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221-542-221A-0570-1801

IOWA DEPARTMENT OF NATURAL RESOURCES  
Wallace State Office Building - Des Moines, Iowa 50319

**CON 12-15**  
**Doc #14223**

## LAND RECYCLING PROGRAM ENROLLMENT APPLICATION

Please read the department rule in **Chapter 567 Iowa Administrative Code 137** and read the instructions in **Iowa Land Recycling Program Guidance Document #1** before completing this form.

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CHECK 750.00

01-18-2007 #502138CLERK 1 9756 11:45TH

### **PART A:** Participant Information

Organization: ConocoPhillips	Title: Site Manager – Central Region
Contact Name: Ms. Becky Hesslen	Telephone Number: 918.661.1407
Address: 1234 Phillips Building	Fax Number: 918.662.5547
City, State, Zip: Bartlesville, OK 74004	E-mail Address: Becky.L. Hesslen@conocophillips.com

**Attachment A1 - Nature of Participation:** Pertaining to the participant identified above, describe the reason(s) for participation in this program, legal relationship to the property being enrolled, and the expected role and scope of participation. Include this information as **Attachment A1**.

**Attachment A2 - Additional Participants:** If there is more than one participant, please attach the above information for each participant and label it as **Attachment A2**.

**Attachment A3 - Interested Parties:** If there are other interested parties, please identify them and describe their relationship to this project. Include this information and label it as **Attachment A3**.

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411 South Keeler  
Bartlesville, OK 74004

January 12, 2007

Mr. Greg Fuhrmann  
Iowa Department of Natural Resources  
Land Recycling Program  
Wallace State Office Building  
502 East 9<sup>th</sup> Street  
Des Moines, Iowa 50319-0034

**RE: Enrollment in the Land Recycling Program  
Phillips East Terminal  
2925 Depot Street  
Bettendorf, Iowa  
IDNR Contaminated Sites No. 82-05221-KL-1432**

Dear Mr. Fuhrmann:

ConocoPhillips is in receipt of correspondence from the Iowa Department of Natural Resources (IDNR) Contaminated Sites Section (attached) which states the IDNR will require no further assessment, monitoring, or remediation at the above-referenced site. Since the IDNR closure letter is not equivalent to a no further action certificate issued by the IDNR Land Recycling Program (LRP), ConocoPhillips has elected to enroll the site in the LRP.

As outlined in the IDNR correspondence, the extent of petroleum impact has been determined through previous assessment activities, no ongoing releases have been identified, and all reasonable remedial activities have been taken. In addition, as part of closure activities and in order to eliminate the Groundwater Vapor to Sanitary Sewer Non-Residential Pathway, in December 2006 ConocoPhillips abandoned the sanitary line north of the modeled groundwater plume, and at the vacant office building located on the property. All plumbing fixtures within the vacant building were also removed.

The Phillips East Terminal site is anticipated to be purchased from ConocoPhillips on March 31, 2007. The property will be used as a products terminal and it is anticipated that its long-term use will be as a products terminal.

Due to the property real estate closing transaction, ConocoPhillips respectfully requests an expedited review of the attached LRP Enrollment Application. Please contact me at 918.661.1407 or Ms. Tracy Hoganson, Delta Environmental Consultants, Inc. at 651.697.5141 should you have any questions.

Sincerely,

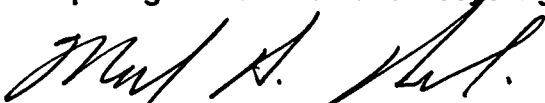
Becky Hessel  
Site Manager – Central Region  
Risk Management & Remediation  
1234 Phillips Building  
Bartlesville, OK 74004

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Enc: IDNR Correspondence dated January 3, 2007  
LRP Enrollment Application

Cc: Ms. Tracy Hoganson, Delta Environmental Consultants, Inc.

## **PART B:** Property/Affected Area and Access Information

Property Name: Phillips East Terminal
Address/Location: Southern end of 33 <sup>rd</sup> Street (Facility address is that of the Phillips West Terminal, 2925 Depot Street)
City and Zip: Bettendorf, Iowa 52722
County: Scott
Property Owner (fee title holder): ConocoPhillips
Property Owner Mailing Address: 1234 Phillips Building, Bartlesville, OK 74004
I, the fee title holder of the property identified in Part B, grant access/control to that property for the purpose of participating in the Iowa Land Recycling Program. Signature:  Date: 1-12-07

**Attachment B1 -Property Access:** If access has not been obtained for the property/affected area identified in **Part B**, please attach an explanation of the efforts taken to obtain access and, if appropriate, the reasons given for refusal. Please label it as **Attachment B1 - Property Access**.

**Attachment B2 - Additional Property to be Enrolled:** If the affected area is known to extend to properties other than the one identified in **Part B**, then please attach all the information requested under **Part B** for those additional properties as **Attachment B2 - Additional Property to be Enrolled**.

## **PART C:** Hazardous Substance Information

**Attachment C1 - Condition to be Addressed:** Please attach information documenting the environmental condition which is the subject of this enrollment. Please label it as **Attachment C1 - Condition to be Addressed**. For information regarding the contents of this attachment, please consult **Iowa Land Recycling Program Guidance Document #1**.

**Attachment C2 - Other Known Contamination:** For contamination other than that covered in **Attachment C1**, which is known and reportable, please attach relevant information as **Attachment C2 - Other Known Contamination**. See the **Iowa Land Recycling Program Guidance Document #1** for further details.

## **PART D:** Historical Information

**Attachment D - Historical Information:** Please give a general description of the current and historical uses of the property or properties identified in **Part B**, based on a reasonable and diligent inquiry. Identify known or probable sources and locations of hazardous materials which could reasonably be associated with past land use. Please attach this as **Attachment D - Historical Information**.

## **PART E:** Project Objectives

**Attachment E:** Please attach a statement of project objectives as **Attachment E**. This should include the following information, insofar as it is known:

**E1 - Current Setting:** A general description of the property and its vicinity, including: current zoning and type of land use (e.g., commercial, industrial, residential).

**E2 - Future Setting:** Planned or probable future uses of the property or its vicinity.

**E3 - Time Table:** Expected time frame for activities reflected in item **E2**.

**E4 - Estimate of Project Magnitude:** A general description of the nature and magnitude of the environmental contamination to be addressed and the probable means of addressing it.

**E5 - Anticipated Obstacles to Completion:** A description of any foreseeable barriers to achieving project objectives, such as: access to property; financing uncertainties; legal actions; allocation of responsibility among parties; etc.

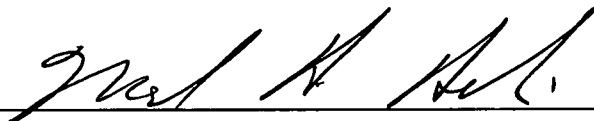
## **PART F:** Other attachments (Attachments F1 through F3 are required only if applicable.)

**Attachment F1 - General Environmental Regulatory Actions and Permits:** Attach a list of all known permits or regulatory actions and directives associated with environmental conditions at the site as **Attachment F1 - General Environmental Regulatory Actions and Permits**.

**Attachment F2 - Federal Environmental Regulatory Actions:** Attach an explanation of any federal regulatory corrective action directives, administrative orders or judicial actions associated with environmental conditions at the site as **Attachment F2 - Federal Environmental Regulatory Actions**.

**Attachment F3 - Proof of Federal Notification:** Submit written proof that the federal regulatory agency, associated with responses to F1 or F2, has been notified regarding the intent to enroll the site in the Iowa Land Recycling Program.

**Attach the \$750 application fee payable to the Iowa Department of Natural Resources.**

Applicant signature:  Date: 1-12-07

For DNR office use:

Reviewed by: \_\_\_\_\_ Date: \_\_\_\_\_

Review Action:      Approved      Denied      Withdrawn

Explanation attached if denied or withdrawn.

## **Attachment A1 – Nature of Participation**

ConocoPhillips is anticipating completing the sale of the ConocoPhillips Terminal with a closing date of March 15, 2007. The East Terminal (property) is currently an active petroleum bulk storage facility. ConocoPhillips has performed environmental investigations and conducted remedial action on the property since 1989. The property is registered with the Iowa Department of Natural Resources (IDNR) Contaminated Sites Section (No. 82-05221-KL-1432). The IDNR (correspondence dated January 3, 2007) determined that based on documented soil and groundwater conditions and the execution of an environmental covenant, no further assessment, monitoring, or remediation is required.

ConocoPhillips is participating in the IDNR Land Recycling Program in order to obtain a no further action certificate.

## **Attachment A2 – Additional Participants**

There are no additional participants.

### **Attachment A3 – Interested Parties**

The sale of the property is anticipated to close on March 15, 2007. The purchasing party is privileged and confidential at this time.



## **Attachment B1 – East Property Access**

A fully executed environmental covenant (EC) for the property, pursuant to 2005 Iowa Acts, Senate File 375 (codified as Iowa Code Supplement chapter 455I) has been properly recorded with the Scott County Recorder in which ConocoPhillips is identified as the Grantor and Holder. The EC grants reasonable access to the property to the IDNR or any authorized representative of the IDNR, public or private, including ConocoPhillips and its authorized agents, representatives, or contractors.

## **Attachment B2 – Additional Property to be Enrolled**

There are no additional properties to be included in this enrollment.

## **Attachment C1 – Condition to be Addressed**

The extent of petroleum impacts has been determined through previous assessment activities, no ongoing releases have been identified, and all reasonable remedial corrective actions have been taken. Residual impacts have been documented at the property, however risk to public health has been adequately severed with implementation of an EC (IDNR correspondence dated January 3, 2007).

## **Attachment C2 – Other Known Contamination**

There is no other contamination at the site other than that which is the subject of the enrollment.

## **Attachment D – Historical Information**

The property is currently an active petroleum bulk storage facility. The property is located within an industrial area of Bettendorf, Iowa. Zoning for the site and surrounding area is I3 – Heavy Industry. The property is situated at the end of 33<sup>rd</sup> Street, however access to the property is through the Phillips West Terminal located at 2925 Depot Street, then along a levee road which lies on the south side of the terminal. Phillips transferred all loading activities to the Phillips West Terminal in 1993. The loading racks were then removed from the East Terminal (property) eliminating them as a future release source. Product is currently stored in the above-ground storage tanks and transported through a pipeline along the levee road.

In 1988 petroleum impacts were encountered during installation of a waterline at the Sivyer Steel property located north and east of the site. Drilling investigations were completed in 1989, 1990, 1991, and 2002 to assess the area of impact. The former loading rack area and associated piping were identified as the source area for petroleum impacts. An interceptor trench recovery system was installed in 1992 to recover free phase hydrocarbons and extract petroleum impacted groundwater. Monitoring activities indicate that free phase hydrocarbons have not been present since 2000.

As part of closure activities and in order to eliminate the Groundwater Vapor to Sanitary Sewer Non-Residential Pathway, in December 2006 ConocoPhillips abandoned the sanitary line north of the modeled groundwater plume, and at the vacant office building located on the property. In addition, all plumbing fixtures within the building were removed.

The following is a reference list of reports including, but not limited to, what is on file with the IDNR documenting assessment and remedial activities conducted at the property:

**Reference list on Next Page- Attachment D1**

**Attachment D1  
Phillips East Terminal  
Project Report Reference List**

- **September 5, 1989 – Site Assessment (Hunter Environmental Services, Inc.),** History, layout and outline of release discovery. Nine perimeter monitoring wells installed (MW-1 through MW-9). Investigation a result of diesel fuel product accumulated in a trench off the northeast corner of the facility in 1989 during a water main repair. Additional investigation was requested following discovery of a sheen noticed on the surface of the Mississippi River downstream of the terminal, which was traced back to a 36" storm drain. The 36" storm drain transects four adjacent terminal properties and continues east across the Sivyer Steel Plant, bordering the eastern boundary of the ConocoPhillips East Terminal.
- **March 9, 1990 – UST Closure Report (EnecoTech) –** USTs removed: one 500-gallon and one 1,000-gallon tank.
- **May 31, 1990 – Quarterly Groundwater Monitoring Report (EnecoTech)**
- **May 28, 1992 – Revised Corrective Action Plan,** Installation of groundwater "pump & treat" remediation system.
- **May 2, 1996 - First Semi-Annual Groundwater Monitoring Report (Groundwater Technology, Inc.),** Free product (FP) encountered in monitoring well PE-16 with a thickness of 0.19 feet.
- **November 18, 1996 – Second Semi-annual Groundwater Monitoring Report, (Fluor Daniel GTI)**
- **May 19, 1997 – Semi-Annual Groundwater Monitoring Report, FP in PE-16.**
- **November 25, 1997 – Semi-Annual Groundwater Monitoring Report, FP in PE-02 & PE-16.**
- **July 21, 1998 – Semi-Annual Groundwater Monitoring Report, FP in PE-16.**
- **June 2, 1999 – Semi-Annual Groundwater Monitoring Report (The IT Group), FP in PE-16.**
- **October 20, 1999 – Semi-Annual Groundwater Monitoring Report, FP in PE-16.**
- **April 2000 – Semi-Annual Groundwater Monitoring Report (HWS Consulting Group, Inc.)**
- **June 2, 2000 – October 1, 2005 – Monthly Wastewater Output report,** from ConocoPhillips Pipeline Company to City of Davenport, Iowa. The system was permanently shut down May 1, 2005.
- **December 6, 2000 – Semi-Annual Groundwater Monitoring Report**
- **June 14, 2001 – Semi-Annual Groundwater Monitoring Report**
- **September 20, 2001 – City of Davenport Compliance Audit Report**
- **November 14, 2001 – Semi-Annual Groundwater Monitoring Report (Apex Environmental, Inc.)**
- **May 21, 2002 – Semi-Annual Groundwater Monitoring Report**
- **July 18, 2002 – Source Area Investigation,** Northeast portion of the site. Included bio-sparge pilot test using Zero Pressure Bio-Spargaeration (ZPS) technology to potentially address groundwater contamination in the vicinity of PE-02, and off site toward PE-17. Installation of 14 Geoprobe soil borings/temporary piezometers (GP-1 through GP-14).
- **July 25, 2002 – Pilot Testing Results Report,** Based on the data collected from the ZPS test, the area of influence extended 35-feet down gradient, 20-feet up gradient, and approximately 10-feet laterally from treatment well (TW-1). Boring Logs included.
- **January 2, 2003 – Semi-Annual Groundwater Monitoring Report**
- **November 19, 2003 – City of Davenport Compliance Audit Report**
- **June 11, 2004 – Semi-Annual Groundwater Monitoring Report (Delta Environmental Consultants, Inc.)**
- **March 16, 2005 – Groundwater Monitoring Report for June & December 2004**
- **May 13, 2005 – ConocoPhillips letter to City of Davenport,** Requesting termination of POTW Permit # 2005-03-033. Based on a significant reduction in remedial performance and regulatory approval, the system was permanently shut down May 1, 2005.
- **July 26, 2006 – Risk Evaluation,** Groundwater concentrations of benzene decreasing. Loading rack appears to be source of impact (removed in 1993). Environmental use controls prohibit installation of water wells and sanitary sewer lines on the property.

## **Attachment E1 – Current Setting**

### **CURRENT SETTING**

The property is currently an active petroleum bulk storage facility. The property is bordered by a BP-Amoco bulk terminal to the west, Sivyer Steel Companies to the north and east, and the Mississippi River to the south. An additional bulk petroleum terminal had been located west of the BP-Amoco terminal, between the Amoco and Phillips West Terminal. This property is owned by Shell and has been dismantled. Zoning for the site and area is I3 – Heavy Industry.

### **TOPOGRAPHY**

The site is relatively flat at an approximate elevation of 565 feet mean sea level.

### **GEOLOGY**

Soils encountered during drilling activities indicate man-placed, non-native fill overlying limestone bedrock. Foundry sand and slag from the adjacent property (Sivyer Steel), along with silt and clay fill material, was utilized to level the site and adjacent terminal sites located to the west. Fill thickness in the investigation areas ranged from 4 to 11 feet. Note: although bedrock is identified below the unconsolidated soils at the site, the site was not classified as a bedrock site for Tier 2 modeling since groundwater elevations are within the unconsolidated material.

### **GROUNDWATER CLASSIFICATION**

The maximum hydraulic conductivity for the site is 3.65 meter/day, therefore groundwater encountered at the site is classified as a Protected Groundwater Source.

## **Attachment E2 – Future Setting**

The property will be used as a products terminal and it is anticipated that its long-term use will be as a products terminal.



### **Attachment E3 – Time Table**

The property real estate closing transaction is currently scheduled for March 15, 2007.

## **Attachment E4 – Estimate of Project Magnitude**

Not applicable. The IDNR letter (dated January 3, 2007) states that the IDNR will require no further assessment, monitoring, or remediation at the site.

## **Attachment E5 – Anticipated Obstacles to Completion**

ConocoPhillips does not anticipate any obstacles to complete the LRP process.

## **Attachment F1 – General Environmental Regulatory Actions and Permits**

Please reference Part D, Attachment D – Historical Information for a listing of notable submissions to the IDNR. A complete file of all permits, reports, etc. are on file at the IDNR.

## **Attachment F2 – Federal Environmental Regulatory Action**

Federal regulatory corrective action directives, administrative orders, or judicial actions are not associated with this property.

### **Attachment F3 – Proof of Federal Notification**

The IDNR has been notified that the site is to be enrolled in the LRP. The letter is attached.

---



411 South Keeler  
Bartlesville, OK 74004

January 11, 2007

Mr. Matt Culp  
Iowa Department of Natural Resources  
Wallace State Office Building  
502 East 9<sup>th</sup> Street  
Des Moines, IA 50319-0034

**RE: Phillips East Terminal  
2925 Depot Street, Bettendorf, Iowa  
IDNR Contaminated Sites No. 82-05221-KL-1432**

Dear Mr. Culp:

This letter is to provide notification that the site referenced above is being enrolled in the Iowa Land Recycling Program (567 Iowa Administrative Code Chapter 137).

Please contact me at 918.661.1407 if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Becky Hesslen", with a stylized flourish at the end.

Becky Hesslen  
Site Manager—Central Region  
ConocoPhillips- Risk Management & Remediation  
1234 Phillips Building  
Bartlesville, OK 74004

Cc: Ms. Tracy Hoganson, Delta Environmental Consultants, Inc.

**IOWA DEPARTMENT OF NATURAL RESOURCES  
IOWA LAND RECYCLING PROGRAM  
PARTICIPATION AGREEMENT**

**I. RECITALS**

**WHEREAS**, the following participants (“the participants”) in the Iowa Land Recycling Program (LRP) and the Iowa Department of Natural Resources (“the department”) enter into this agreement as required by Iowa Code section 455H.107(2) and in accordance with administrative rule 567 Iowa Administrative Code (IAC) 137.3(4).

**WHEREAS**, Iowa Code chapter 455H grants participants certain benefits, privileges and immunities as well as establishing certain obligations. Only those parties who have entered into this agreement shall be considered “participants” as defined in Iowa Code section 455H.103(10) and entitled to those benefits, privileges and immunities. Parties may be removed from this agreement by withdrawal or upon final agency action terminating enrollment in accordance with department rules 567 IAC 137.3(6) - (8). Parties may be added to this agreement by written consent of all participants or a determination by the department that the party meets the criteria for consideration as a participant as defined in Iowa Code section 455H.103(10).

**WHEREAS**, an essential purpose of this agreement is to establish a general understanding between the participant(s) and the department as to the scope of the project being undertaken by the participants and a general set of mutual expectations. To the extent possible at the time of entering into this agreement, the parties are expected to reach an understanding on such issues as what contaminants associated with what known or suspected sources within the affected area are to be addressed and are not to be addressed, the scope of expected liability protection arising out of participation in the LRP, and any barriers the parties foresee in completion of the environmental project and the planned reuse of the affected area.

**II. PARTICIPANTS**

The following parties to this agreement are participants:

Person/organization:

Mark Aebi- Area Manager  
ConocoPhillips Company  
Risk Management & Remediation  
1234 Phillips Building  
Bartlesville, OK 74004



### III. TERMS

1. The participants shall grant the department and all authorized representatives reasonable access to the affected area as defined in Iowa Code section 455H.103(1) in order to fulfill regulatory duties including but not limited to site inspections and oversight of all response actions conducted by participants or their agents and surface or subsurface site investigation and response actions related to any suspected contaminants.
2. The participants shall be jointly and severally responsible to reimburse the department for actual costs assessed in accordance with department subrule 137.3(3). The participants also agree to allocate the costs of reimbursement amongst themselves according to the method as described in the attached Exhibit but in doing so do not relieve themselves of their joint and several liability to the department for full reimbursement.

### III. CERTIFICATION OF FINANCIAL ABILITY

1. The participants certify they have obtained an estimate from a qualified groundwater professional of the costs of completing the site assessment and risk evaluation/response phase for the affected area in accordance with chapter 567 IAC 137 based on currently available information. Further, the participants certify they have the financial means to complete the site assessment and risk evaluation/response phase of this project based on this initial estimate and have entered into a legally enforceable contract with the following qualified professional, Delta Environmental. Further, the participants certify that if costs of completion of this response action is to be allocated amongst participants, this allocation has been specified and made part of a legally binding contractual agreement.
2. Unless the cost of response action and demonstration of compliance leading to a no further action classification can be reasonably estimated at the time of execution of this agreement, the participants agree to amend this agreement, and provide certification of financial ability upon approval of a response action. If the participants choose to expedite response action without prior review and approval of the department as provided in subrule 567 IAC 137.9(8), they agree to provide financial certification prior to or within a reasonable time after notice to the department of expedited response action.
3. The participants agree to notify the department in writing and at the earliest practicable date if they have reason to believe they will not be able to complete response actions in accordance with chapter 567 IAC 137 and this certification.

#### IV. SCOPE OF PROJECT

1. The participants have (or have not) met with the department project manager and agree to the following project description:

- a. A general description of the contaminants expected to be evaluated and those known or suspected contaminants, sources and probable locations which the participants do not expect to evaluate.*
- b. A general description of the affected area including areas which are not currently within the control of the participants or for which access agreements have not been obtained.*
- c. A timetable for initiation of site assessment and submittal of assessment work plans and reports. If the participants intend to proceed with or have begun expedited site assessment in accordance with 567 IAC 137.8(2) and (5), please attach a copy of the required notice of expedited action.*
- d. A projected timetable for each phase of the proposed project and any outlying deadlines applicable to property development objectives.*

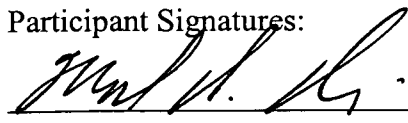
#### V. CONSTRUCTION

1. Words and phrases in this document shall be interpreted consistent with meanings and definitions as used in Iowa Code Chapter 455H and Chapter 567 IAC 137.

\_\_\_\_\_ Dated this \_\_\_\_ day of \_\_\_\_\_, 20\_\_  
Iowa Department of Natural Resources

By:

Participant Signatures:

 \_\_\_\_\_ Dated this 12 day of January, 2007

This check was issued by ConocoPhillips Company

DATE INVOICE(DESCRIP) CO DOCUMENT NO.  
01/10/07 01 1200008098 USD

Land Recycling Program

Application Fee

COP RMR Site 3378

COP Rep: R L Hesslen

000001 404671 2  
GROSS DISCOUNT NET  
750.00 0.00 750.00

PAYEE NUMBER CHECK DATE CHECK NO CHECK AMOUNT  
56951 01/10/2007 00498882 750.00  
If you have questions about this check, call (918)661-5746  
or logon to <https://vis.conocophillips.com>.



FILE

411 South Keeler  
Bartlesville, OK 74004

January 11, 2007

Mr. Matt Culp  
Iowa Department of Natural Resources  
Wallace State Office Building  
502 East 9<sup>th</sup> Street  
Des Moines, IA 50319-0034

**RE: Phillips East Terminal  
2925 Depot Street, Bettendorf, Iowa  
IDNR Contaminated Sites No. 82-05221-KL-1432**

Dear Mr. Culp:

This letter is to provide notification that the site referenced above is being enrolled in the Iowa Land Recycling Program (567 Iowa Administrative Code Chapter 137).

Please contact me at 918.661.1407 if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Becky Hesslen".

Becky Hesslen  
Site Manager—Central Region  
ConocoPhillips- Risk Management & Remediation  
1234 Phillips Building  
Bartlesville, OK 74004

Cc: Ms. Tracy Hoganson, Delta Environmental Consultants, Inc.

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