



**CITY OF HUNTINGTON'S ACF INDUSTRIES SITE-SPECIFIC ASSESSMENT**  
**Narrative Information Sheet**

1. Applicant Identification:  
City of Huntington, WV  
Department of Planning & Development  
City Hall, 800 5<sup>th</sup> Avenue  
Huntington, WV 25701-2002
2. Funding Requested:
  - a. Assessment Grant Type: Site-Specific
  - b. Federal Funds Requested:
    - i. \$350,000
    - ii. Requesting Site-Specific Assessment grant waiver of \$200,000 limit
  - c. Contamination: Hazardous Substances
3. Location: a) City of Huntington, b) Cabell County, c) West Virginia
4. Property information for Site-Specific Applicants:  
ACF Industries,  
2300 3<sup>rd</sup> Avenue,  
Huntington, WV 25703-1222
5. Contacts:
  - a. Project Director:  
Scott Lemley  
Director, Planning & Development  
City Hall, 800 Fifth Avenue  
Huntington, WV 25701  
Phone: 304.696.4486, Ext.1020  
E: [lemleys@cityofhuntington.com](mailto:lemleys@cityofhuntington.com)
  - b. Highest Ranking Elected Official:  
Steve Williams  
Mayor  
City Hall, 800 Fifth Avenue  
Huntington, WV 25701  
Phone: 304.696.5540  
E-mail: [swilliams@cityofhuntington.com](mailto:swilliams@cityofhuntington.com)
6. Population: 46,048
7. Other Factors Checklist:

<b>Other Factors</b>	<b>Page #</b>
The priority site is adjacent to a body of water (i.e. the border of the priority site is contiguous or partially contiguous to the body of water).	1-3
8. Letter from WV DEP: Attached



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west virginia department of environmental protection

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Office of Environmental Remediation  
601 57th Street SE  
Charleston, WV 25304  
Phone: 304-926-0455

Austin Caperton, Cabinet Secretary  
dep.wv.gov

November 29, 2019

Ms. Cathy Burns, Executive Director  
Huntington Municipal Development Authority  
800 Fifth Avenue  
Huntington, WV 25701

RE: State Environmental Authority Acknowledgement Letter  
FY20 U.S. EPA Brownfields Assessment Grant Application  
EPA-OLEM-OBLR-19-05

Dear Ms. Burns,

Thank you for your efforts to further enhance the state's environment, economy, and quality of life by applying for a U.S. EPA Brownfields Assessment Grant.

The massive and long-idled ACF Industries property has been a focal site in the City of Huntington's brownfield revitalization plans for several years. With the site located in the center of Huntington's Brownfields Innovation Zone, assessment and remediation is critical for both redeveloping the property and redeveloping surrounding properties. This grant will provide the necessary funding to complete the Phase II Environmental Site Assessment and conduct remedial and reuse planning, which will ultimately lead to advancement of the site's remediation and continued transformation of the City of Huntington.

As you prepare your application for this funding, the WVDEP Office of Environmental Remediation is in full support of your efforts. We are committed to assisting you assess, remediate, and redevelop the ACF Industries property. Please do not hesitate to contact me with any questions or needs.

Sincerely,

A handwritten signature in blue ink that reads "Casey E. Korbini". The signature is written in a cursive, flowing style.

Casey E. Korbini  
Deputy Director for Remediation Programs

**1. PROJECT AREA DESCRIPTION AND PLANS FOR REVITALIZATION**

**A) Target Area and Brownfields, i. Background Description of Target Area:** Once a thriving railroad, manufacturing, and coal-sector economy at the gateway to Appalachia on the Ohio River, the City of Huntington (pop. 47,079) has endured decades of industrial decline, leading to population loss, poverty, and blight. The sole focus of this EPA Brownfields Site-Specific Assessment project is the 42-acre ACF Industries property (located in Cabell County Census Tract 3). This sprawling, dead industrial site impacts a target area that encompasses the distressed Highlawn neighborhood and riverfront corridor (Census Tracts 3, 4, 5, and 6; pop. 8,727). In the 20<sup>th</sup> Century, the Highlawn riverfront bustled with rail car manufacturing, coal docking, and associated industries. Today, hundreds of acres of contaminated former factories and port facilities sever residential, commercial, and civic areas from the river and threaten the health and welfare of the community's vulnerable populations. The socioeconomic impacts of this industrial decline manifest in a target area poverty level of 55% (compare with 18% for WV; 15% for the US) and median household income of just \$23,906 (compare with \$44,061 for WV; \$57,652 for the US). Driven by dire need for revitalization, the City of Huntington (applicant), Huntington Municipal Development Authority (HMDA) and a broad coalition of multi-sector stakeholders have come together to transform the ACF industries complex and two other major catalytic brownfields sites located in the target area into the "Huntington Brownfields Innovation Zone" or "H-BIZ." H-BIZ is envisioned to be a regional hub of mixed-use revitalization that will include a new baseball stadium, hotel and conference center, riverfront park and trails, modern housing, and commercial development to serve workers, residents, visitors, and the nearby Marshall University community.

**ii. Description of Priority Brownfield Site:** Located just northeast of the Marshall University sports complex and south of the Ohio River between 22<sup>nd</sup> St and 24<sup>th</sup> St, the ACF Industries site was founded by the city's namesake Collis P. Huntington the year before he incorporated Huntington. ACF was used to manufacture, repair and service rail rolling stock vehicles and wheels from 1871 through 2000. During this time, ACF became the largest and most active rail car manufacturing facility in the world, producing as many as 4,000 cars per year, including for the U.S., Britain and Russia during WWII. Onsite industrial facilities included a powerhouse, rail tie storage yards, and chemical formula/storage facilities. About 20 years ago, production slowed and was distributed to other ACF facilities across the nation, with sporadic or little use of the Huntington facilities over the past decade. More recently, operational use has dwindled entirely and nearly 25 buildings sit idle, staffed only by one former facilities manager who serve as a caretaker.

Determined to acquire this cornerstone site from seller ACF Industries for the City's plans to remake the target area into the H-BIZ, the City and HMDA have undertaken due diligence, financial planning, environmental investigations, and reuse planning for the ACF site. Huntington has conducted extensive Phase I environmental assessment and investigations, reviewed 30+ years of regulatory and inspection reports from the West Virginia Department of Environmental Protection, and reviewed ACF Industries environmental reports (including a 2010 Phase I ESA, a 2011 Phase II ESA, asbestos survey reports, and other information). Huntington's environmental professionals, however, have found that this previous, ACF-led environmental assessment is not adequate to understand or characterize the extent of potential contamination at the property, particularly given the residential, commercial, and recreational reuse plans for the site.

Because the entire Huntington community and key stakeholders including Marshall University have been striving to see cleanup and redevelopment of this idled stigma site for 20+ years, Huntington has decided to proceed with acquisition of the site despite remaining uncertainties.

HMDA has negotiated a highly discounted rate based upon its environmental due diligence and All Appropriate Inquiries (AAI) conducted over 2018-2019. To ensure risks associated with contamination were captured in the purchase price, Huntington deployed skilled environmental and economic consultants to conduct a Monte Carlo-style, probabilistic financial risk assessment for the projected remedial issues and costs associated with the ACF site. Acquisition will enable the City to move forward with on-site soil and groundwater sampling that the seller had firmly refused prior to sale. Further, Huntington has secured a robust environmental insurance policy on the site which should mitigate risks of more extensive pollution releases than expected. Huntington will finalize fee ownership of the entire ACF Industries property by the end of 2019.

Huntington's environmental due diligence (which includes 1,500+ pages of AAI reports) indicates that contamination is primarily **hazardous wastes**, comingled with some petroleum, and identifies 16+ potential recognized environmental conditions or "RECs" that must be further investigated, assessed, and characterized to enable future planned reuses, including: heavy metals in soils from sand-blasting operations; arsenic in soils from the storage and burning of coal/coke; potential PCB contamination from oiling of rail tracks and rail spurs; soil and groundwater contamination from a 6,000-gallon methyl ethyl ketone tank spill; heavy metals, cleaning solvents, and lubricating oils at from a brass foundry; wastes from paint mixing; comingled contamination from previously removed USTs, and oil tanks, oil houses, oil pits, and oil reservoirs; contamination by heavy metals, solvents, and co-mingled petroleum hydrocarbons from observed staining, pits, and drums in site buildings; hazardous waste from a Chemical Formulation Lab and Warehouse observed on historic Sanborn maps dated 1950-65; contamination from subsurface pits, sumps, and an on-site Powerhouse with large, remaining transformers; hazardous contamination from a waste storage area that lacked secondary containment facilities; hazardous contamination from the storage of creosote-soaked telephone poles by the Koppers company, which leased a portion of the site; PAHs and/or PFOAs in soils and/or groundwater from a historic fire; presence of asbestos-containing materials and lead paints in ACF buildings; and migration to soils and groundwater from contiguous or nearby properties, including the adjacent Flint Pigments site (RCRA corrective action site); the adjacent McGinnis site (undergoing WVDEP voluntary cleanup); and nearby historic filling stations, dry cleaning operations, car repair facilities, and metal plating operations.

**B) Revitalization of Target Area, i. Reuse Strategy and Alignment with Revitalization Plans:**

The City of Huntington attracted 2015 EPA Brownfields Area-Wide Planning (AWP) and Community-Wide Assessment grant funds, Appalachian Regional Commission (ARC) funds, and foundation resources to undertake a robust planning process that resulted in the establishment of the 209-page "H-BIZ" Master Plan. The Plan outlines a bold vision with strong community and government backing for the transformation of old factories in the Highlawn neighborhood into a major, mixed-use development in the prime area between the Ohio River, Marshall University and the downtown. The H-BIZ Plan includes the ACF site, Ingram Barge former coal docking property, and McGinnis industrial property (totaling approx. 75 acres) and calls for 1,000,000+ sq. ft. of revitalization, including up to 379,000 sq. ft. of mixed-used development; 27.7 acres/181,000 sq. ft. of advanced manufacturing expansion and tech/lab flex space; 97,300 sq. ft. of retail; and 400,000+ sq. ft. of parks, open space, athletic and recreational facilities, including a baseball stadium for Marshall University and regional use. The Plan calls for re-establishing a street grid between 20th Street & 27<sup>th</sup> Street from 3rd Avenue to the riverfront to create one comprehensive, mixed-use development that meshes seamlessly with the Highlawn neighborhood and Marshall University. Huntington will foster a traditional, walk-able commercial zone by clustering

retail/office uses along 3<sup>rd</sup> Avenue and deploying streetscaping, traffic calming, public spaces, and green infrastructure to create a desirable and environmentally responsive neighborhood.

The City of Huntington has formed solid partnerships with two future anchor users of the ACF site, which is the cornerstone of the H-BIZ Master Plan. Marshall University seeks to develop an extended stay hotel to serve visiting students and researchers who will have convenient access to the University's facilities to the south and west, and a new, 325,000 sq. ft. manufacturing and technology center slated for development on the Ingram Barge site to the east. Stonerise Healthcare seeks to locate a Medical Step-Down clinic on six to eight acres of the ACF Industries site to provide transitional care for patients within a 15-minute ambulance ride from its Mountain Health Network affiliate hospitals—Cabell Huntington Hospital and St. Mary's. These two anchor users will be surrounded by a mix of commercial/retail, mixed-use, and residential buildings connected by a central, walkable greenway with community gathering space and innovative, green stormwater infrastructure facilities. A new segment of the biked/pedestrian “Paul Ambrose Trail for Health” (PATH) will connect through the site, providing new opportunities for recreation.

**ii. Outcomes & Benefits of Reuse Strategy:** Redevelopment of the ACF Industries site upon completion of the assessment and cleanup is expected to generate an initial \$200 million in investment in a vibrant, mixed-use district; create 500 new jobs; and restore the degraded and inaccessible Ohio River waterfront for public use and recreation. Crime, environmental contamination, and fear of such hazards are major barriers to attracting investment in distressed urban areas. Addressing the environmental uncertainty of the ACF site and engaging the community in planning for new vibrant uses will help to overcome the barriers to investment at the ACF site and surrounding properties. As such, implementation of the ACF reuse strategy will help promote investment in the two contiguous, federally designated Opportunity Zones (OZs) west of the ACF site. The project target area includes the “East Downtown Riverfront/Marshall University OZ” (Census Tract 6). The planned riverfront path and greenway on the ACF Industries site will connect to the west into a future “Riverwalk Marina” mixed-use development area north of Marshall; several commercial/residential towers are ready for investment. Continuing west down the riverfront is the “Downtown Huntington OZ,” which offers opportunities for investment in commercial offices, downtown housing, dining, and shopping. The assessment, cleanup, and redevelopment of the ACF site will leverage Opportunity Fund investment to advance the City's vision for a vibrant and connected riverfront corridor. Huntington is also working with Marshall University to attract OZ equity investment to the planned, new Brad D. Smith Business Incubator, which will grow technology, biomedical and other advanced enterprises into the Huntington community and beyond. Intuit founder and Marshall alum Brad Smith made an anchor contribution of \$25 million. This future center could locate in one of the historic ACF buildings, and planned tech flex space for research, labs, and offices at ACF could house the incubator's emerging businesses to locate and grow within walking distance of Marshall University's research facilities.

**C) Strategy for Leveraging Resources** **i. Resources Needed for Site Reuse:** The total cost for this site assessment (including oversight, Phase II ESA, reports, groundwater sampling, and reuse plans) of the ACF Industries site is estimated at \$493,178. HMDA requests \$350,000 in EPA Site-Specific Assessment funding, matched with \$60,000 in remaining 2015 EPA Community-Wide Assessment funds and \$83,178 in committed cash from HMDA. Huntington expects to leverage to more than \$200 million in resources to cleanup and redevelop the ACF site after assessment:

- \$750,000 ARC POWER Grant for H-BIZ infrastructure upgrades to support the ACF development (secured);

- \$2.76 million WV Economic Development Administration low-cost and potentially forgivable loans for acquisition / site preparation of Highlawn brownfields (secured);
- \$800,000 2018 US EPA Brownfields Revolving Loan Fund to capitalize the H-BIZ Fund to leverage resources for cleanups needed at ACF and other targeted brownfield sites, providing loans and subgrants to HMDA and other local institutions leading reuse efforts (secured);
- \$500,000 of \$3,165,000 “America’s Best Community” grand prize winnings allocated to Foundation for the Tri-State for brownfield projects in and other target areas (secured);
- \$10,000 in annual technical assistance from the WV Brownfields Assistance Center (secured);
- \$250,000 in KYOVA Metropolitan Planning Organization funds to create green infrastructure plan for Highlawn/H-BIZ brownfield area, with additional U.S. DOT Surface Transportation Block Grant funds for transportation projects in target brownfield areas (committed);
- US EDA has pledged up to \$2 million to support infrastructure upgrades in Highlawn/H-BIZ project area; can apply once HMDA obtains site ownership (pending);
- Interested developer and site users are waiting for HMDA to acquire sites and issue Development RFPs in order to deploy \$200+ million in private investment

ii. Use of Existing Infrastructure: ACF is the beginning of Huntington, and the infrastructure of this Ohio River region emanated from this spot. Huntington will focus on employing cost-efficient upgrades to existing infrastructure needed for redevelopment of the ACF Industries site. The reuse concepts produced in the AWP include Alternative A in which five major buildings are reused for commercial/retail and office and Alternative B in which three buildings are reused for commercial/retail and residential. Existing streets, sewer lines, and other infrastructure will continue to serve several buildings, while EPA Assessment funding and additional resources such as those listed above will facilitate planned infrastructure upgrades to reestablish the street grid and to improve stormwater management with enhanced greenspace and bioswales.

## **2. COMMUNITY NEED & COMMUNITY ENGAGEMENT**

**A) Community Need, i. The Community’s Need for Funding:** HMDA and the City of Huntington have limited ability to draw on local funding to carry out environmental assessment, remediation, and reuse plans due to the high poverty and low-incomes levels of the Huntington community. Huntington ranks among the most poverty-stricken cities in the third poorest state in the nation. This once-mighty manufacturing town has lost thousands of manufacturing and other jobs centers over the decades, including over 1,127 high-paying jobs since 2008. ACF Industries had 1,600 jobs at its peak, and now only one job remains (the caretaker). Blighted areas such as Highlawn, which have high vacancy rates, lead to declining property values, reducing the local tax base. Huntington’s tax base is further weakened by the City’s prolonged struggle with population decline. According to Business Insider’s “50 most miserable cities in America, based on census data,” Huntington, which ranked number 24, has lost 6.4% of its population from 2010 to 2018, and one-third of its remaining residents live in poverty. Local resources are also drained by the opioid crisis; Cabell County has faced the highest opioid overdose rate in West Virginia, requiring the City to marshal significant resources toward improving emergency response, drug treatment, and harm reduction services. Despite local constraints, Huntington has had incredible success under the leadership of Mayor Steve Williams, securing federal, state, and foundation resources, thoughtfully planning how best to leverage all funds to achieve maximal impact. EPA Site-Specific Assessment funding will propel major economic development at the ACF site that will overcome economic stagnation and reinvigorate the community.

ii. Threats to Sensitive Populations: *(1) Health or Welfare of Sensitive Populations:* The target area has a high percentage of sensitive populations, including seniors over 65 (25%; compare with 17% in WV; 15% in the US); children under 5 (15%; compare with 5.7% in WV; 6% in the US); and low-income populations (55% below poverty; compare with 18% for WV; 15% for the US). According to EPA’s Envirofacts, the area is highly monitored by EPA for air pollution, hazardous waste and toxic releases, with 614 facilities regulated in the area—the equivalent of 20 regulated facilities per square mile. The Highlawn brownfield sites are in close proximity to the Ohio River, which consistently ranks as the most polluted river in the country due to pollution from steel manufacturers and chemical plants. Proposed reuse plans include green infrastructure for stormwater that will capture and treat runoff, helping to reduce pollution of the river. Site-Specific funding will support a comprehensive Phase II ESA with groundwater sampling to identify and reduce risks for exposure (by air or water) of area residents and future site users to the highly carcinogenic, mutagenic, and teratogenic contaminants present at the ACF site.

*(2) Greater than Normal Incidence of Disease and Adverse Health Conditions:* According to the Mountain Health Network’s (MHN) 2019 Community Health Assessment, Cabell County residents suffer from greater-than-normal incidence of chronic diseases and other conditions associated with exposure to hazardous substances, including mental and behavioral disorders (associated with arsenic and lead exposure), substance use disorders (exacerbated by blight that promotes negative street activity), and premature death. Out of the 23 counties in the MHN service area, Cabell County has highest mental and behavioral disorders death rate (70.5 per 100,000; compare with less than 40 nationally), and the highest drug-induced death rate (99.6 per 100,000; compare with 22.8 nationally). While this data is aggregated at the county level, heat maps of opioid overdose recidivism on the neighborhood-level compiled by the police department show high concentrations of repeat overdoses in the target area where blight and vacancy beget crime. Cabell County’s premature death rate (14,699 per 100,000) is over double the national rate (compare 14,699 with 10,473 in WV; 6,900 nationally). This Phase II ESA will advance the H-BIZ plan, which is closely integrated with the City’s award-winning opioid prevention efforts and health interventions that recognize the impact of environmental factors on wellness and seek to improve health outcomes with blight reduction, greenspace activation, and job creation.

*(3) Disproportionately Impacted Populations:* According to EPA’s EJScreen tool, the target area ranks worst in the state (99<sup>th</sup> percentile) for environmental justice indicators for fine particulates; ozone; diesel particulates; National Air Toxics Assessment (NATA) Cancer Risk; NATA Respiratory Hazard Index; and traffic, Superfund, and hazardous waste proximity. The area is also in the 96<sup>th</sup> percentile for lead paint indicator and 97<sup>th</sup> percentile for wastewater discharges. Low-income residents are severely overburdened by the negative impacts of former industrial operations in Huntington. This Phase II ESA will advance efforts to engage Highlawn residents in understanding environmental threats to health and welfare, re-envisioning the City’s relationship with the river, and transforming vacant properties into job-generating innovation hubs.

**B) Community Engagement:** Each of the following partners is a member of the ACF Site Steering Committee and participant in ongoing community engagement efforts for H-BIZ:

- City of Huntington Planning & Development; **Point of Contact:** Scott Lemley, Director, [lemleys@cityofhuntington.com](mailto:lemleys@cityofhuntington.com), (304) 696-4486 Ext 1020; **Role:** public outreach; coordinating with Planning Consultant; reuse planning;
- Highlawn Neighborhood Association, **Point of Contact:** Linda Blough, President, [Highlawn Neighborhood Association](#), (304) 730-0988, **Role:** Public outreach; liaisons the between

community and project team;

- Happy Healthy Highlawn Community Development Corporation, **Point of Contact:** Janna Stoner, 304-544-8312, [stoner.jana@gmail.com](mailto:stoner.jana@gmail.com), **Role:** Community-led redevelopment at ACF;
- Foundation for the Tri-State Community, **Point of Contact:** President Mary Witten Wiseman, (304) 942-0246, [mwwiseman@tristatefoundation.org](mailto:mwwiseman@tristatefoundation.org) **Role:** Leverage ABC Prize & other funds
- [Highlawn Neighborhood Association](#), **Point of Contact:** President Linda Blough, (304) 730-0988, **Role:** Neighborhood-based engagement;
- Marshall University, **Role:** Potential future site user, reuse planning;
- WV Brownfields Assistance Center at Marshall, **Point of Contact:** George Carico, Director, [carico@marhshall.edu](mailto:carico@marhshall.edu), 304-696-5496, **Role:** Technical assistance, stakeholder education.

iii. Incorporating Community Input: The project team will build upon the robust, ongoing, equitable, public participation process for the redevelopment of the ACF Industries site, first launched during the City’s the 2015 EPA AWP grant implementation. Huntington’s AWP effort involved multiple public workshops, a visioning, interaction with ACF area property owners, and other community engagement. Further, between 2015 and 2017, the City engaged in a the national “America’s Best Community” challenge contest, which sought to highlight a city of under 80,000 residents that could create and implement the best community “turnaround” plan. Huntington featured the revitalization of the long-vacant ACF and surrounding brownfields as the basis of its “Huntington Innovation Project” or “[HIP Plan](#),” which beat out nearly 500 other cities over the 3-year competition. Named the grand prize winner in April 2017, Huntington has placed its \$3.5 million in winnings at the Foundation for the Tri-State Community, which runs an ongoing “ABC Task Force” designed to maintain community engagement, leverage the winnings into additional revitalization resources, and ensure a solid implementation. In late 2019, after H-BIZ revitalization activities commenced, Huntington reengaged its brownfield planning team in an ACF Steering Committee to secure renewed public input and produce more specific ACF development plans that reflect advanced knowledge of environmental conditions, interest expressed by potential end users, and current developments in the neighborhood. Highlawn citizens and stakeholders have also formed a community development corporation, named “Happy Healthy Highlawn”, which is fully engaged in the remedial and reuse planning of the ACF Industries site. To keep residents up-to-date, the City maintains a [dedicated web page](#) on Highlawn brownfield efforts. All of these community engagement activities—coordination with the Healthy Happy Highlawn CDC, ABC Task Force, and ACF Steering Committee; web-based outreach; workshops at key milestones; and direct neighborhood engagement—will be carried forward and strengthen throughout this project.

### **3. TASK DESCRIPTIONS, COST ESTIMATES, AND MEASURING PROGRESS**

All task descriptions and cost estimates in this section are based upon a detailed cost estimate compiled by Hull & Associates and Environmental Resources & Consulting (ERC) on October 31, 2019, based upon extensive initial investigations of the ACF site.

#### **A) Description of Tasks/Activities and Outputs**

<b>Task/Activity 1: Project Management, Coordination, &amp; Community Engagement</b>
<u>i. Project Implementation:</u> The Project Manager (PM) will be a liaison with EPA Region 3; assure compliance with grant requirements throughout; competitively procure a Qualified Environmental Professional (QEP) and planning consultants; oversee consultant work; and attend two regional and national brownfields conferences with support staff. The QEP will complete and submit reports on quarterly progress; disadvantaged business enterprises, budgeting; ACRES, and a final performance report. The PM and QEP will continue engagement activities with residents,

businesses, organizations, and other stakeholders through public meetings, neighborhood association gatherings, newsletters, web sites, social media, print materials, and other outreach. HMDA will strengthen the existing H-BIZ Steering Committee by inviting new partners and holding stakeholder feedback sessions. The QEP will present at public meetings and provide community updates and project related information. All Task 1 costs (\$8,995) will be covered by EPA Site-Specific Assessment grant funds.

ii. Project Schedule: Procure QEP and planning consultants in Q1; continuous grant management and oversight; quarterly steering committee & bi-annual community meetings

iii. Task/Activity Lead(s): PM Cathy Burns, Executive Director of HMDA; QEP to be procured; Planning Consultant to be procured

iv. Output(s): Submission of timely reporting; community feedback and buy-in

**Task/Activity 2: Phase II Environmental Site Assessment**

i. Project Implementation: Planning and coordination for the Phase II ESA will include scope development, Final Small Area Plan (FSAP) preparation and submittal, subcontractor RFQ development and procurement, and general field coordination/preparation materials. The QEP will complete Phase II ESA field activities at the ACF Site in accordance with the USEPA-approved FSAP, including pre-clearing of all boring locations by a Ground Penetrating Radar (GPR) subcontractor; installation of 41 interior soil borings, 63 exterior soil borings, and up to 9 monitoring wells by a drilling subcontractor; collection and laboratory analysis of up to two samples from each soil boring, and one round of groundwater samples from all Site wells; monitoring well development, survey of all boring and well locations, and characterization by a qualified subcontractor of the existing transformers associated with the Powerhouse for size and PCB content to better refine disposal estimates. Task 2 also includes completion of a comprehensive Asbestos Containing Materials (ACM) Survey. All Phase II prep costs (\$6,342), \$195,290 of the \$225,290 in Phase II ESA costs, and all \$17,486 in Asbestos Survey costs will be covered by the EPA Site-Specific Assessment grant. The remaining \$30,000 in Phase II ESA costs will be covered by \$30,000 in remaining EPA Community-Wide Assessment funds.

ii. Project Schedule: Field work will require approximately 22 days to complete following prep. Phase II ESA task anticipated to be complete by Q8.

iii. Task/Activity Lead(s): PM; QEP; subcontractors (Hydrogeologists I & II; survey crew, Licensed Remedial Specialist (LRS))

iv. Output(s): FSAP submitted; Phase II ESA complete

**Task/Activity 3: Phase II Report**

i. Project Implementation: The QEP and subcontractors will prepare and submit the Phase II Report, summarizing all Phase II field activities. This requires data reduction and tabulation, preparation of Boring and Well Construction Logs and Figures, and drafting and internal review. A 3rd-party contractor will undertake data validation. All costs of the Phase II report (\$17,486) and data validation (\$14,012) will be covered by the EPA Site-Specific Assessment grant.

ii. Project Schedule: Phase II reporting anticipated to be complete by Q10.

iii. Task/Activity Lead(s): PM; QEP; subs (Hydrogeologists I & II, LRS, data specialist)

iv. Output(s): Phase II report; 3<sup>rd</sup>-Party Data Validation

**Task/Activity 4: Quarterly Groundwater Sampling**

i. Project Implementation: As required by WVDEP, QEP will undertake quarterly groundwater sampling from all site wells, including data management & tabulation. Sampling will be conducted via low-flow purging & sampling procedures and analyzed for the list of parameters analyzed during the Phase II ESA. Cash match from HMDA will cover \$83,178 of the \$93,613 in

Task 4 costs, with remaining \$10,435 in Task 4 costs covered by the EPA Site-Specific Assessment grant.
<u>ii. Project Schedule:</u> Quarterly from Q5-Q12
<u>iii. Task/Activity Lead(s):</u> PM; QEP; subs (Hydrogeologists I & II, data specialist, LRS, support)
<u>iv. Output(s):</u> Groundwater contaminant data
<b>Task/Activity 5: Site Reuse &amp; Cleanup Planning</b>
<u>i. Project Implementation:</u> The QEP will work with the PM, Steering Committee, and Planning Consultant to produce a Remedial Action Program Plan (RAPP) and to undertake additional site reuse assessment, infrastructure assessments, sites disposition strategies, and evaluations of market viability needed for this project that were not part of the AWP. The Planning Consultant will complete specific reuse plans that incorporate stormwater, street grid, and greenspace improvements. The EPA Site-Specific Assessment grant will cover \$70,000 of the \$100,000 in site reuse and cleanup planning costs. The remaining \$30,000 in site reuse and cleanup planning will be covered by the remaining EPA Brownfields Community-Wide Assessment grant funds.
<u>ii. Project Schedule:</u> Q5-Q12
<u>iii. Task/Activity Lead(s):</u> PM; QEP; Planning Consultant
<u>iv. Output(s):</u> Final RAPP and reuse plans for the ACF Industries site

## B) Cost Estimates

<b>Hazardous Substances Project Tasks (EPA Site-Specific Assessment Costs Only)</b>						
Category	Planning & Coordination	Phase II ESA	Phase II Report	Groundwater Sampling	Reuse Planning	TOTAL
<b>Personnel</b>	\$2,500	\$0	\$0	\$0	\$0	\$2,500
<b>Fringe</b>	\$0	\$0	\$0	\$0	\$0	\$0
<b>Travel</b>	\$2,700	\$0	\$0	\$0	\$0	\$2,700
<b>Equipment</b>	\$	\$0	\$0	\$0	\$0	\$0
<b>Supplies</b>	\$0	\$0	\$0	\$0	\$0	\$0
<b>Contracts</b>	\$3,795	\$219,118	\$41,452	\$10,435	\$70,000	\$344,800
<b>TOTAL</b>	<b>\$8,895</b>	<b>\$219,118</b>	<b>\$41,452</b>	<b>\$10,435</b>	<b>\$70,000</b>	<b>\$350,000</b>

**Task 1) Planning, Coordination, & Outreach** - Personnel: \$2,500 = PM @ \$100,000/yr \* 0.08

FTE \* 3 yrs; **Travel expenses:** \$2,700 : 2 staff attending 2 regional conferences and 2 EPA conferences (4 \* \$400 for flights, \$90 for gas, \$610 for hotels, and \$350 for approx. 18 meals;

**Contractual:** \$3,795 QEP fee (20 hrs @ \$155/hr QEP; 11 hrs @ \$50/hr support staff; expenses)

**Task 2 – Phase II ESA** - **Contractual:** \$219,117 QEP fees; includes \$6,342 in ESA Planning & Coordination (10 hrs @ \$155/hr QEP for; 40 hrs @ \$108/hr Hydrogeologist II; 4 hrs @ \$93/hr GIS Specialist for figure preparation; 2 hrs @ \$50/hr project support); and \$195,290 of the \$225,290 in Phase II ESA costs (4 hrs @ \$155/hr QEP for Field support; 162 hrs @ \$108/hr for Hydrogeologist II field oversight, soil sampling, travel, groundwater sampling; 220 hrs @ \$98/hr for Hydrogeologist I field oversight and soil sampling; 56.5 hrs @ \$150/hr for Survey Crew for Boring/Monitoring Well Survey and travel; 4 hrs @ 105/hr for Surveyor II for office work; 32 hrs @ \$160/hr for LRS for Field Oversight & Support; and 2 hrs @ \$50/hr for support staff; \$104,967 in lab fees; \$6,536 in materials, equipment, & field supplies; \$55,185 in subcontractors; and \$4,811 in expenses); and \$17,486 in Asbestos Survey costs (\$14,662 lump sum for subcontractor; 8 hrs @ \$160/hr LRS plus \$78 in LRS travel).

**Task 3 – Phase II ESA Report - Contractual:** \$41,452 QEP fees; includes \$14,072 for Phase II report development (8 hrs @ \$155/hrs for QEP and 20 hrs @ \$160/hr for LRS for Data Review and Report Review; 48 hrs @ \$108/hr Hydrogeologist II for Data Review, Report Review, and Report Preparation; 20 hrs @ \$98/hr QEP for Hydrogeologist I for Boring/Well Construction Logs, Misc. Support; 12 hrs @ \$93/hr for GIS Specialist for figure preparation; 12 hrs @ \$82/hr for Data Specialist for data coordination and database management; 2 hrs @ \$50/hr for report formatting and compilation by support staff); \$288 in expenses for Boring Log Software); \$27,380 for Data Validation (10 hrs @ \$160/hr for LRS and 35 hrs @ 108/hr for Hydrogeologist II for data validation coordination and assistance; \$20,000 lump sum for 3-party data validation contractor).

**Task 4 – Groundwater Sampling - Contractual:** \$10,435 of a total of \$93,613 in groundwater sampling will be covered by EPA (remaining \$83,178 by HMDA cash match). Contractual costs include labor, laboratory, materials and equipment, and expenses as estimated by Hull and ERC.

**Task 5 – Remedial & Reuse Planning - Contractual:** \$70,000 of a total of \$100,000 Planning Consultant fees for remedial action planning and reuse planning for the ACF site. Cost estimate provided by Stromberg & Garrigan Associates (expert urban planning consultants).

**C) Measuring Environmental Results:** HMDA will systematically track and measure project progress, deploying in-house HMDA and City Planning Department staff to ensure that project outputs and outcomes are accurately tracked, analyzed, and reported. Internal project management software will be used to help ensure that assessment activities are moving along, and that project outputs and outcomes are being achieved. Output and outcome data will be routinely entered into ACRES. Actions will be taken to correct lack of progress. Anticipated outputs include: community engagement activities including up to six public meetings held; reports, including FSAP, Phase II ESA report, and groundwater sampling reports; site reuse plan finalized. Outcomes will include public and private resources leveraged toward remediation and redevelopment, improved health outcomes, and results in advancing the community’s HIP and H-BIZ/AWP visions for mixed-use, sustainable redevelopment and job creation in the Highlawn neighborhood.

#### **4. PROGRAMMATIC CAPABILITY & PAST PERFORMANCE**

**A) Programmatic Capability, i. Organizational Structure:** HMDA and the City of Huntington have a strong track record of jointly managing community projects. Key to this Site-Specific Assessment effort is the development of a detailed work plan with clear milestones and responsibilities, which will be created at an initial meeting of the ACF Steering Committee with participation from the HMDA Executive Director, the City’s Planning Director, and other key stakeholders. The meeting will identify goals and strategies and develop a work plan with well-defined and delineated responsibilities. Performance measures will help to track progress. Status updates will be incorporated into HMDA’s existing reporting structures to ensure the project is on schedule. HMDA staff will continue to meet regularly with key community-based partners. Consultants will report regularly to HMDA and undertake quarterly quality assurance.

**ii. Description of Key Staff:** Overall project supervision will be assigned to Cathy Burns, Executive Director of HMDA. Formerly the City Manager of Huntington, Cathy has extensive experience working with the City’s economic development, housing, public works, engineering, legal, and finance departments, as well as familiarity with conducting outreach campaigns in the community—especially given her work on the AWP and Community-Wide Assessment. Cathy will serve as a liaison between EPA Region 3 and Huntington and be responsible for assuring compliance with the administrative and reporting requirements of the cooperative agreement. She

will lead community engagement activities and procure and manage the QEP and Planning Consultant. Cathy will be supported by a qualified team of interdepartmental staff. Scott Lemley, the City of Huntington's Planning & Development Director, will provide overall project support, including management of community engagement and consultants. This project team capacity will be supplemented by key advisors including Director George Carico of the WV Brownfields Assistance Center and key retained consultants including long-time brownfield revitalization expert Matt Ward of Sustainable Strategies DC. Huntington's current strong team of procured brownfield consultants include Hull & Associates, Triad Engineering, Environmental Resources & Consulting, and Stromberg/Garrigan Associates.

iii. Acquiring Additional Resources: The project team will procure the QEP and Planning Consultants in adherence with local, state, and federal competitive procurement standards. HMDA's procurement procedures include seeking statements of qualifications and price proposals that are reviewed by the Executive Director and staff. The ACF Steering Committee will have an advisory role in QEP procurement. Professionals with previous EPA Brownfields experience will be encouraged to compete. Contractors who submit the lowest responsive bids and are considered to be fully responsible and qualified will be selected. HMDA Board approval is required for all RFP awards. HMDA will hire consultant teams who will work together to accomplish project goals, creating redundancy to ensure that milestones will be achieved, even in the event of employee turnover. Should the need arise to recruit new staff, HMDA will seek candidates with previous brownfields experience and efficiently assimilate new staff into existing team structures with the guidance of succession plans created by the ACF Steering Committee.

**B) Past Performance & Accomplishments:** Huntington used its 2008 EPA Brownfields Assessment grant (Hazardous) to conduct a number of Phase I/Phase II ESAs including, most notably, assessment of the closed Owens-Illinois Glass Plant to support its redevelopment as the Huntington Industrial Center, producing 300 jobs and resulting in a Phoenix Award in 2000. In 2015, Huntington was awarded three EPA brownfield grants totaling \$600,000 (Hazardous Assessment, Petroleum Assessment & AWP) that have been fundamental to Huntington's success in creating the HIP and H-BIZ plans, by providing Phase I/Phase II assessments and reuse planning at sites including Ingram Barge (Phase I), McGinnis (Phases I/II), the Habitat for Humanity site (Phases I/II), Black Diamond (Phases I/II), ACF Industries (reuse plan); and the small blight sites in Fairfield (community engagement and reuse planning). Huntington's recent brownfields progress has been featured state-wide and nationally and, again, helped us win the ABC Prize. Huntington is confident that our EPA Region 3 OBLR project managers will agree that Huntington successfully managed and performed all phases of Assessment and AWP efforts, has followed workplans, stayed on schedule, made progress, met milestones, submitted quarterly reports and ongoing ACRES reporting, submitted Phase I/II reports, conducted property drawdowns, and met all grant terms & conditions. Huntington had expended \$299,066 (75%) of its \$400,000 in Assessment grants as of 11/1/2019. Remaining funds (now approximately \$60,000) should be depleted by the end of 1<sup>st</sup> quarter 2020. Huntington received \$800,000 in EPA Brownfields RLF funds, which are soon to be deployed in cleanup and redevelopment of several of the AWP target sites, particularly ACF. The existing Community-Wide Assessment grant and leveraged funds will not cover the major cost of the complex Phase II ESA required for the ACF property, which is why we respectfully and hopefully request that EPA will continue its tremendous revitalization partnership with Huntington with a \$350,000 Site-Specific Assessment grant.

**CITY OF HUNTINGTON’S ACF INDUSTRIES SITE-SPECIFIC ASSESSMENT**  
**Threshold Criteria**

Name of Applicant: City of Huntington, WV

**1. Applicant eligibility:** The City of Huntington is a unit of municipal government, a political subdivision under the laws of the State of West Virginia, and eligible for EPA brownfields grant funding.

**2. Community Involvement:** The sole focus of this site-specific assessment grant project is the ACF Industries brownfields property. This project has been the focus of a robust, ongoing public participation process first launched during the City’s implementation of an EPA Brownfields Areawide Planning grant initiative conducted during 2015 and 2016. Huntington’s AWP effort involved multiple public workshops, a charette for envisioning and planning reuse at and around ACF, individual meetings and interaction with property owners in the ACF area, and other community engagement. The effort resulted in the establishment of a master plan for ACF and other adjacent and nearby brownfields called the “Huntington Brownfields Innovation Zone” or “H-BIZ” plan, which is a robust, 209-page comprehensive document. In late 2019, after major brownfield revitalization activities had commenced consistent with the H-BIZ vision, Huntington reengaged its brownfield planning team to conduct renewed community engagement and planning, to produce a more specific ACF development plan to reflect more advanced knowledge of environmental conditions, interest express by potential ACF end users, and specific brownfield developments taking place in the neighborhood now.

Further, between 2015 and 2017, the City of Huntington engaged in a national challenge contest to be deemed “America’s Best Community”, which sought to highlight a city, with population under 80,000, that could create and implement the best “turnaround” plan. Competing against 500 other cities across the nation, Huntington made the revitalization of the long-vacant ACF and surrounding brownfields the basis of its competing in the ABC Prize contest. The contest required a robust community engagement effort, which Huntington conducted through, among other things, the establishment of a community task force, holding of workshops, creation of a social media campaign, and other efforts. Huntington produced the “Huntington Innovation Project” or “HIP Plan” as the basis for its community revitalization and engagement, see [www.cityofhuntington.com/residents/americas-best-communities/](http://www.cityofhuntington.com/residents/americas-best-communities/). Facing nearly 500 other cities in competition over a three year challenge, Huntington was named the grand prize winner of the America’s Best Communities Prize in April 2017, see [www.facebook.com/AmericasBestCommunities](https://www.facebook.com/AmericasBestCommunities). Huntington has placed its \$3.5 million in grand prize winnings at the Foundation for the Tri-State Community, which runs an ongoing “ABC Task Force” designed to maintain community engagement, leverage the prize winnings into additional community revitalization resources, and ensure a solid implementation.

Also, since the AWP and ABC Prize efforts were conducted, the citizens and key stakeholders of the Highlawn neighborhood where the ACF brownfields is located have formed a community development corporation, named “Happy Healthy Highlawn”, which is fully engaged in the remedial and reuse planning of the ACF Industries site. The City of Huntington also maintains a

dedicated web page on Huntington's brownfield efforts in Highlawn. See [www.cityofhuntington.com/residents/americas-best-communities/h-biz/](http://www.cityofhuntington.com/residents/americas-best-communities/h-biz/).

All of these community engagement activities – coordination with the Healthy Happy Highlawn CDC, coordination with the ABC Task Force run by the Foundation for the Tri-State Community, web-based outreach, workshops at key milestones, and direct neighborhood and stakeholder engagement – will continue as the ACF site is assessed and planned for remediation and reuse.

**3. Expenditure of Assessment Grant Funds:** In Spring 2015, the City of Huntington entered into EPA Cooperative Agreement BF96339101 for the use of \$400,000 in EPA Community-Wide Assessment Grant funding. As shown in the attached General Ledger Entries report provided by U.S. EPA Region 3 Project Officer for Huntington, Patricia Corbett, as of October 31, 2019, Huntington has drawn down \$299,066.13 of that Assessment grant, or 74.8%, thereby meeting the NOFO's 70% drawdown requirement. We note that there has been extensive continuing work on the ACF site by Huntington since November 1, 2019, and the remaining funds left in that 2015 Assessment grant is approximately \$60,000.

### **Additional Threshold Criteria for Site-Specific Application**

- 1. Basic Site Information:** ACF Industries, 2300 3<sup>rd</sup> Avenue, Huntington, WV 25701, currently owned by ACF Industries LLC.
- 2. Status and History of Contamination at the Site:** Based on Huntington's extensive environmental due diligence and conduct of All Appropriate Inquiries in 2018-2019, Huntington has the following understanding of the status and history of contamination at the ACF site:

The 42-acre ACF Industries site is large with nearly 25 idled former industrial buildings comprising hundreds of thousands of square feet, and Huntington's review of the site catalogues nearly 150 years of a wide variety of industrial operations. Huntington's environmental due diligence (which includes 1,500+ pages of AAI reports) has identified a number of potential recognized environmental conditions (hereafter "RECs") that must be further investigated, assessed, and characterized to enable future planned reuses.

Huntington has conducted extensive Phase 1 environmental assessment and investigations, reviewed 30+ years of regulatory and inspection reports from the West Virginia Department of Environmental Protection, and reviewed reports to which the city was granted access by seller ACF Industries including a 2010 Phase 1 ESA, a 2011 Phase 2 ESA, asbestos survey reports, and other information. Huntington's environmental professionals, however, have found that this previous, ACF-led environmental assessment is not adequate to understand or characterize the extent of potential contamination at the property, and leaves many data gaps

Despite strong and repeated requests by Huntington to conduct on-site soil and groundwater sampling at ACF prior to site acquisition, the seller firmly refused such sampling access, and made clear that the sale would be canceled and the site mothballed if Huntington demanded such sampling access. Because the entire Huntington community and key stakeholders including

Marshall University have been striving to see cleanup and redevelopment of this idled stigma site for 20+ years, Huntington has decided to proceed with the acquisition based on its environmental due diligence and All Appropriate Inquiries conducted over 2018-2019, and the highly discounted acquisition price we have negotiated. Further, Huntington has used environmental professionals, economic professionals and other skilled consultants to conduct a Monte Carlo-style, probabilistic financial risk assessment for the projected remedial issues and costs associated with the ACF site, to manage risks associated with contamination. Further, Huntington has secured a robust environmental insurance policy on the site which should mitigate risks of more extensive pollution releases than expected.

Given the complexity of environmental issues at this site, Huntington excerpts and attaches a section of its AAI reports to provide information on this Threshold criterion, and summarize this information here:

- a. **Type of contamination:** The RECs identified at ACF indicate that contamination is primarily **hazardous wastes**. It should be noted in addition, that Huntington’s due diligence indicates the historic presence of many oil reservoirs, tanks, houses and pits, and even an “oil house”, including indications of many such oil facilities at the former Paint Shop. However, these petroleum wastes are expected to be co-mingled with the primary wastes at the site, which are a variety of hazardous wastes.
- b. **Operational historic and current uses of ACF Industries:** From 1871 through approximately 2000, ACF Industries was used to manufacture, repair and service rail rolling stock vehicles and wheels – becoming the largest and most active rail car manufacturing facility in the world, producing as many as 4,000 cars per year including box cars, stock cars, hopper cars, gondolas, mine cars, snow plow cars, and rail cars to support the United States, Britain and Russia during WWII. These operations were supported by a variety of industrial facilities including an on-site powerhouse, rail tie storage yards, and chemical formula and storage facilities.

Production slowed and was distributed to other ACF facilities across the nation, beginning approximately 20 years ago, with sporadic or little use of the facilities for the past decade other than some occasional and limited rail car maintenance activities. Over the past five years of negotiation between the City of Huntington and the ACF Industries company (and its parent company, Icahn Enterprises), the site has not been operational, and has been staffed only by one former facilities manager who essentially serves as a property caretaker.

- c. **Recognized Environmental Concerns & d. How the site became contaminated, and nature and extent of the contamination:** Based on Huntington’s environmental investigations and due diligence thus far as described above, there are the following 16+ potential RECs:
  - i.) Potential for heavy metals in site soils, from sand-blasting operations by ACF;
  - ii.) Potential for heavy metals including arsenic in site soils, from the storage and burning of coal/coke by ACF;

- iii.) Potential for hazardous oil and other contamination that could include PCB contamination, from potential oiling of numerous rail tracks and rail spurs on the site, by ACF and/or perhaps rail operations companies;
- iv.) Potential for contamination in soils and/or groundwater from a spill from a 6,000-gallon methyl ethyl ketone tank by ACF;
- v.) Potential for heavy metals, cleaning solvents, and lubricating oils at a brass foundry operated by ACF;
- vi.) Wastes associated with painting paint mixing, and paint waste disposal including at a “paint waste pit” associated with the ACF Paint Shop;
- vii.) Potential petroleum or hazardous waste contamination from previously removed USTs, and oil tanks, oil houses, oil pits, and oil reservoirs located and operated throughout the site by ACF Industries. These petroleum wastes are co-mingled with hazardous substances;
- viii.) Potential for contamination by heavy metals, solvents, and co-mingled petroleum hydrocarbons potentially associated with observed staining, pits, and drums in a number of site buildings including the Weld Mill, Press Shear Shop, Mill Shop, Paint Building, Machine Shop, Blacksmith Shop, Wheel & Axle Shop, Truck Shop, and former Foundry/Warehouse, all resulting from ACF Industries operations;
- ix.) Potential hazardous waste contamination associated with a “Chemical Formulation Lab” and “Chemical Warehouse” observed on historic Sanborn maps dated 1950 through 1965, all likely associated with ACF Industries operations;
- x.) Potential contamination associated with a number of subsurface pits and sumps observed at several areas throughout the site, resulting from ACF Industries operations;
- xi.) Potential contamination from an on-site, ACF-operated Powerhouse, with a number of large, remaining, historic transformers, including potential contamination associated with fires at that Powerhouse;
- xii.) Potential hazardous contamination associated with a hazardous waste storage area that lacked secondary containment facilities, and which incorporated a trench drain to capture leaking materials, operated by ACF Industries;
- xiii.) Potential hazardous contamination from the storage of creosote-soaked telephone poles by the Koppers company, which historically leased and used a portion of the ACF Industries property;
- xiv.) Potential hazardous contamination including PAHs and/or PFOAs to soils and/or groundwater from a historic fire on the western portion of the ACF property, which could have involved foam suppressants;
- xv.) Likely presence of asbestos-containing materials and lead paints in ACF buildings; and
- xvi.) Potential for migration to soils and groundwater associated with contiguous or nearby properties, including the adjacent Flint Pigments site (RCRA corrective action site); the adjacent McGinnis site (undergoing WVDEP voluntary cleanup now) with a history of chemical formulation/storage and metal recycling operations; and nearby historic filling stations, a dry cleaning operation, car repair facilities, and metal plating operations.

3. **Brownfield Site Definition:** The ACF Industries property is eligible as a brownfield, as reflected in the fact that U.S. EPA has approved and continues to approve the use of both Areawide Planning and Community-Wide Assessment resources at ACF. The ACF Industries site is not listed or proposed for listing on the National Priorities List; 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, and; is not subject to the jurisdiction, custody or control of the U.S. government.
4. **Enforcement or Other Actions:** There are no known ongoing or anticipated enforcement actions or issues, environmental liens, or other actions related to the ACF Industries site.
5. **No Need for an ACF Industries Property-Specific Determination:** Huntington has no knowledge of any condition or issue related to the ACF Industries site that would require an EPA property-specific determination in order to utilize brownfield resources.
6. **Huntington is Not Subject to CERCLA/Petroleum Liability:** The ACF Industries property is a hazardous waste site (as any suspected, potential petroleum contamination is believed to be co-mingled with hazardous wastes as the primary pollution releases of concern). The applicant the City of Huntington has never been, and is not at the time of application, an owner of the site, which fulfills the Threshold Criteria for not being subject to CERCLA (or petroleum) liability. All disposal of any hazardous substances at ACF Industries will have occurred prior to Huntington's acquisition of the site. Huntington has not nor will have any responsibility or liability for contamination at the site, or be affiliated with any other person liability for contamination, including seller ACF Industries LLC;

After planned acquisition of the ACF Industries site by Huntington, the city will have full and unfettered access to the property for Phase 2 investigations and characterization of contamination, remedial planning, reuse planning and redevelopment.

Huntington has been undertaking negotiations with the owner ACF Industries, due diligence, financing/funding, All Appropriate Inquires and other environmental investigations, and reuse planning with respect to the ACF Industries site for more than five years, with the cooperation of the owner/seller ACF Industries. Because Huntington expects to acquire fee ownership of the entire ACF Industries property by Christmastime 2019, we provide a full explanation below regarding Huntington's expectation that it will meet the requirements of the **Bona Fide Prospective Purchaser (BFPP)** protection from CERCLA liability:

- a.) **How site will be acquired:** Huntington will acquire fee ownership of the ACF Industries property by negotiated purchase from its long-time owner, ACF Industries LLC;
- b.) **Time of planned acquisition:** Huntington expects that this acquisition will close approximately December 15, 2019;
- c.) **Transferor:** The transferor is ACF Industries LLC;
- d.) **All Appropriate Inquiries:** As described already in this document, Huntington has conducted All Appropriate Inquires using an ASTM 1327-13 Phase I approach. This

AAI process has been conducted specifically for the City of Huntington and the Huntington Municipal Development Authority. The AAI report will be completed between December 2, 2019 and December 15, 2019.

- e.) **Who conducted AAI:** The AAI work was conducted by Dawn Seeburger of Environmental Resources & Consulting, a Licensed Remediation Specialist and environmental professional under West Virginia law, who has a Master of Science in Toxicology/Biology, 30+ years of experience in the environmental science field, and experience leading or contributing to over 100 Phase 1 ESAs. Ms. Seeburger was supported by environmental professionals at the expert firm Hull & Associates, including environmental scientist Dominick Anselmo, and hydrogeologist and licensed remediation specialist Aaron Yingling. The AAI effort was further assisted by environmental lawyer Matt Ward of the Ward Washington Law Firm.
- f.) **No responsibility for contamination:** All disposal of hazardous substances at the ACF Industries site has occurred and will occur prior to Huntington's December 2019 acquisition of the property. Huntington affirms that it has not arranged for the disposal of hazardous substances nor transport hazardous wastes to the site, nor caused or contribute to any releases of hazardous substances at the site.
- g.) **Post-acquisition uses:** Consistent with its Brownfields areawide plan, Huntington intends to prepare the site for reuse as a mixed-use commercial, retail, technology research and development, educational (Marshall University) and potentially residential town center. The focus will be on commercial development that produces significant jobs creation and public tax base revenue. By agreement between seller ACF Industries and buyer the City of Huntington, the site will not be used for residential purposes unless such uses are approved by the West Virginia Department of Environmental Protection via the state's Brownfield Voluntary Cleanup Program.
- h.) **Continuing Obligations at ACF Industries site:** HMDA is fully ready and fully committed to take reasonable steps to prevent, stop and address any continuing releases of contamination that may affect the ACF property or cause other public/environmental impacts after Huntington acquires ownership. Indeed, the Site-Specific Brownfield Assessment requested here will provide critical and very valuable resources to help Huntington fulfill all of these responsibilities. Huntington intends the following:
- Conduct extensive Phase II environmental site assessment and remedial planning;
  - Enter the ACF Industries property into the WV DEP Brownfield Voluntary Cleanup Program;
  - The city has committed annual appropriations for on-site property caretaking, security and management during the assessment, cleanup and redevelopment process, to remain observant for any conditions of pollution releases, and to prevent unauthorized access to the property to avoid any adverse impacts to public health.
  - Through these and other steps, Huntington fully intends to stop any continuing releases if they are found, prevent any threatened future releases, and prevent and limit exposure to any previously released hazardous substances that are discovered.

Further, as the future owner of the ACF Industries property, Huntington fully intends to and will exercise appropriate care by:

- complying with any land use restrictions (including certain land use restrictions negotiated by the seller-buyer in this acquisition that will be on the deed and run with the land);
- not impeding the effectiveness or integrity of any institutional controls associated with response actions at the site;
- providing full cooperation, assistance and access to authorized persons;
- complying with any CERCLA information requests or administrative subpoenas;
- providing all legally required notices with respect to the discovery or release of any hazardous substances found at the site; and
- avoiding any action to impede performance of a response action or natural resource damage restoration at the ACF Industries site.

## **7. WAIVER OF \$200,000 LIMIT**

The City of Huntington requests a waiver to secure \$350,000 in site-specific assessment funding. The Phase II ESA/planning needed for this ACF brownfield will cost \$500,000. As one of the poorest cities in the poorest state in America, Huntington nevertheless is betting big and spending big on the revitalization of the brownfields in this Highlawn neighborhood, with an expected \$6,000,000+ in city resources to be spent on ACF and adjacent brownfields. With a capital reserve of only \$3 million, the Huntington Municipal Development Authority expects to empty that fund to make revitalization of ACF a reality – \$3,125,000 to purchase the property; ~2,500,000 projected for remediation; \$160,000 for environmental insurance; ~\$100,000 annually for property caretaking and security until it is redeveloped; and \$200,000 for environmental professionals, surveyors, and legal counsel already spent but not covered by other sources. This is in addition to \$400,000 expended over 2019 to assess, purchase, prepare and transfer eight acres of the contaminated, adjacent Flint Pigments site to Marshall University, which has now launched construction of a \$25,000,000 baseball stadium. While Huntington will use EPA RLF loans/subgrants, Appalachian Regional Commission POWER grant, and a direct loan from the State of WV, those amounts are not sufficient to meet the need (and much of it will be loans).

Moving forward on this ACF Assessment now is critical to the future of the community, and Huntington badly needs resources from EPA to remain financially stable to see this effort through to revitalization. We therefore respectfully request that EPA waive the Assessment limit, and provide a \$350,000 Site-Specific Assessment grant for the ACF Industries revitalization.

- 1.) **Complex & Highly Impacted Site:** ACF was established by railroad magnate Collis P. Huntington in 1871 the year before he established our namesake city, and operated for more than a century more. This 42-acre site has 25 building under hundreds of thousands of square feet, including a Chemical Formulation Building, Chemical Warehouse, Powerhouse, Foundry, Weld Mill, Press Shear Shop, Mill Shop, Paint Building, Machine Shop, Blacksmith Shop, Wheel & Axle Shop, Truck Shop, and other buildings. ACF sits on the Ohio River, with a complex groundwater hydrology. It is surrounded by other brownfields, including the Flint Pigments brownfield under RCRA Corrective Action, which have caused widespread groundwater pollution impacts throughout the area. There are known pollution releases and hazardous contamination conditions throughout the site, with 16 significant environmental conditions recognized in Huntington's AAI. Although the current owner ACF conducted limited assessments in 2010-2011, Huntington has found these materials to be limited, inadequate, and filled with data gaps.
- 2.) **Very Precise Budget Shows \$500,000 Cost:** Huntington's top-notch team of brownfield professionals have composed a detailed, line-itemed spreadsheet (175 rows of detail) of the costs for the Phase 2 and remedial/reuse planning needed at ACF, based on actual vendor bids – our budget is not speculative. The soil and groundwater sampling, laboratory analysis, asbestos surveying, data validation, remedial and reuse planning, project management and other project costs are fully expected to cost at least \$493,000. After applying \$60,000 from Huntington's remaining Community-Wide Assessment grant and planned city contributions of ~\$80,000+, Huntington will still have a gap of \$350,000.

Application for Federal Assistance SF-424		
* 1. Type of Submission: <input type="checkbox"/> Preapplication <input checked="" type="checkbox"/> Application <input type="checkbox"/> Changed/Corrected Application	* 2. Type of Application: <input checked="" type="checkbox"/> New <input type="checkbox"/> Continuation <input type="checkbox"/> Revision	* If Revision, select appropriate letter(s): <input type="text"/> * Other (Specify): <input type="text"/>
* 3. Date Received: <input type="text" value="12/03/2019"/>	4. Applicant Identifier: <input type="text"/>	
5a. Federal Entity Identifier: <input type="text"/>	5b. Federal Award Identifier: <input type="text"/>	
<b>State Use Only:</b>		
6. Date Received by State: <input type="text"/>	7. State Application Identifier: <input type="text"/>	
<b>8. APPLICANT INFORMATION:</b>		
* a. Legal Name: <input type="text" value="City of Huntington"/>		
* b. Employer/Taxpayer Identification Number (EIN/TIN): <input type="text"/>	* c. Organizational DUNS: <input type="text" value="0768125100000"/>	
<b>d. Address:</b>		
* Street1:	<input type="text" value="City Hall, 800 5th Avenue"/>	
Street2:	<input type="text"/>	
* City:	<input type="text" value="Huntington"/>	
County/Parish:	<input type="text"/>	
* State:	<input type="text" value="WV: West Virginia"/>	
Province:	<input type="text"/>	
* Country:	<input type="text" value="USA: UNITED STATES"/>	
* Zip / Postal Code:	<input type="text" value="257012002"/>	
<b>e. Organizational Unit:</b>		
Department Name: <input type="text"/>	Division Name: <input type="text"/>	
<b>f. Name and contact information of person to be contacted on matters involving this application:</b>		
Prefix: <input type="text"/>	* First Name:	<input type="text" value="Scott"/>
Middle Name: <input type="text"/>		
* Last Name:	<input type="text" value="Lemley"/>	
Suffix: <input type="text"/>		
Title:	<input type="text" value="Director of Planning &amp; Development"/>	
Organizational Affiliation: <input type="text" value="City of Huntington"/>		
* Telephone Number: <input type="text" value="304.696.4486, Ext. 1020"/>	Fax Number: <input type="text"/>	
* Email: <input type="text" value="lemleys@cityofhuntington.com"/>		

**Application for Federal Assistance SF-424**

**\* 9. Type of Applicant 1: Select Applicant Type:**

C: City or Township Government

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

\* Other (specify):

**\* 10. Name of Federal Agency:**

Environmental Protection Agency

**11. Catalog of Federal Domestic Assistance Number:**

66.818

CFDA Title:

Brownfields Assessment and Cleanup Cooperative Agreements

**\* 12. Funding Opportunity Number:**

EPA-OLEM-OBLR-19-05

\* Title:

FY20 GUIDELINES FOR BROWNFIELD ASSESSMENT GRANTS

**13. Competition Identification Number:**

Title:

**14. Areas Affected by Project (Cities, Counties, States, etc.):**

Add Attachment

Delete Attachment

View Attachment

**\* 15. Descriptive Title of Applicant's Project:**

City of Huntington's ACF Industries Site-Specific Assessment

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

**Application for Federal Assistance SF-424**

**16. Congressional Districts Of:**

\* a. Applicant

\* b. Program/Project

Attach an additional list of Program/Project Congressional Districts if needed.

Add Attachment

Delete Attachment

View Attachment

**17. Proposed Project:**

\* a. Start Date:

\* b. End Date:

**18. Estimated Funding (\$):**

* a. Federal	<input type="text" value="350,000.00"/>
* b. Applicant	<input type="text" value="0.00"/>
* c. State	<input type="text" value="0.00"/>
* d. Local	<input type="text" value="0.00"/>
* e. Other	<input type="text" value="0.00"/>
* f. Program Income	<input type="text" value="0.00"/>
* g. TOTAL	<input type="text" value="350,000.00"/>

**\* 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**

a. This application was made available to the State under the Executive Order 12372 Process for review on

b. Program is subject to E.O. 12372 but has not been selected by the State for review.

c. Program is not covered by E.O. 12372.

**\* 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)**

Yes  No

If "Yes", provide explanation and attach

Add Attachment

Delete Attachment

View Attachment

**21. \*By signing this application, I certify (1) to the statements contained in the list of certifications\*\* and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances\*\* and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**

\*\* I AGREE

\*\* The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

**Authorized Representative:**

Prefix:  \* First Name:

Middle Name:

\* Last Name:

Suffix:

\* Title:

\* Telephone Number:  Fax Number:

\* Email:

\* Signature of Authorized Representative:  \* Date Signed: