Paper, the plant was taken over by Boise Cascade in the late 1960's, and by Specialty Paperboard (later Fibermark) in the late 1980's.⁵ Neenah Paper acquired Fibermark in 2015, and on October 29, 2018, Neenah announced that it would close the Brattleboro facility.⁶ For a town already reeling from previous losses, losing another 100 high paying jobs would be devastating.

The applicant, Brattleboro Development Credit Corporation (BDCC), stepped in to arrange for acquisition of the Site, the facility, and its assets in December 2018. Long Falls Paperboard LLC was brought in to operate the plant once the acquisition took place. BDCC will transfer the land and facility to Long Falls Paperboard once the environmental cleanup is complete and environmental liability protection is received via Vermont's Brownfields Reuse and Environmental Liability Limitation Act (BRELLA).

¹ US Census Bureau most recent estimate at [census.gov/quickfacts](https://www.census.gov/quickfacts)

² "Economic Impacts of Vermont Yankee Closure," UMASS Donahue Institute, December 2014.

³ Alta Land Survey for Boise-Cascade, 1989.

⁴ FEMA Flood Map Service Center [msc.fema.gov](https://www.msc.fema.gov).

⁵ Town of Brattleboro Land Records.

⁶ Brattleboro Reformer, 10/26/18.

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BDCC's pre-acquisition Phase I Environmental Site Assessment (ESA) documented twelve Recognized Environmental Conditions.⁷ Documented contamination found during the initial Site investigation includes chlorinated solvents, refrigerants, heavy metals, and co-mingled petroleum. Phase II ESA testing is ongoing, and other potential contaminants have not yet been tested for and may include dioxins and furans, PCBs, and semivolatile organic compounds. No cleanup activities have taken place. The property poses a potential health risk due to the known and potential contamination, and an environmental risk due to its close proximity to the Connecticut River.

1b. Revitalization of the Target Area (12 points)

i. Redevelopment Strategy and Alignment with Revitalization Plans (7 points)

BDCC's redevelopment strategy is to continue to operate the facility (with Long Falls Paperboard) and expand as economic conditions permit. Once cleanup is complete, BDCC will turn the land over to Long Falls Paperboard to complete its economic development mission. The Site's entry into Vermont's BRELLEA Program is a key component of this strategy and can only succeed if environmental liabilities are addressed via cleanup funding.

BDCC's strategy of sustained operations at the Site including environmental cleanup aligns well with the area's four existing revitalization planning programs, as follows.

Brattleboro Town Plan: Brattleboro's Town Plan goals include fostering the growth of industry in existing clusters. The Site is just off Interstate 91 Exit 3, providing fast highway access. It is a part of Brattleboro's Industrial Zone, which supports large-scale growth and development of industrial activities and development of areas with sufficient access to existing services—all of which will be fostered by the proposed cleanup.⁸ Brattleboro also has a variety of local planning policies, ordinances, and tools in place to promote sustainable development.

Brattleboro Development Credit Corporation: As the regional economic development authority in Southeast Vermont, "BDCC is a private, nonprofit organization dedicated to creating and retaining a flourishing business community that supports vibrant fiscal activity and improves the quality of life of all its residents." Saving the facility from closure goes to the core of BDCC's mission: dedicated to creating and retaining a flourishing business community that supports vibrant fiscal activity and improves the quality of life of all its residents.⁹

Windham Regional Commission: The Windham Regional Commission's (WRC's) 2014 Regional Plan, which includes Brattleboro, states, "The WRC will support a diverse and vibrant economy that builds on the region's existing assets, including its authentic quality of place. The WRC will support municipal planning efforts that capitalize upon these opportunities and assets." The regional plan also promotes using existing infrastructure and sustaining existing

⁷ LE Environmental LLC, December 2018.

⁸ Brattleboro Town Plan, 2018, Page 140.

⁹ BDCC Web Site FAQ #1.

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employment, as well as promoting development of land-based industries such as timber harvest for papermaking.¹⁰

Regional Interstate Planning and Comprehensive Economic Development Strategy (CEDs): The WRC, along with project partners from Vermont, New Hampshire and Massachusetts, created a CEDs comparison report for the region and concluded that “Structural economic change is our end goal through cultivation of a diversified employer and investor base that will provide greater household income security and be more resilient in the wake of economic disruptions.”¹¹

ii. Outcomes and Benefits of Redevelopment Strategy (5 points)

The benefit of BDCC’s redevelopment strategy (sustained and enhanced operations) is straightforward: maintain and potentially expand the 100-person work force at the plant. These workers live in nearby communities in Vermont, New Hampshire and Massachusetts, and the economic ripple effect throughout the region of sustaining these high paying industrial jobs is enormous. Employees will continue to pay mortgages and rent, purchase automobiles, appliances and electronics, eat out, and partake in entertainment, all of which leads to magnification of value. Cleanup of the property is a necessary component of this strategy’s success.

1c. Strategy for Leveraging Resources (10 points)

i. Resources Needed for Site Reuse (7 points)

BDCC’s strategy to acquire the Long Falls Paperboard plant, sustain and enhance its operations, and conduct the necessary environmental cleanup for environmental liability, will rely on many diverse funding commitments. Obtaining this EPA Brownfields Cleanup Grant is at the core of the funding strategy. Other funders include:

Contributing Entity	Amount	Method	Commitment

If BDCC is in need of additional cleanup funding the Windham Regional Commission’s Brownfields Revolving Loan Fund (RLF) is available. The RLF has grant funds and loan funds available for projects of this nature.

ii. Use of Existing Infrastructure (3 points)

The dense, compact development in the Brattleboro CDP will take advantage of infrastructure that already exists, including municipal roads, water, sewer, and sidewalks, consistent with town planning goals and smart growth policies. These facilities are believed to be adequate for continued and expanded operations, and additional infrastructure needs are not anticipated.

¹⁰ WRC Regional Plan, 2014, viewed at the Windham Regional Commission Web Site.

¹¹ CEDs Comparison Report for the tri-state region viewed at the Windham Regional Commission Web Site.

2. COMMUNITY NEED AND COMMUNITY ENGAGEMENT (20 points)

a. Community Need (12 points)

i. The Community's Need for Funding (3 points)

The Brattleboro community does not have the resources to clean up this Site. Nor can BDCC, a regional economic development organization with a staff of 12, fund the cleanup on its own. The Town of Brattleboro does not have a Brownfields Cleanup fund. The WRC has a Brownfields Revolving Loan Fund, but it is not sufficient to fund the cleanup. The State of Vermont does not have sufficient grant funds for a cleanup of this magnitude, and other brownfields funding mechanisms have not been used in Brattleboro.

Compared to Windham County, the State of Vermont, and the United States, the Brattleboro CDP has a higher rate of residents living in poverty, lower per-capita income, and lower median household income. Good industrial and manufacturing jobs have been disappearing from the area for several decades, and replaced by low-paying service-oriented jobs, many of which do not include benefits and do not provide a "livable wage," as defined by the Vermont Legislature.¹²

An especially harsh blow was dealt to the regional economy by the 2014 closure of the Vermont Yankee nuclear power plant, the full effects of which will continue to be felt for years to come. The Town of Brattleboro's municipal budget relies on a high property tax rate, which places a heavy burden on residents and businesses. A family of four in Vermont has to earn over \$10,000 more per year than the same-size family elsewhere in the U.S. to have equal purchasing power.¹³

ii. Threats to Sensitive Populations (9 points)

(1) Health or Welfare of Sensitive Populations (3 points)

This grant will address the health and welfare of sensitive populations including children and pregnant women by reducing surface exposure to toxins of concern. Heavy metals such as arsenic has been linked to skin, bladder, and lung cancer.¹⁴ Lead can cause behavioral and learning problems, lower IQ, hyperactivity, slowed growth, hearing problems, anemia, and premature birth.¹⁵ Exposure to petroleum can have adverse effects on the hematological, hepatic, immunological, and renal systems.¹⁶ Chlorinated solvents are suspected carcinogens and may cause neurological, kidney, liver, immune system, and hematological system effects, as well as development and reproduction deficiencies.¹⁷

(2) Greater than Normal Incidence of Disease and Adverse Health Conditions (3 points)

Health affects are cumulative, and this grant will address the following greater than normal incidence of conditions that could be environmentally related by reducing surface exposure to toxins of concern. Windham County has documented higher rates of juvenile elevated lead blood concentrations (>10%)¹⁸ and lung disease¹⁹. The prevalence of asthma in Vermont has

¹² Basic Needs Budget and the Livable Wage," Vermont Legislative Report, January 2015.

¹³ Ibid.

¹⁴ "Arsenic Fact Sheet," World Health Organization

¹⁵ "Learn About Lead Fact Sheet," USEPA

¹⁶ ATSDR Toxic Substances Portal: Total Petroleum Hydrocarbons (TPH)

¹⁷ "Health Effects Notebook for Hazardous Air Pollutants: Tetrachloroethylene," USEPA

¹⁸ Vermont Department of Health Data Explorer, 2016 data for Childhood Lead Poisoning.

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historically been among the highest in the nation.²⁰ A 2008 report indicates that Windham County has worse than statewide levels of elevated juvenile lead blood concentrations and lower than average levels of first trimester pregnancy prenatal care.²¹ Lead levels in perimeter soils at pre-1950 Vermont homes commonly tested at two to nearly four times EPA cleanup levels for play areas.²² Approximately 70% of Brattleboro’s housing units were built before 1950.²³

(3) Economically Impoverished / Disproportionately Impacted Populations (3 points)

According to a 2014 regional economic report, the Windham region trails the United States in several key economic indicators:²⁴ employment growth (<1/10 of the US rate); average earnings trend (falling in Windham, rising in the US); and earnings (more than \$15,000 per job less).

Environmental justice issues are in play; All Brownfield sites in Brattleboro are located in areas where 37% of households made less than \$35,000²⁵ in an area where the low income threshold for 1 or more persons was greater than \$36,700²⁶. Brattleboro CDP's per-capita inventory of toxic waste sites is far higher than the region and state, as illustrated in the following table.²⁷

	Brattleboro CDP	Windham County	Vermont
Population ²⁸	7,414	42,869	626,200
Listed Hazardous Sites ²⁹	88	~425	~4,660
Hazardous Sites per 1,000 residents	11.9	9.9	7.4
Brownfields Sites	18	34	162
Brownfields Sites per 1,000 residents	2.4	0.8	0.2
Potential Brownfields Sites ³⁰	88	334	Not available
Potential BF Sites per 1,000 residents	11.9	7.8	Not available

b. Community Engagement (8 points)

i. Community Involvement (5 points)

Community involvement is inherent in BDCC’s mission. Following is a list of Project Partners.

Partner Name	Point of Contact	Specific Role
Brattleboro Area Chamber of Commerce and Downtown Alliance	Stephanie Bonin, DBA Director	Augment public notice and involvement via Planagogo Community Events Platform.
Creative Workforce Solutions	Cindy Delgatto, Employment Specialist	Ensure benefits accrue to regional residents who will be positively impacted by expanded employment.

¹⁹ Healthy Vermont 3-4-5 Database, 2016.

²⁰ Vermont Department of Health, “Data Brief-Asthma in Vermont and United States Reducing the Burden of Asthma” 2015.

²¹ VT Department of Health “Health Status Report 2008.” 2008. Vermont Department of Health. (latest report)

²² Vermont Office of the Attorney General and Department of Health. “Get the Lead out of Vermont.” 2007.

²³ 2009-2013 American Community Survey 5-Year Estimates, DP04 Selected Housing Characteristics

²⁴ SeVEDS 2014 CEDS Report, page 10.

²⁵ 2009-2013 American Community Survey 5-Year Estimates,

²⁶ Defined by HUD as those below 80% median income - FY 2015 Income Limits Documentation System.

²⁷ Data from the Vermont Agency of Natural Resources.

²⁸ Population data are most recent available on census.gov/quickfacts as of January 2019.

²⁹ Data on hazardous sites and Brownfields sites from the Vermont Department of Environmental Conservation.

³⁰ Information on potential brownfields sites in Brattleboro and Windham County from the Windham Regional Commission.

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A community relations plan (CRP) will be developed for the project. The CRP will present specific tasks to keep the community informed about the cleanup, and will serve as a record of events and public comment. English is the predominant language spoken in the affected communities; if there is need for translation or interpreter services, BDCC will secure them.

ii. Incorporating Community Input (3 points)

BDCC has a regularly updated web blog, issues newsletters and press releases several times per month, and holds public events. Cleanup of the Long Falls Paperboard Site will be integrated into these outreach efforts so that the public is well informed at all steps of the cleanup.

BDCC plans to form a cleanup advisory committee that will facilitate communication between BDCC, neighbors, and other community stakeholders throughout the life of the cleanup. The committee's mandate will be to ensure that any community concerns regarding the cleanup are heard and effectively addressed by BDCC, and that BDCC's plans are clearly conveyed. The Project Manager, QEP, and at least one member of the BDCC Board will attend advisory committee meetings, which will take place on a quarterly basis.

All cleanup work will take place under the jurisdiction of a health and safety plan developed by the QEP. BDCC will take care to protect residential and commercial neighbors from contamination during the cleanup, with special attention paid to sensitive populations, e.g., children and elders.

3. TASK DESCRIPTIONS, COST ESTIMATES AND MEASURING PROGRESS (35 Points)

a. Proposed Cleanup Plan (8 points)

The proposed cleanup plan addresses mitigating risk due to soil contamination from historic activities. On-site contamination due to historic use of chlorinated solvents, refrigerants and petroleum products has been documented. Other soil contamination may be present due to historic pulp bleaching that took place over 40 years ago, and due to outdoor storage of obsolete equipment.

The key concept is to minimize risk to human health by limiting access to contaminated soils. Current practices at the facility are much more environmentally friendly and are less likely to create environmental contamination. Sustainable and environmentally friendly elements have been integrated into the cleanup plan. The specific elements of the cleanup plan include:

- Development of the necessary documentation for formal regulatory approval of the cleanup. In Vermont, this includes development of an ECAA (Evaluation of Corrective Action Alternatives-same as federal ABCA), CAP (Corrective Action Plan) and QAPP Amendment (Quality Assurance Project Plan Addendum).
- Shallow contaminated soils will be removed and properly disposed of in greenspace areas around the plant where human exposure could occur (approximately 4,500 tons).
- Soils contaminated with chlorinated solvents in the vicinity of the plant will be removed and properly disposed of (approximately 300 tons).
- A clean soil cap will be installed in these areas to provide a safe environment.
- The ABCA (Threshold Attachment) indicates that cleanup is feasible and economic.
- Cleanup progress will be monitored by the QEP, Town of Brattleboro health officer; Vermont Department of Environmental Conservation; USEPA Region 1.
- Once cleanup is completed, a Certificate of Completion under Vermont's environmental liability protection statute (BRELLA) will be issued, allowing Long Falls Paperboard to acquire title to the property from BDCC, paving the way to expansion and job creation.

b. Descriptions of Tasks and Activities (12 points)

1. Task 1: Cooperative Agreement Management-These activities will take place beginning at award and will continue through the end of the cleanup.
 - a. Personnel Costs: Cost Share
 - i. QEP-BDCC Project manager will conduct competitive procurement to obtain a Qualified Environmental Professional to oversee and manage the cleanup. This activity will take place immediately following funding release.
 - ii. State Cleanup Program-BDCC Project manager will maintain the Site's status in Vermont's BRELLA including responding to Department of Environmental Conservation requests.
 - iii. Project Management-BDCC Project Manager will oversee the cleanup and QEP performance and provide management services for the duration of the work (quarterly reporting, ACRES data entry, annual financial and DBE reporting, etc.)
 - b. Travel Costs: Grant funded
 - i. Brownfields Conference-BDCC Project Manager will attend the 2019

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Brownfields Conference.

2. Community Outreach and Engagement-These activities will take place beginning upon award and will continue through the end of the cleanup.
 - a. Personnel Costs: Cost Share
 - i. CRP Development/Implementation-BDCC Project manager will develop the CRP upon funding release, and will regularly update it.
 - ii. Project Status Updates- BDCC Project manager will regularly update the BDCC blog, and BDCC newsletter, and will issue press releases at notable project milestones.
 - iii. Project events/meetings- BDCC Project manager will hold three public events to discuss the project. These events will include informational presentations and question and answer forums and will be held at an ADA-accessible location in the Brattleboro CDP. The anticipated milestones for these events will be following grant award / QEP selection prior to cleanup, at the beginning of cleanup, and following completion of the cleanup.
 - iv. Public presentation materials: supplies will be bought for this work and a computer will be bought and dedicated to the project and public presentations.
 - b. Contractual Costs: Grant Funded
 - i. Translation services as needed for public events.
3. Site-Specific Cleanup-
 - a. Contract Cost Share
 - i. ECAA/CAP/QAPP-QEP will develop the necessary documents for regulatory approval of the cleanup. These activities will take place during the fall 2019.
 - ii. Contractor Selection- BDCC Project manager and QEP will conduct a competitive procurement process to obtain a construction contractor to perform the cleanup work. This will include developing final plans, specifications and bid documents. These activities will take place in the winter/spring 2019-2020.
 - b. Grant Funded
 - i. Cleanup-The selected contractor will perform the environmental cleanup work. Cleanup will take place Summer 2020.
4. Cleanup Documentation and Close-out
 - a. Cost Share
 - i. Documentation (split between grant funded and cost share)-QEP will document the cleanup with inspections, photos and testing results. This activity will take place concurrent with cleanup Summer 2020.
 - ii. Close-out-QEP will issue the Brownfields Completion report leading to issuance of the Certificate of Completion by the Department of Environmental Conservation. This activity will take place following cleanup Fall 2020.
 - b. Grant Funded
 - i. Documentation (split between grant funded and cost share)-QEP will document the cleanup with inspections, photos and testing results. This activity will take place concurrent with cleanup Summer 2020.

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C. Cost Estimates and Outputs (10 Points)

Cost Estimates (7 Points) and Outputs (3 points)

Costs are summarized in the following table. These were developed based on experience with similar projects, and are believed to be eligible for grant funding / cost share, appropriate and necessary to complete the cleanup, reasonable for completion, and realistic in the current environmental remediation market. An effort has been made to maximize the amount of federal grant dollars to actual cleanup tasks and the cost share will be met with BDCC cooperative agreement management, community engagement, QEP and contractor selection, and QEP document preparation.

Outputs for the project will include replacement of a substantial quantity (estimated 4,800 tons) of contaminated soil with clean soil cap, reducing exposure to surface toxins, and benefitting both the Site users and adjoining Connecticut River.

Budget Categories	Task 1: Cooperative Agreement Management	Task 2: Community Outreach & Engagement	Task 3: Site Specific Cleanup	Task 4: Cleanup Documentation and Close-out	Total
Personnel					
Fringe Benefits					
Travel					
Equipment					
Supplies					
Contractual					
Other (specify)					
Total Direct Costs					
Indirect Costs					
Federal Funding					
Cost Share					
Total Budget					

Task Cost Calculations		
Task	Activity	Cost Calculation
1.	a.i. QEP procurement	BDCC personnel 40 hours @ \$xx /hr = \$xx
	a.ii. State Cleanup Program	BDCC personnel 40 hours @ \$xx /hr = \$xx
	a.iii. Project Management	BDCC personnel 80 hours @ \$xx /hr = \$xx
	b.i. Travel Costs	Air travel/lodging/per diem = \$2,500
2.	a.i. Community Relations Plan	BDCC personnel 30 hours @ \$xx /hr = \$xx
	a.ii. Project Status Updates	BDCC personnel 30 hours @ \$xx /hr = \$xx
	a.iii. Project events/meetings	BDCC personnel 30 hours @ \$xx /hr = \$xx
	a.iv. Public Presentation	Materials \$2,000 for computer and supplies
	b.i. Translation Services	Contract 10 hours @ \$50/hr = \$500

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3.	a.i. Regulatory Documents	QEP 160 hours @ \$125/hr = \$20,000
	a.ii. Contractor Selection	QEP 80 hours @ \$125/hr = \$10,000 BDCC personnel 80 hours @ XX / hr = \$xx
	b.i. Cleanup	4,800 tons contaminated soil removal and replacement @ \$100/ton = \$480,000
4.	a.i Documentation (split)	QEP 120 hours @ \$100/hr = \$12,000
	a.ii. Close Out	QEP 80 hours @ \$125/hr = \$10,000
	b.i. Documentation (split)	QEP 120 hours @ \$100/hr = \$12,000

d. Measuring Environmental Results (5 points)

BDCC will track, measure, and evaluate progress on the grant-funded work. This measurement will include frequent surveillance by BDCC of the project schedule and accomplishments, completion of quarterly EPA reporting, fulfillment of all other cooperative agreement reporting requirements, and frequent ACRES data inputs and updates.

The BDCC project manager will develop a comprehensive project schedule using available scheduling software. The schedule will be updated as needed to make sure that the work is progressing as outlined in this application. If it appears that the work is deviating from the schedule in a significant way, BDCC will institute corrective measures to get the work back on schedule.

The major project output will be completion of the contaminated soil replacement, issuance of the BRELLEA Certificate of Completion indicating that cleanup is completed. Additional project outputs will include community meetings.

One major project outcome will be enhanced protection of human health and the environment due to reduction of surface exposure to toxins in the soil. Of note is the Site's frontage on the Connecticut River, and one outcome may be reduced overland flow of suspended solids in stormwater leading to enhanced water quality in the river.

Another potential project outcome may be support of environmental justice via enhanced employment opportunities in a disadvantaged community, and the ripple benefits of those jobs on the community at large.

4. Programmatic Capability and Past Performance (15 points)

a. Programmatic Capability (9 points)

i. Organizational Structure (5 points)

BDCC has the organizational capability to manage and complete the project. With a staff of twelve, including a seasoned executive director and Director of Finance and Grant Management, and an engaged board of 11 trustees, the organization has the experience, knowledge, and resources to fully comply with all grant requirements.

BDCC Executive Director Adam Grinold will supervise the project. Mr. Grinold's duties will include coordination, communications, and direction. He has over 20 years experience managing for profit and not for profit enterprises in Southern Vermont.

BDCC Director of Finance and Grant Management Bobbi Kilburn will manage the project. Ms. Kilburn's duties will include day-to-day cooperative agreement initiation and management, progress reporting, grant accounting and payments. Ms. Kilburn has over 20 years experience in the banking, energy, and non-profit sectors and holds an MBA in finance.

ii. Acquiring Additional Resources (4 points)

BDCC does not anticipate the need additional expertise to manage the grant. However, should additional resources and/or expertise be required, BDCC can draw upon the combined expertise of its Board members and southern Vermont Business Community, with which it has numerous cooperative relationships. The Town of Brattleboro (an EPA Brownfields Assessment Grant recipient) and the Windham Regional Commission (an EPA Brownfields Assessment Grant recipient and Revolving Loan Fund Entity) have indicated that support from their respective organizations is available if needed.

b. Past Performance and Accomplishment (6 points)

BDCC has not received an EPA Brownfields Grant but has received other Federal and non-Federal Assistance Agreements.

ii. Has Not Received an EPA Brownfields Grant but has received other Federal or Non-Federal Assistance Agreements (6 points)

(1) Purpose and Accomplishment (3 points)

BDCC has received and successfully administered a number of federal, state, and private foundation grants in the last 10 years in support of specific projects and general operations.

USDA RCDI: In May 2016 the BDCC was awarded \$230,000 from the USDA Rural Community Development Initiatives to increase economic development capacity in Windham and Bennington Counties (Vermont), one of only 23 RCDI awards nationally. Since 2016 SVEP has worked with organizations in low income communities by providing training, webinars, small conferences and technical assistance on timely and perennial issues, from developing grant writing skills to fund community projects, to technical assistance on rural broadband. Other topics have included training in digital literacy, a summit on financing working lands projects, how to access new state funding programs for electric vehicle charging stations. SVEP has engaged over 1,000 people and every town in the region. Its largest annual event, the SoVermont Economic Development Summit had over 200 attendees last year and won an international best

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practices award in 2018 from the International Economic Development Council (IEDC).

(2) Compliance with Grant Requirements (3 points)

In each case above, BDCC complied with all grant requirements, including work plans, timeline, documentation, and reporting. *Add any grant specific requirements here.*

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Narrative Proposal Attachment

Documentation indicating committed firm leveraged resources

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Threshold Criteria for Cleanup Grants

1. Applicant Eligibility

Brattleboro Development Credit Corporation (BDCC) is a non-profit organization according to Section 501(c)(6) and eligible to apply according to guidelines section IIIA. The certification letter from the Internal Revenue Service is included in Threshold Attachment 1.

2. Previously Awarded Cleanup Grants

The Long Falls Paperboard Site has not received funding from a previously awarded EPA Brownfields Cleanup Grant.

3. Site Ownership

BDCC is the sole owner of the property. The property was transferred in its entirety to the BDCC on *****. BDCC will maintain sole ownership of the property until all cleanup work is completed and the grant is closed out. A copy of the deed transferring the property to BDCC is included in Threshold Attachment 1.

4. Basic Site Information

a) Name: Long Falls Paperboard b) Address: 161 Wellington Road, Brattleboro, Vermont 05301
c) Current Site Owner: Brattleboro Development Credit Corporation. d) If not current owner, the planned acquisition date: not applicable. Applicant is the current owner.

5. Status and History of Contamination at the Site.

- a) The property is contaminated by hazardous substances with lesser co-mingled petroleum products.
- b) The operational history of the property includes finished paper production. The first developed use of the property was construction of the paper mill in 1960-1961. Previously, the property was in agricultural use.
- c) Environmental Concerns: the property is contaminated with various hazardous substances including chlorinated solvents, refrigerants, heavy metals, and co-mingled petroleum. Dioxins, furans, and PCBs may also be present.
- d) The property became contaminated due to historic practices performed under previous owners. Chlorinated solvents and refrigerants are no longer used at the plant. Pulp bleaching, which may have produced dioxin and furan, is no longer performed.

6. Brownfields Site Definition

The property meets the definition of a Brownfield under CERCLA § 101 (39).

- a) The site is not listed or proposed for listing on the National Priorities List (CERCLA §§ 101(39)(B)(ii)).
- b) The site is not subject to unilateral administrative orders, court orders, administrative orders on consent, or judicial consent decrees issued to or entered into by parties under CERCLA (CERCLA §§ 101(39)(B)(iii)).
- c) The site is not subject to the jurisdiction, custody or control of the United States Government (CERCLA §§ 101(39)(B) (vii)).

7. Environmental Assessment Required for Cleanup Proposals. A Site Investigation report equivalent to an ASTM E1903-11 Phase II ESA was completed for the Site under the direction

of the Vermont Department of Environmental Conservation.³¹ Subsurface investigations have also been completed on the Site in connection with the adjoining Windham Solid Waste Management landfill.³²

8. Enforcement or Other Actions. BDCC is unaware of any ongoing or anticipated environmental enforcement or other actions related to this property. Inquiries from federal, state and local government entities regarding the responsibility of any party for the contamination or hazardous substances at the property have been limited to those related to the current environmental assessments. The Vermont Department of Environmental Conservation and the US Environmental Protection Agency are aware of all environmental assessments conducted on the property. The Department of Environmental Conservation is aware of and supports this application for Brownfields cleanup funding (See Cover Letter Attachment).

9. Sites Requiring a Property-Specific Determination.

The guidelines indicate that this property does not require a property-specific determination, as it does not fall into any of the six specific categories requiring a property-specific determination in Appendix 1, Section 1.5 of the guidelines. The Site previously (1990's) received funding from the Vermont Petroleum Cleanup Fund for investigation of a fuel oil release; this situation has received Sites Management Activity Complete (SMAC) status from the Vermont Department of Environmental Conservation and the Site is no longer receiving Petroleum Cleanup Funds.

10. Threshold Criteria Related to CERCLA/Petroleum Liability

BDCC is applying for hazardous substances funding and is responding to all items under subpart (a).

(1) CERCLA §107 Liability

BDCC believes that it qualifies as Bona Fide Prospective Purchaser and meets criteria set forth in CERCLA § 101(40) criteria and CERCLA §107(r) criteria. BDCC attests to the following:

- BDCC acquired the property after January 11, 2002.
- BDCC conducted a Phase I Environmental Site Assessment using ASTM E1527-13 within six months of its acquisition of the property.
- BDCC is not liable in any way for contamination at the property and is not affiliated with any responsible party.
- All disposal of hazardous substances at the property occurred prior to acquisition of the property.
- BDCC will take appropriate care regarding any hazardous substances found at the property. Current operations are not resulting in a release of hazardous substances or petroleum products.
- BDCC has provided all legally required notices and has cooperated fully with authorized response persons during the conduct of all subsequent environmental assessment activities; and,
- BDCC will comply with land use restrictions associated with response actions at this property.

³¹ Griffin International, Report on the Investigation of Subsurface Petroleum Contamination, Specialty Paperboard, Brattleboro, Vermont, July 1990,

³² KAS, Inc., Windham Solid Waste Management District, Fall 2017 Groundwater Monitoring Report, December 26, 2017

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(2) Information on Liability and Defenses/Protections

a) Information on the Property Acquisition.

- i) BDCC acquired the property by negotiated purchase from a corporation;
- ii) BDCC acquired the property on ****;
- iii) BDCC is the fee simple sole owner of the property (Attachment 1).
- iv) BDCC acquired the property from ****;
- v) BDCC is unaware of familial, contractual, corporate or financial relationships or affiliations between its governing board or staff and the prior owners or operators or other potentially responsible parties of the property.

b) Pre-Purchase Inquiry.

i) Environmental assessments were conducted prior to BDCC's acquisition of the property, as follows:

- A Phase I Environmental Site Assessment prepared pursuant to ASTM E1527-13 dated December 12, 2018, prepared for BDCC;
- A previous Site Investigation performed on the property in 1990-1994, and Site investigations performed on the property in conjunction with an adjoining property from 1990-2018.

ii) LE Environmental LLC, an environmental consulting firm located in Vermont, prepared the Phase I Environmental Site Assessment. Alan Liptak and Angela Emerson of LE Environmental LLC are both Environmental Professionals per EPA definition and have over 40 years cumulative experience performing environmental site assessments.

iii) The Phase I environmental site assessment was completed on December 12, 2018 per ASTM E 1527-13, less than 180 days ahead of the date the property was acquired by BDCC.

c) Timing and/or Contribution toward Hazardous Substances Disposal. All disposal of hazardous substances at the property occurred before BDCC acquired the property. BDCC has not caused or contributed to the release of hazardous substances at the property, nor has BDCC arranged for the disposal of hazardous substances at the property or transported hazardous substances to the property.

d. Post-Acquisition Uses. The property is leased to Long Falls Paperboard and is operating as a paper mill.

e. Continuing Obligations. BDCC has assessed the property and is exercising appropriate care with respect to hazardous substances, as follows:

- i) BDCC is unaware of any continuing releases of hazardous substances and if it becomes aware of a continuing release, will act promptly to stop it.
- ii) BDCC is unaware of the potential for any threatened future release of hazardous substances and if it becomes aware of the potential for a threatened future release, will act promptly to prevent it. The existing hazardous substances and petroleum products on site are inspected regularly to insure there is no threat of a release.
- iii) BDCC has taken steps to prevent or limit exposure to any previously released hazardous substances, including maintaining pavement over the fuel oil release area the parking lot.

BDCC confirms its commitment to:

- i) comply with all land use restrictions and institutional controls;

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- ii) assist and cooperate with those performing the cleanup and provide access to the property;
- iii) comply with all information requests and administrative subpoenas that have or may be issued in connection with the property; and,
- iv) provide all legally-required notices.

11. Cleanup Authority and Oversight Structure

a. Describe how you will oversee the cleanup at the site. BDCC will administer the grant via its own resources, which have been demonstrated to be effective in implementing other grant-funded work. The property is in the application process for the State of Vermont's BRELLA program (Brownfields Reuse and Environmental Liability Limitation Act). The Town of Brattleboro and the Windham Regional Commission, which have managed several EPA Brownfield assessment grants, will be available to BDCC for consultation and advisement on project management of the clean up grant. The Vermont Department of Environmental Conservation, Brownfields Response Section, will provide technical oversight.

BDCC will utilize competitive procedures described in 40 CFR Part 30 to execute the work. A request for qualifications and proposal will be issued to Qualified Environmental Professionals to plan, implement and oversee the work prior to beginning cleanup activities. BDCC will issue a request for bids to OSHA-qualified cleanup contractors for the cleanup construction work. These processes will be administered by BDCC with the assistance of the Windham Regional Commission Brownfields program, which has extensive experience with competitive procurement. BDCC staff will administer financial tracking of grant proceeds and project expenses and will conduct ACRES data entry.

b. Need for property access. It is not anticipated that access to adjoining or other properties will be needed to conduct the cleanup and monitoring. The property is accessible from Wellington Road. The property adjoins the Connecticut River and there are no downgradient properties between this property and the river.

12. Community Notification

a. Draft Analysis of Brownfield Cleanup Alternatives

BDCC has developed an analysis of Brownfields cleanup alternatives (ABCA), which briefly summarizes information about the site and contamination issues, cleanup standards, applicable laws, cleanup alternatives considered, and the proposed cleanup. The ABCA was developed using the format presented in the "Example ABCA" that was provided with this year's grant guidelines. A copy of the draft ABCA is included in Threshold Attachment 2.

b. Community Notification Ad

BDCC has notified the community of its intent to apply for an EPA Brownfields Cleanup Grant and invited comments. This application was made available at the BDCC starting on January 8, 2019. The notice was posted and also noticed on *** in ***, a print newspaper regionally distributed in Windham County, and ***, an Internet based community notification service.

c. Public Meeting

The application was presented at a public meeting held in Brattleboro on January 15, 2019. ** individuals were in attendance. A copy of the Public Notice, the comments received, BDCC's response to comments and meeting notes and sign in sheet are included in Threshold Attachment

3.

13. Statutory Cost Share

The required cost share of \$100,000 will be provided by a combination of paid and in-kind sources as itemized in Narrative Section 3c. A hardship waiver is not being requested.

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Threshold Criteria Attachment 1:
Documentation of Applicant Eligibility

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Threshold Criteria Attachment 2

Draft ABCA

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**Threshold Criteria Attachment 3:
Community Notification Documentation**

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