

Prime Tanning Lot 4 – Berwick, Maine – Cleanup Grant Application – Ranking Criteria

1) Community Need

a) Targeted Community and Brownfields

i. *Targeted Community Description:* The Town of Berwick is a rural Maine community with 7,242 hard-working residents located in York County in the southwestern corner of the State of Maine. Berwick was incorporated in 1713 as Maine’s 9th Town. Berwick is bordered to the west by the Salmon Falls River and by Somersworth, Rochester, and Rollinsford, New Hampshire, to the south and east by South and North Berwick, and the north by Lebanon, Maine.

Ask any resident and they will likely tell you that nothing really has changed in downtown Berwick since the Prime Tanning Co. Inc. closed its doors in 2008 after nearly 100 years of operation, laying off the last 150 workers (300 from the historic high), most of whom were Berwick residents. In fact, the downtown has gotten worse. We seem to have been stuck in a never ending re-run of the 1993 Bill Murray movie “Groundhog Day” because every day our residents repeat the same things over and over...they get up, eat breakfast, and drive to work through our downtown, work all day outside Berwick, and drive home back through our downtown. While each morning, work day, and night might be a little different, the one constant is the drive through downtown that is dominated by the vacant, shuttered, and dark Prime Tanning site. The still empty mill buildings and quiet smoke stack serve as an unwelcome reminder of better and happier times. To make matters worse, change is not likely to happen until the contamination present at the site is cleaned up paving the way for re-investment in our downtown. Larger communities might be less affected by a site like this, but the Prime site dominates more than 11 of our 20 acre downtown and is a huge problem for the Town and more specifically the residents around the mill (i.e. the CDP area) which is the target community for this grant.

ii. *Demographic Information*

Targeted Community	Berwick	Berwick CDP	Maine	National
Population:	7,242 ¹	2,187 ¹	1,328,361 ¹	308,745,538 ¹
Unemployment:	6.0% ³	11.8% ³	6.1% ⁴	6.70% ²
Poverty Rate:	2.3% ³	3.6% ³	8.9% ³	15.1% ³
Percent Minority:	4.0% ³	8.0% ³	4.7% ³	26.7% ¹
Median Household Income:	\$62,361 ³	\$60,690 ³	\$48,219 ⁴ [RIP1]	\$53,046 ⁴
Other: Percentage of Blighted Buildings ⁵ :	<2%	55%	<1%	<1%
Other: Percentage of Homes Built Prior to 1980 ⁴ :	?	78%	?	58%

1 – 2010 U.S. Census data available at <http://www.census.gov/>
 2 – Bureau of Labor Statistics (November 2013) at www.bls.gov
 3 – 5-year American Community Survey 2008-2012 U.S. Census Data and is available at http://factfinder2.census.gov/faces/tableservices/jsf/pages/productview.xhtml?pid=ACS_12_5YR_DP03
 4 – Quickfacts from the US Census, 2008 – 2012 - <http://quickfacts.census.gov/qfd/states/23000.html>
 5 – Data based on informal visual survey

iii. *Brownfields:* The Prime Tanning site, which is the subject of this grant application, lies at the heart of our small downtown. The Prime site was the center of employment for Berwick’s residents and other surrounding communities for over 100 years. Prime previously was the symbol of pride and the American work ethic as some of the best red, white, and blue leather in the world was finished

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tanned at the mill. Now the site is nothing more than an eye sore, health hazard, blight, and an impediment to the revitalization of Berwick.

The property is surrounded by ugly corroding chain-link fence. The asphalt covered parking lots have weeds growing through the cracks and the buildings are even uglier as they are vacant, shuttered, and the painted surfaces are peeling in large sheets. There were more than 30 additions to the buildings over the years which were added as the mill prospered and expanded. However, the long history of sprawling building growth has covered areas where waste hides, tanning byproducts, and other wastes were dumped. In addition, previous environmental work conducted at the property have identified chlorinated solvents, metals (primarily chromium), polycyclic aromatic hydrocarbons (PAHs) and comingled petroleum contamination in the soil, groundwater, and soil gas that has impacted parts of the property. This contamination may be putting the area residents and adjacent nearby Salmon Falls River at risk.

There are at least seven other potential Brownfields sites in Berwick, a high percentage of Brownfields for a community of only 7,242. These consist of two underutilized auto repair facilities, one gas station, an old Town water works, and three areas that contained former industrial properties. Most of these sites are in the downtown, are further contributing to the blight of the downtown, and are likely impacting Berwick's environment, human health, and welfare.

iv. *Cumulative Environmental Issues:* According to Scorecard (www.scorecard.org), the Prime Tanning site leads the way in York County, in Toxics Release Inventory (TRI) contaminants released to the environment (42,020 pounds). Twenty-six thousand (26,000) pounds more contaminants have been released at the Prime site than the No. 2 polluter on the list. In fact, Prime released more TRI contaminants than the top 10 polluters on the list combined! In addition, the majority of homes in downtown Berwick were constructed in the 1950s and many suffer from lack of investment. This has led to environmental concerns about degraded lead based paint. Furthermore, the Turnkey Landfill (special waste landfill) is located approximately 5 miles west of Berwick in Rochester, NH. The landfill is the only special waste landfill within 100 miles of Berwick, Maine. Thousands of tons of special waste are trucked through Berwick on way to Turnkey Landfill leaving diesel emissions, noise and pollution. In addition, over _____ vehicles per day travel through the downtown away to jobs outside Berwick leaving behind their congestion and auto emissions. Lastly, adjacent Somersworth, NH has a number of Brownfields sites that include old dry cleaning facilities, underutilized mill properties, and a large General Electric manufacturing facility (all within 1 mile of Berwick CDP residents). Each of these factors is contributing to the cumulative environmental issues in Berwick. Moreover, according to the February 2011 Salmon Falls Watershed Collaborative Action Plan, assessment data indicates the Salmon Falls River that forms the west boundary of the downtown with adjacent Somersworth, NH, is classified as either "severely" or "marginally" impaired and not supporting swimming due to *Escherichia coli* bacteria or aquatic life due to low pH. The sources of bacteria and pH contamination causing impairment are unknown. Also both the intakes for the Berwick and Somersworth, NH public water supplies are located in the river and on multiple instances did not comply with required Clean Water Act standards.

b) Impacts on the Targeted Community

Previous environmental assessment reports indicate that the Prime Tanning site has had deleterious effects on the environment around the mill. Past EPA-funded Brownfields site assessment work and a RCRA closure conducted several years ago at the site indicate the presence of volatile organic compounds (including chlorinated VOCs), PAHs, and metals. These PAHs, metals, and VOC compounds have impacted the subsurface environment and which make redevelopment of the site very

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difficult. Numerous undocumented releases have occurred over the years that have impacted the soil, groundwater, and sub-slab air beneath the buildings. Asbestos and lead-based paint are also confirmed in building materials. This has raised concerns as to human health impacts to nearby residents including minority populations, our young and women of child bearing age. An unnamed brook that runs across the site was buried during the early construction of the mill and it is now confined to a small culvert under the property. Burying the brook has had a significant negative impact on the brook biota and contamination present on the Prime site may also be adversely impacting it and ultimately the Salmon Falls River.

According to www.scorecard.org, children of York County have an increased chance of high blood lead levels due to the high proportion of pre-1980s housing stock (78% in the Berwick CDP¹), as compared to the nation (58% in US). [RIP3] Many of these houses have been converted into apartments and Section 8 housing. [Children living in the older housing stock surrounding Prime site already have a higher risk of high lead blood levels, but the presence of the Prime Tanning and our other Brownfields may be increasing the risk. [VR4] The scorecard also indicates that York County has 17 % of children under age of 5 [RIP5] living in poverty which does not bode well for Berwick because all of our low cost housing stock is around the Prime site. Additionally, the high prevalence of Brownfields in our downtown has caused many downtown property owners to defer investment in their buildings as they do not see a return on their investment resulting in this housing stock to be run down and in dire need of repair. The downtown around the Prime site would likely have the majority of housing code violations, but Berwick doesn't have a rigorous ordinance to allow for such enforcement. The rundown nature of the downtown combined with other political issues (a housing project gone bad in 2012) have created an environment where residents are against most forms of additional housing in the downtown.

This has perpetuated the prevalence of blight in our downtown. According to the February 18, 2014 Berwick Downtown Vision Report and Implementation Plan “*Main streets are a town's economic and cultural hub and remind us of what we were and who we are today. Berwick does not have a Main Street. Berwick has 11 acres of ugly abandoned buildings in the heart of the downtown. These buildings are not only an enormous waste of potential, but a chilling reminder of how much we've lost as a community*”. In a 2013 survey of over 500 respondents (over 8% of the population of Berwick) in Berwick completed as part of the Vision Plan, **the redevelopment of Prime Tanning and making that downtown area more “appealing” was rated as the No. 1 concern for the residents of Berwick.** The survey concluded “*the vast majority of responses indicate a strong distaste for the downtown appearance. Respondents use adjectives such as “eyesore,” “ugly,” “embarrassment,” and “shabby”.*”

According to the 2014 Vision Plan, the second biggest concern is the lack of greenspace and connectivity within the downtown. The vacant Prime site has left downtown Berwick with limited greenspace as well as limited connectivity for walking and biking within the downtown community, leaving practically the only means of transportation to be the automobile. In a recent Rural Active Living Assessment completed by the Choose to Be Healthy Coalition of York County in 2013, our existing recreation areas and greenspace are not located in or connected to the downtown mostly due to the presence of the vacant Prime lots. The disconnected nature of these opportunities prevents them from being fully used by downtown residents.

The area around the Prime Tanning site is not just blighted, it contains some of our neediest and most sensitive populations from a human welfare perspective (see Berwick CDP in the table above). The area around Prime has a disproportionately high rate of unemployment and poverty, and lower median

¹ 5-year American Community Survey 2008-2012 U.S. Census Data (factfinder2.census.gov)

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household income compared to the rest of Berwick. The area around the site also has a higher percentage of sensitive populations, including children under the age of 5 years, elderly, and women of child bearing age, than anywhere else in town¹. These sensitive populations are underemployed, living in poverty, living in substandard housing, living within the blight of the downtown, and at a higher risk of being impacted by our Brownfields. They need jobs, and desire a strong sense of place in the downtown including added businesses, greenspace, and connectivity between where they live, work, and play. These are the community needs to be addressed under this cleanup grant.

c) Financial Need

i. *Economic Conditions:* Berwick's does not have the financial capacity to undertake the cleanup of the Prime site without EPA's assistance for the reasons detailed in the bullets below:

- Berwick relies heavily on local property taxes to fund all municipal service departments including the police and fire departments, a large portion of the schools, and any economic development and/or environmental protection projects that must be addressed. The recession that has gripped the nation has negatively impacted our operating budgets since 2001 leaving us with fewer taxes collected than expected. For example, In addition, Prime Tanning once provided \$_____ of our annual property taxes (in 20___), [VR6]which is now \$0, a significant hit to our annual operating budget.
- We have the added burden of state income and sales taxes so there is little room to collect extra taxes from our residents fund any cleanup activities. As with all states, local tax monies paid (State & Federal) yield very little in return back to Berwick.
- According to a USDA study entitled "State Supplemental Nutrition Assistance Program [SNAP] Participation Rates in 2011" Maine had more than 211,000 residents (15.8% of the total population) that were eligible to participate in SNAP which is more than the national rate. By 2012, the number of Mainers participating had risen to 252,860². Moreover, Maine leads the way in SNAP participation rates for the nation at almost 100% of eligible residents suggesting that the overall burden of taxes and other financial strains leaves Mainers with less after tax income compared to other areas in the nation, making it essential for them to enroll in public assistance in order to survive. Of the 300 total participants in Berwick, 140 are located in close proximity to the Prime Tanning property³.
- According to Poverty in America: Living Wage Calculator (<http://livingwage.mit.edu/states/23>), a single parent in Maine with two children must earn \$25.08 per hour to be able to provide and live effectively. However, the problem is that the high-paying manufacturing jobs have gone away leaving low-pay service industry jobs suggesting that Berwick residents have less living wage jobs to pick from.
- The Town has incurred additional cost responding to several natural disasters, which have been likely brought on by global climate change, that have occurred since 2006 which has limited our Town's ability to pay for environmental projects. According FEMA (www.fema.org), these disasters include: February 2013 Severe Winter Storm, 2011 Tropical Storm Irene, December 2010 Maine Ice Storm, April 2007 Patriot's Day Flood, and the May 2006 Mother Day Flood #1.

² <http://www.governing.com/gov-data/food-stamp-snap-benefits-enrollment-participation-totals-map.html>

³ http://factfinder2.census.gov/faces/tableservices/jsf/pages/productview.xhtml?_afpt=table

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ii. *Economic Effects of Brownfields:* The presence of the Prime site has had a significant impact on Berwick in a number of ways which have drastically affected our economy. When Prime finally closed its doors in 2008 leading to the layoff of the last 150 workers, the mill was in a state of general disrepair for at least 10 years before that, as the owners were more focused on keeping the business going than the appearance of the mill. The natural response was that area property owners deferred investments in their properties and the neighborhood around it took on a run-down appearance. This pushed away new potential residents looking for well-kept housing opportunities. These conditions had a net negative impact for the Town because property values fell resulting in lower rents and taxes collected. For example ... This costs the Town thousands annually in unrealized taxes not to mention that there has been no tax revenue from the Prime site because the owners stopped paying their property taxes (\$46,061.74 per year) and the water and sewer bills. Prime Tanning still owed the Town approximately \$231,000 for back taxes and water/sewer services prior to the Town acquiring the property in 2014. Private commercial businesses do not want to come to Berwick either because of the condition of the Prime site and the blighted area surrounding it. This has attracted residents to Berwick with disproportionately high rate of unemployment and poverty, and lower median household income compared to the rest of Berwick.

2) Project Description and Feasibility of Success

a) Project Description

i. *Existing Conditions:* The Prime Tanning property is located in the center of downtown Berwick at the intersections of School Street (Route 9), Sullivan Street, and Wilson Street. The Prime property consists of 7 separate lots, 8 acres of land with 7 acres of buildings that are shuttered. In addition Prime owns 3 additional lots adjoining the main property consisting of three acres of land. There have been no tannery operations at the site since 2008 when the mill closed and Prime Tanning owners filed for bankruptcy protection. The only activities at the site since 2008 has been a RCRA closure and EPA funded Brownfields assessment work completed through the Maine DEP/EPA Brownfields Program. In 2014, the Town of Berwick acquired the main Prime Tanning property (7 lots and 8 acres) for over 5 years of owed back property taxes.

Prior work has indicated the presence of VOCs (including chlorinated solvents), PAHs, and metals in the soil, chlorinated VOCs and non-chlorinated VOCs in ground water, and chlorinated VOCs in the subsurface soil gas at the site. There is documented asbestos and lead based paint in the buildings.

In 2013, the Town, through a committee called the Berwick Downtown Vision Committee (DVC), developed a clear, sensible, consensus-driven plan to reduce blight and revitalize not just the Prime site, but the entire downtown. Substantial input was provided from a community questionnaire that was sent to all Berwick residents and business leaders with 500 of our residents responding and during the two well attended public Charrettes that were held in May and June 2013. The information gathered during the Charrettes was then transformed into a unified vision (the Vision Plan) serving as an update to the Town's Master Plan for the downtown with assistance of a professional landscape architecture firm.

The community vision for the downtown is as follows: "*Berwick is a rural, riverside town that appreciates the importance of a connected, actively engaged community and proudly cultivates its unique strengths and small town character by:*

- *Promoting small business and creative outlets where local talent, entrepreneurship, and agriculture flourish;*

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- *Fostering a healthy relationship with land and river through conservation, environmentally-minded development, substantial and functional green space, and responsible recreation;*
- *Creating a safe, friendly downtown where youth, families, and community come together.”*

“The Vision seeks to establish downtown as a center for community interaction, business activity, and outdoor recreation.”

The outcomes of the Plan are to facilitate significant re-investment in the existing nearby downtown buildings, infill development in places, and demolition in places where the buildings are counter to the vision. It also involves a re-discovery of the nearby Salmon Falls River by developing a river walk, active and passive parks with pavilions, and canoe and kayak launch facilities. The redeveloped river area will be connected to the Prime site for pedestrians via a walking trail. In turn, the Prime site will be connected to a nearby Penny Pond and the Town’s ball fields via a northern extension of the walking trail.

In 2014, the Town acquired the Prime property for back taxes and subsequently signed a development agreement with a private developer (Funds of Jupiter) to redevelop the site. Redevelopment for mixed use (commercial, residential, and greenspace) is the focus for Prime as the downtown is underserved with commercial space, decent housing, and greenspace. The redevelopment master plan calls for the removal of half the buildings, reuse of half the buildings for retail and light industrial, construction of new convenience retail, construction of new housing, and construction of greenspace and trail in the center of the property. The unnamed brook that is currently buried and runs in a culvert will be released and day lighted to bring a sense of nature and rural character back to the site. The Prime smoke stack will be revitalized and left to pay our homage to the town’s industrial past. The goal of the Prime redevelopment is to remove blight, provide jobs, create decent housing, provide greenspace and facilitate connectivity within the community. It will also create the “Main Street” that is so much desired for the residents of Berwick as well as serve as a catalyst for investment in other surrounding downtown buildings.

The plan for the Prime site involves the redevelopment of some portions of the buildings and demolition of others. The \$25 million redevelopment includes the following:

Lot 1 (69,041 total s.f.)	31,000 s.f. light industrial (reuse of existing building) 8,000 s.f. office (reuse of existing building)
Lot 2 (90,491 total s.f.)	42,500 s.f. light industrial (reuse of existing building)
Lot 3 (33,503 total s.f.)	79,000 s.f. 3-story mixed use retail and residential (new construction)
Lot 4 (69,630 total s.f.)	69,000 s.f. “Main Street” and parking area (new construction)
Lot 5 (18,708 total s.f.)	8,500 s.f. convenience retail (new construction)
Lot 6 (39,011 total s.f.)	39,000 s.f. greenspace and trail (new construction)
Lot 7 (21,654 total s.f.)	52,000 s.f. 3-story mixed retail and residential (reuse and new constr.)

The subject of this grant application is Prime Lot 4 which will consist of abatement of asbestos and universal wastes, removal of the buildings, removal of source area contaminated soils and installation of a soil cover system for residual contaminated soils. The site will be redeveloped with 69,000 s.f. new “Main Street” and associated parking to support the redevelopment of the remaining lots at the facility.

ii. *Proposed Cleanup Plan:* Specific Environmental Contaminants identified at the Prime site include the following:

- Government spill reports documenting petroleum and chemical releases at the Site; significant chemical and oil staining present in the main tannery building in proximity to trench drains whose

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connection to the sewer system could not be confirmed; and the limited information regarding form USTs at the Site indicate that petroleum or hazardous substances may have been released to the surface or subsurface at the Site. The trenches were reportedly cleaned, but petroleum or hazardous substances may have been released to the subsurface at the Site through cracks/penetrations in the floors and trenches.

- The documented presence of remaining buried tannery waste hides as identified in the 2010 Phase II ESA indicate that buried solid waste may remain at the Site.
- The presence of contaminants exceeding applicable standards has been documented at the Site in soil (polycyclic aromatic hydrocarbons (PAHs)), groundwater (methyl-tert-butyl ether (MTBE) and vinyl chloride (VC)) and soil vapor (tetrachloroethene (PCE) and trichloroethene (TCE)). PAHs in soil are a Site-wide condition. One or more source areas of chlorinated volatile organic compound (VOCs) are likely present underneath the current buildings on the Site.
- Asbestos-containing materials (ACM) were identified throughout the Site building
- Universal and hazardous wastes in the form of potentially polychlorinated biphenyl (PCB)-containing fluorescent light ballasts and mercury-containing fluorescent light bulbs.

Remediation of the Prime site will consist of the removal and proper disposal of hazardous building materials (asbestos, lead based paint, and universal wastes). Once these materials are abated and the buildings are removed, source area contamination (VOCs and chromium) will be excavated and disposed. The remaining residual contaminated soil will be remediated by the installation of an engineered barrier consisting of a mix of a soil, pavement, and concrete cover systems. Each remediation option will utilize standard construction techniques and can be implemented in a relatively short timeframe. During construction, engineering controls will be utilized including dust suppression during excavation activities and the use of temporary fencing to protect the public during construction activities. Once remediation is completed, institutional controls will be placed through the use of Maine's Uniform Environmental Covenant Act. A deed restriction will be implemented to prohibit the disturbance of the soil cover, the excavation of contaminated soil, and the extraction of groundwater from the Site. These restrictions will be documented through the Maine DEP Voluntary Response Action Program (VRAP), the state's voluntary cleanup program.

b) Task Description and Budget Table

The following is a description of each task that will be conducted under the cleanup program:

Task I: Cooperative Agreement Oversight / Engineering: Includes costs for the planning, engineering, design, bidding, and oversight of cleanup activities. This budget allocates all costs to contractual items to complete the cleanup activities of the Site and is further broken down as follows:

1. \$15,000 for planning, engineering, design, and bidding (150 hours at \$100 per hour)
2. \$15,000 for on-site oversight and documentation (150 hours at \$100 per hour)

It is estimated that the Town will provide grant management oversight and contractor coordination as an in-kind service at an estimated amount of \$7,000 (100 hours at \$70 per hour). Outputs for this include EPA Quarterly reports, quarterly ACRES updates, engineering bidding documents, and cleanup oversight field reports.

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Task II: Public Meetings and Community Involvement: Includes development of a Community Relations Plan and preparing and advertising an Analysis of Brownfields Cleanup Alternatives / Remedial Action Plan (ABCA/RAP), submitting the quality assurance project plan (QAPP), and submitting a VRAP application and work plan. In addition, this task involves the public involvement activities described in Section 3.a. This task estimates the following:

1. \$2,000 for Town personnel to advertise and attend public meetings (28.5 hours at \$70 per hour)
2. \$10,000 for consultant time to prepare the ABCA/RAP, QAPP and VRAP documents, assist in the community outreach portion, and participate at the public meetings (100 hours at \$100/hour)
3. \$1,000 for participation in the Maine DEP VRAP program (\$500 application fee plus 10 hours of DEP technical review at \$50 per hour)
4. \$1,000 in supplies that will comprise newspaper advertising and presentation materials

The Town will provide additional coordination and community outreach support outside of the public meetings as an in-kind service at an estimated amount of \$3,500 (50 hours at \$70 per hour). Outputs for this task include the Community Relations Plan, ABCA/RAP, VRAP No Action Assurance Letter, handouts during public meetings, and meeting minutes.

Task III: Cleanup Activities: This task includes contractor costs for capping of contaminated soil at the Site. This budget allocates all costs to contractual items to complete remediation activities at the Site and is further broken down as follows:

1. Approximately \$40,000 for the removal of asbestos, lead and universal wastes
2. Approximately \$20,000 for the removal and disposal of source area contaminated soils
3. Approximately \$90,000 for the installation of the engineered soil, concrete and asphalt cover system.

The Town will provide a cost share of \$26,000, which will be sourced through a cash contribution from the Town general fund. Outputs for this task will include engineering oversight field reports that will be submitted to the Maine DEP for approval, and bills of lading and/or waste manifests.

Task IV: Coordination and Final Reporting: Includes consultant costs for ongoing coordination with the EPA Brownfields Program and the Maine DEP Voluntary Response Action Program. Subtasks will include communications, submission of status reports, and a remediation summary report.

This task estimates \$6,000 for consultant time for preparing the remediation summary report (60 hours at \$100 per hour).

The Town will provide coordination and communications with the EPA and DEP as an in-kind service at an estimated amount of \$3,500 (50 hours at \$70 per hour). Outputs include the remediation summary report as well as a Certificate of Completion from the Maine DEP VRAP.

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Prime Tanning Lot 4 Hazardous Substance Cleanup Budget					
<i>Budget Categories</i>	<i>1. Cooperative Agreement Oversight & Engineering</i>	<i>2. Public Meetings and Community Involvement</i>	<i>3. Cleanup Activities</i>	<i>4. Coordination and Reporting</i>	<i>Total</i>
Personnel	\$0	\$2,000	\$0	\$0	\$2,000
Travel	\$0	\$0	\$0	\$0	\$0
Equipment	\$0	\$0	\$0	\$0	\$0
Supplies	\$0	\$1,000	\$0	\$0	\$1,000
Contractual	\$30,000	\$10,000	\$150,000	\$6,000	\$196,000
Other: VRAP Fees	\$0	\$1,000	\$0	\$0	\$1,000
Total Federal Funding	\$30,000	\$14,000	\$150,000	\$6,000	\$200,000
Cost Share	\$7,000	\$3,500	\$26,000	\$3,500	\$40,000

c) Ability to Leverage

The Prime site has already received approximately \$109,000 in State and EPA funds from the State of Maine and from Southern Maine Planning & Development Commission to execute the prior assessment work. Additionally, the Berwick voters appropriated \$25,000 in 2012 to support the Downtown Vision Committee which paid for the community questionnaire, the Charrettes, and the Vision Plan. The Vision Plan is now leveraging the following funds to ensure the successful redevelopment of the Prime Site. Letters of leveraged commitments are included in Attachment 4.

Funds to Leverage/Source	How Funding Will Be Used	Value (\$)
In-Kind Services - Town of Berwick	Berwick will be providing in-kind services throughout the life of the grant during assessment, cleanup, and redevelopment.	\$20,000
Kittery Area Comprehensive Transportation System (KACTS)	Doing traffic study around Prime site to identify traffic and parking issues and to plan for the redevelopment of the Prime site.	\$28,000
Maine DOT	Funds used to improve downtown transportation and connectivity by upgrading road infrastructure and bridge over Salmon Falls River	\$700,000
Town of Berwick	Upgrade street lighting in vicinity of Prime site	\$20,000
Private Investment (Funds of Jupiter)	Fund the acquisition of the property	\$260,000
Private Investment (Funds of Jupiter)	Private funds to facilitate redevelopment once cleanup is complete	\$25,000,000

3) Community Engagement and Partnerships

a) Plan for Involving Targeted Community & Other Stake holders...

The Town of Berwick has engaged the community during the visioning process and will continue to involve the community throughout every aspect of this grant from cleanup to redevelopment. This

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project simply will not be effective without an involved and engaged community. Our plan to engage the community is as follows:

1. Developing a Brownfields Advisory Committee – The Town will set-up a Brownfields Advisory Committee made up of select Town staff, members of the Downtown Vision Committee, our community-based organizations, private interests, and Berwick residents. The Advisory Committee will be chaired by the Berwick Town Manager. The Advisory Committee will play a significant role in the community outreach portions of the program. Meetings will be held quarterly in the Town Hall.
2. Hosting Public Information Forum/Meetings - The Town of Berwick will host one initial public forum about the Prime Tanning site to continue to educate the public on the EPA Brownfields process so that community members can understand what is happening to the property and what it means for them. It will also serve to review the Draft ABCA for the property and solicit public input and health concerns regarding the cleanup. This forum will be held prior to initiating cleanup work and during the 30 day comment period for the ABCA. One additional public meeting will be held during the cleanup to communicate progress of the cleanup to the community and to solicit any input and health concerns from area residents regarding the cleanup. Technical staff will be available to discuss the meaning of the technical results to the public. Please note that 99% of residences in the target area speak English, therefore translation of material into other languages will only be done as needed. In addition, any other special needs (handicap, etc.) will be accommodated during the meetings.
3. Getting the Word Out - A multimedia approach will be employed to advertise meetings, encourage community participation, and provide responses to community concerns, including announcements via local newspaper, e-mail, the Town of Berwick website. In addition, Berwick will use the Downtown Vision Committee Facebook page and Twitter account to get out instant news about the project including meeting dates and times. All public forums/meetings will be held in the Berwick Town Hall in the selectman's chambers and be held at a time where the working public will have opportunity to participate. The meetings will also be recorded by Berwick Community Public Television staff and aired on Berwick's public access television channel so that the public that cannot attend can be kept informed of the progress of the grant and activities at the site.

b) Partnerships with Government Agencies

Your Local/State/Tribal Environmental and Health Agencies as Applicable to your state and local procedures:

Berwick, Maine does not have a local health department, but we will work with the Maine Department of Environmental Protection (Maine DEP), Maine Health and Human Services, and Town of Berwick's Brownfields Advisory Committee throughout the 3 year Brownfields grant period and beyond. Berwick will partner with these entities to share information on threats to human health and the environment associated with the Prime site, including providing guidance on impact of lead-based paint on children under 5 years old. Notice will be made during public forums/meetings regarding work activities that are scheduled to be completed. Public notices shall include contact information so that concerned citizens can call with questions and/or concerns during the assessment and redevelopment.

Maine DEP staff will serve on the Brownfields Advisory Committee, participate in technical discussions on the ABCA and engineering documents, plans for safely and effectively implementing the cleanup, as well as review and comment on the QAPP, the ABCA/RAP, and remediation summary reports. Through the Maine DEP Brownfields Voluntary Response Action Program, liability protections are granted to developers and future owners in regards to existing known environmental contamination. By working with Maine DEP, the Town, community, and developer will understand the liabilities and limitations associated with the site.

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Other relevant federal, state, and local governmental agencies: Berwick will work with EPA on this Grant. The EPA Project Officer and Quality Assurance staff will be integral to ensure that the work is done appropriately. In addition, Berwick will work with Southern Maine Planning and Development Commission (SMPDC) on this project. SMPDC is our regional planning commission with extensive EPA funded Brownfields experience and will support Berwick in a number of ways. They will be retained to manage the grant so that we don't make any first-time grantee mistakes, serve on the Brownfields Advisory Committee, and they will assist Berwick by helping to find additional fund leveraging sources to help complete the project.

c) Partnerships with Community Organizations

We will rely on the following community organizations to implement this project. Letters of commitment from our project partners have been included in **Attachment V**.

- Sustainability Berwick is a non-profit Berwick based community organization whose focus is recommending and implementing sustainable solutions for Berwick. The organization is actively performing water quality monitoring the Salmon Falls River with support from the State of New Hampshire Department of Environmental Services and assisting with recommending sustainable solutions for storm water management in town. They will be represented on the Brownfields Advisory Committee and assist the Envision Berwick committee by recommending land use ordinance changes focused on sustainability. This will greatly affect the nature and scope of the redevelopment of the Prime site.
- Mobilize Maine is a non-profit community organization focused on helping communities with an asset based approach to economic redevelopment. They will provide Berwick will have access to a breadth of regional economic development strategies and livability principles. For example, they will assist with the economic piece of the redevelopment plans over the life of the grant. Representatives from this organization will also sit on the Advisory Committee.
- Choose to be Healthy Coalition which is a non-profit community organization and part of York Hospital focused on healthy lifestyles choices for Maine residents and tobacco and substance abuse prevention. They recently committed a Rural Active Living Assessment for Berwick in 2013 which suggested more walking opportunities for our residents. As such, they have committed to serve on the Brownfields Advisory Committee to advocate for the redevelopment to include greenspace and walking trails which would connect the Town's opportunities increasing the healthy lifestyle choices.
- Salmon Falls Watershed Collaborative run by the Wells National Estuarine Research Reserve is an inter-state effort to protect drinking water supplies for more than 47,000 residents in Maine and New Hampshire. Salmon Falls Watershed Collaborative brings together natural resource experts, municipalities, land trusts, local water districts and community and watershed organizations to implement an Action Plan that was developed to protect clean drinking water for current and future generations. Examples of their efforts include assisting the neighboring Somersworth, NH with a low impact development regulation. Members of the collaborative have committed to be represented on the Advisory Committee and will work with Envision Berwick to help frame land use ordinance changes that will help protect the Salmon Falls River[VR9].
- Conservation Law Foundation is a non-profit community organization that uses the law, science, policymaking, and the business market to help communities find pragmatic, innovative solutions to New England's toughest environmental problems. CLF will serve on the Brownfields

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Advisory Committee to be resource for understanding the challenges associated with releasing and revitalizing the unnamed brook beneath the Prime site and provide guidance on funding sources for project implementation.

4) Project Benefits

a) Health and/or Welfare and Environment

i. *Health and/or Welfare Benefits:* Berwick has had a lot of history and during that time many important events have occurred in town that have made our residents proud, but none of these events will compare to the day that the Prime Tanning site is finally redeveloped. In all of York County and Southern Maine there is no other single project like Prime Tanning that can wholly change the surrounding community forever! Just like Bill Murray in Groundhog Day, we get a “DO OVER” for our downtown! As such, there are tremendous project benefits that will be realized from a redeveloped Prime site.

The redeveloped Prime Tanning Site will create the new “Main Street” in downtown Berwick, 70,000 s.f. of light industrial space, 8,000. s.f. of office space, 30 units of decent housing, 45,000 s.f. retail, 2 acres of greenspace, and new connections to other recreational opportunities including the Salmon Falls River, Penny Pond and the Town’s recreational fields. Future site occupants and adjacent residents will realize health benefits from reduced/eliminated toxicity associated with the reduction of contaminants from water, soil and air. The redevelopment of Prime will serve as a catalyst for investment in other blighted buildings and substandard housing in the downtown. This will indirectly help lower lead blood levels in children. The fresh new building stock and redeveloped existing buildings will also help attract new businesses to Berwick. This will create significant welfare and economic benefits besides the obvious removal of blight. **Ultimately, the redevelopment of Prime Tanning will result in a reduction of over 80% of the blight in downtown Berwick over the next 10 years.**

ii. *Environmental Benefits:* A cleaned up and redeveloped Prime site will lead to the environmental benefit from the physical remediation of contaminants from 8 acres in our downtown. Cleanup will help to make the residents and sensitive populations become healthier because the identified contamination migration and/or exposure pathways will be properly mitigated. The assurance of CERCLA and state liability protections that will come from participation in the Maine Voluntary Response Action Program will allow private developers to get comfortable with investing private equity in the site and allow for the successful redevelopment of the site in accordance with the Town’s vision.

b) Environmental Benefits from Infrastructure Reuse/Sustainable Reuse

i. *Planning, Policies, or Other Tools:* To help ensure that the redevelopment of Prime is sustainable, the Town of Berwick in the form of the DVC Vision and Implementation Plan has called for the following to be incorporated: (1) Incentives for rehabilitation, improvement and weatherization of existing structures in the downtown; (2) Updates to the Zoning Ordinance that ensure the goals of the DVC Vision Plan are achieved, including advancing ordinances that promote density in the downtown (e.g., legal in-law apartments, identification and protection for ‘buildings of value’, and establish permissible live-work spaces); (3) Tax incentives and/or other mechanisms that promote the conservation of the downtown character; and (4) Establishment of a Growth Boundary that will limit sprawl, focus on the downtown, and protect rural areas of town. To this end, Berwick DVC has drafted nine (9) warrant articles for the Town’s consideration. Most are related to limiting future blight and facilitating the development of Prime.

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While the Prime Tanning buildings are very old and uniquely suited to the tanning of leather, the DVC Vision Plan calls for developing a plan to selectively rehabilitate and re-purpose portions of buildings to “*integrate the face of the future with the past*”. As such, it is estimated that up to 150,000 s.f. of the existing buildings (about 50%) would be saved and adaptively reused. Depending on the finished redevelopment, the current Vision Plan calls for saving the roadways around the Prime site with the addition of parking around some of the new or saved buildings. Water and sewer connection conveyances will be saved and modified to connect to the new buildings. To facilitate a healthier Berwick more quickly, the Town will request that green remediation practices and adaptation to climate change be considered during development of the ABCA and cleanup design to ensure the environmental footprint of the implemented remedies are minimized and the long term cleanup is resilient to climate change.

ii. *Integrating Equitable Development or Livability Principles:* In addition to creating housing opportunities and the creation and connection of public greenspace in the center of the Prime site, the DVC Vision Plan calls for making smart growth along with livability principles a priority, not just for the site, but for the entire downtown because it will help create a more sustainable community. Examples of how livability principles have been planned into the redevelopment of the Prime site and downtown are listed below:

- Encouraging a walkable community is at the very heart of the DVC Vision Plan. Prime is at the heart of the downtown and a redeveloped site will encourage people to get out of their cars and walk more.
- The plan calls for Berwick to be more neighborly by encouraging respect of architectural history of the town, promoting density, and fostering the synergies that can arise from increased human interaction.
- The Prime site redevelopment will require in-fill development and is located along the local bus route (Coast Bus line) through Berwick putting residents closer to better transportation choices.
- The upper floors of the new building or redeveloped buildings on the Prime site are planned for 30 new housing units that will provide the community with better workforce housing opportunities.
- The cleanup of the site will reduce the over toxicity of the downtown soil, groundwater, and air. In addition, the Town of Berwick will request that the cleanup contractor(s) do so using green remediation practices so the cleanup will more quickly contribute to a greener and healthier Berwick.

c) Economic and Community Benefits

i. *Economic or Other Benefits:* The redevelopment of the Prime site will result in tangible economic benefits. In this regard, we expect that the fresh new building stock that will come from the redevelopment of the Prime site will attract new businesses to Berwick. Based on our understandings of the economics of the area, the Town Tax Assessor expects that this redevelopment will leverage between \$15,000,000 and \$25,000,000 in private investment. This type of redevelopment is expected to increase Berwick property values around the site immediately by as much as 10% and bring in between \$65,000 and \$90,000 per year in property taxes for the Prime site once it is back on the tax rolls and redeveloped in accordance with the Master Plan. In addition, this redevelopment will create between 30 and 50 permanent jobs in the commercial spaces. The second and third stories of most of the buildings will be wonderful housing opportunities for young professionals.

The redevelopment of the Prime site will also result in tangible non-economic benefits. Berwick’s Vision Plan includes the creation of a 2 acre public Greenspace in the center of the site. The center greenspace with fringing mixed-use development which is meant to symbolize the Town’s renewal and

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reflect the civic pride found in the community. The public Greenspace will include certain amenities such as open grassy areas, hard surface walking paths, public art, large shade trees, benches, picnic tables, ornamental lighting, and a small play area which are important recreational opportunities identified by the Choose to Health Coalition. An important element of the park is that it will be connected to the nearby Salmon Falls waterfront and a local pond and the Berwick ball fields approximately 1/3 mile away via a hard surface walking path. Because it was identified as a ‘touchstone’ of the community during the Charrette process, the old Prime Tanning smoke stack will be preserved and dedicated as a reminder of the importance of our industrial heritage. An important component of the Greenspace will be the releasing and revitalization of the approximately 1,000 feet of the unnamed brook that is culverted beneath the site. This will be done with support from the Conservation Law Foundation, one of our community organizations for this project. This will allow access to the stream and ensure the rural character of Town is conveyed to downtown.

ii. *Job Creation Potential: Partnerships with Workforce Development Programs:* While there are no Brownfields job training grantees in our area, hiring local as a part of the assessment, cleanup, and during the redevelopment work is very important to us. As such, we will incorporate provisions in our Requests for Qualification to attract local expertise by giving special consideration to contractors who are Berwick-based companies or who have employees that live in the local area. In addition, we will partner with York County Career Center in nearby Springvale, Maine to raise awareness about the impending environmental work at the Prime site in an attempt to find competent environmental staff to support the project. In addition, the Town will require that the selected QEP to consider local sub-contractors from Berwick as a first priority because we are rich in the trades.

5) Programmatic Capability and Past Performance

a) Programmatic Capability

Berwick’s organizational structure is as follows: Town Manager is in direct charge of the all municipal offices in Berwick including the Planning Department, Assessor’s Office, Finance Office, Police and Fire Departments, and Town Clerk’s Office. As such, the Town Manger will be directly responsible for managing this grant. A description of the grant roles and experience of each staff involved is included below:

Project Oversight: Town Manager Patrick Venne is eminently qualified to oversee the management of this grant. He is the chief executive and administrative official in Berwick. He manages all town staff and all departments. Mr. Venne has a Doctor of Law in Land Use from the University of Maine - School of Law. He has worked in town government since 2011 (planning and town administration) and has prior experience as an attorney again working with municipal government. He has been involved with the Prime Brownfields site since 2012.

Project Management: Mr. John Stoll, Berwick Town Planner, will serve as the project director for this grant. Mr. Stoll has 3.5 years of experience working as a planner for Berwick, Maine; Sanford, Maine; and Aberdeen, South Dakota. Mr. Stoll was exposed to EPA funded Brownfields assessment work through his work in Sanford, Maine. Sanford, Maine has a highly successful EPA funded Brownfields program. In addition, Mr. Stoll also has experience managing other state and federal grants.

To provide Programmatic Support of the grant, the Town will retain Mr. Chuck Morgan of Southern Maine Planning & Development Commission (SMPDC) to assist Mr. Stoll. Mr. Morgan is a 25 year veteran of promoting economic development and managing both federal and State grant programs including U.S. EPA, U.S. Economic Development Administration, and Maine Department of Economic and Community Development within Maine. He is responsible for the implementation of the SMPDC Brownfields Program since 2004 including over \$1.4 million in both Brownfields

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Hazardous Substance and Petroleum Assessment funds and their Brownfields Cleanup RLF Program since 2007, closing \$2,186,960 in loans and \$1,535,000 in subgrants.

Grant Support: The financial management of all grants administered by the Town's is done by Ms. Maureen Finger who serves as the Finance Director. Ms. Finger has been working in this capacity since 1999.

Berwick already has retained Mr. Brian Dench of Skelton, Taintor and Abbott to assist with the legal aspect of the Prime site. Mr. Dench has tremendous experience with Brownfield properties in Maine having assisted the City of Sanford with the acquisition of the Sanford Mill in 2009.

Procurement: In the case where additional expertise is required (i.e. environmental consulting), the Town utilizes a competitive procurement process for obtaining this expertise. This will consist of setting up a proposal review committee, receiving proposals from multiple firms, evaluating the firms based on established criteria, and awarding the contract to the firm that best meets those criteria.

b) Audit Findings

The Town of Berwick has never had an internal or external adverse audit finding.

c) Past Performance and Accomplishments

ii) Has Not Received an EPA Brownfields Grant

1. **Purpose and Accomplishments:** Berwick has received and managed grants from various state and federal agencies totaling more than \$1 Million: Federal Emergency Management Agency (FEMA), Maine Forest Service (MFS), Maine Department of Inland Fisheries and Wildlife (IF&W), Maine Bureau of Highway Safety (BHS), Federal Department of Homeland Security (DHS). Pertinent Details of select grants are listed in the bullets provided below:

- FY2013 – FEMA Event Grant for the February 8 & 9 2013 winter storm to cover the cost of snow removal, Amount=\$31,587 (includes State and Local Portion). With the grant the Town was able to recover the cost of hiring temporary help, fund overtime costs, materials, and equipment.
- FY2008 to FY2013 - DHS SAFER Grants for Staffing Adequate Fire and Emergency Personnel, Amount=\$520,938 (includes a town match), FEMA administered. With the grant the Town was able to hire and fund two full time firefighters under a five year commitment.
- FY2008 to FY2011 – DHS Fire Equipment Grants for Firefighter Assistance, Total Amount=\$524,220 (includes town matches), FEMA. With the grants the Town was able to purchase a fire tanker truck with \$190,000 grant funds for \$342,665, a fixed compressor/cascade/fill station along with 10 SCBA air packs for \$140,455, 15 sets of protective clothing and an extractor & dryer cabinet for \$58,765, and acquisition of a forestry truck for \$125,000.
- FY2010 – MFS Forest Protection Volunteer Fire Assistance Grant for equipment purchase to necessary equipment for volunteer firefighters. Amount \$2,654. With the grant the Town was able to purchase 25 Nomex shirts, helmets, eye protection, and gloves, as well as 12 100' of 1.5" forestry hose, 2 Pulaski hand tools, 4 shovels and 4 fire rakes.
- FY2011, FY2012, and FY2013- IF&W ATV Enforcement Grants for multi-jurisdictional ATV law enforcement from the State of Maine Inland Fisheries & Wildlife, Total Amount=\$13,479. With the grant the Town was able to fund ATV enforcement details in conjunction with the Maine Warden Service to supplement its pro-active enforcement of ATV laws and regulations.

2. **Compliance with Grant Requirements:** Town of Berwick has been awarded and successfully managed the above state and federal grants. Generally, each of these grants was applied for to support our fire department, police department, and other town departments. Most of the grant funds were used for the purchase of vehicles and other equipment and/or to provide adequate staffing

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of the fire department. Without exception, the Town has met the various agency requirements of the grant work plans, stayed on schedule, and complied with the terms and conditions of the grant. Our successful management of these grants is evidenced by the fact that for some grant programs we have received multiple awards. As a part of our compliance with the various funding agencies we are and have been required to report various outputs and outcomes in periodic reports provided in written and electronic form to the awarding agency.

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1) Community Need

a) Targeted Community and Brownfields

i. *Targeted Community Description:* The Town of Berwick is a rural Maine community with 7,242 hard-working residents located in York County in the southwestern corner of the State of Maine. Berwick was incorporated in 1713 as Maine's 9th Town. Berwick is bordered to the west by the Salmon Falls River and by Somersworth, Rochester, and Rollinsford, New Hampshire, to the south and east by South and North Berwick, and the north by Lebanon, Maine.

Ask any resident and they will likely tell you that nothing really has changed in downtown Berwick since the Prime Tanning Co. Inc. closed its doors in 2008 after nearly 100 years of operation, laying off the last 150 workers (300 from the historic high), most of whom were Berwick residents. In fact, the downtown has gotten worse. We seem to have been stuck in a never ending re-run of the 1993 Bill Murray movie "Groundhog Day" because every day our residents repeat the same things over and over...they get up, eat breakfast, and drive to work through our downtown, work all day outside Berwick, and drive home back through our downtown. While each morning, work day, and night might be a little different, the one constant is the drive through downtown that is dominated by the vacant, shuttered, and dark Prime Tanning site. The still empty mill buildings and quiet smoke stack serve as an unwelcome reminder of better and happier times. To make matters worse, change is not likely to happen until the contamination present at the site is cleaned up paving the way for re-investment in our downtown. Larger communities might be less affected by a site like this, but the Prime site dominates more than 11 of our 20 acre downtown and is a huge problem for the Town and more specifically the residents around the mill (i.e. the CDP area) which is the target community for this grant.

ii. *Demographic Information*

Targeted Community	Berwick	Berwick CDP	Maine	National
Population:	7,242 ¹	2,187 ¹	1,328,361 ¹	308,745,538 ¹
Unemployment:	6.0% ³	11.8% ³	6.1% ⁴	6.70% ²
Poverty Rate:	2.3% ³	3.6% ³	8.9% ³	15.1% ³
Percent Minority:	4.0% ³	8.0% ³	4.7% ³	26.7% ¹
Median Household Income:	\$62,361 ³	\$60,690 ³	\$48,219 ⁴ [RIP]	\$53,046 ⁴
Other: Percentage of Blighted Buildings ⁵ :	<2%	55%	<1%	<1%
Other: Percentage of Homes Built Prior to 1980 ⁴ :	?	78%	?	58%

1 – 2010 U.S. Census data available at <http://www.census.gov/>.

2 – Bureau of Labor Statistics (November 2013) at www.bls.gov

3 – 5-year American Community Survey 2008-2012 U.S. Census Data and is available at http://factfinder2.census.gov/faces/tableservices/jsf/pages/productview.xhtml?pid=ACS_12_5YR_DP03

4 – Quickfacts from the US Census, 2008 – 2012 - <http://quickfacts.census.gov/qfd/states/23000.html>

5 – Data based on informal visual survey

iii. *Brownfields:* The Prime Tanning site, which is the subject of this grant application, lies at the heart of our small downtown. The Prime site was the center of employment for Berwick's residents and other surrounding communities for over 100 years. Prime previously was the symbol of pride and the American work ethic as some of the best red, white, and blue leather in the world was finished

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tanned at the mill. Now the site is nothing more than an eye sore, health hazard, blight, and an impediment to the revitalization of Berwick.

The property is surrounded by ugly corroding chain-link fence. The asphalt covered parking lots have weeds growing through the cracks and the buildings are even uglier as they are vacant, shuttered, and the painted surfaces are peeling in large sheets. There were more than 30 additions to the buildings over the years which were added as the mill prospered and expanded. However, the long history of sprawling building growth has covered areas where waste hides, tanning byproducts, and other wastes were dumped. In addition, previous environmental work conducted at the property have identified chlorinated solvents, metals (primarily chromium), polycyclic aromatic hydrocarbons (PAHs) and comingled petroleum contamination in the soil, groundwater, and soil gas that has impacted parts of the property. This contamination may be putting the area residents and adjacent nearby Salmon Falls River at risk.

There are at least seven other potential Brownfields sites in Berwick, a high percentage of Brownfields for a community of only 7,242. These consist of two underutilized auto repair facilities, one gas station, an old Town water works, and three areas that contained former industrial properties. Most of these sites are in the downtown, are further contributing to the blight of the downtown, and are likely impacting Berwick's environment, human health, and welfare.

iv. *Cumulative Environmental Issues:* According to Scorecard (www.scorecard.org), the Prime Tanning site leads the way in York County, in Toxics Release Inventory (TRI) contaminants released to the environment (42,020 pounds). Twenty-six thousand (26,000) pounds more contaminants have been released at the Prime site than the No. 2 polluter on the list. In fact, Prime released more TRI contaminants than the top 10 polluters on the list combined! In addition, the majority of homes in downtown Berwick were constructed in the 1950s and many suffer from lack of investment. This has led to environmental concerns about degraded lead based paint. Furthermore, the Turnkey Landfill (special waste landfill) is located approximately 5 miles west of Berwick in Rochester, NH. The landfill is the only special waste landfill within 100 miles of Berwick, Maine. Thousands of tons of special waste are trucked through Berwick on way to Turnkey Landfill leaving diesel emissions, noise and pollution. In addition, over _____ vehicles per day travel through the downtown away to jobs outside Berwick leaving behind their congestion and auto emissions. Lastly, adjacent Somersworth, NH has a number of Brownfields sites that include old dry cleaning facilities, underutilized mill properties, and a large General Electric manufacturing facility (all within 1 mile of Berwick CDP residents). Each of these factors is contributing to the cumulative environmental issues in Berwick. Moreover, according to the February 2011 Salmon Falls Watershed Collaborative Action Plan, assessment data indicates the Salmon Falls River that forms the west boundary of the downtown with adjacent Somersworth, NH, is classified as either "severely" or "marginally" impaired and not supporting swimming due to *Escherichia coli* bacteria or aquatic life due to low pH. The sources of bacteria and pH contamination causing impairment are unknown. Also both the intakes for the Berwick and Somersworth, NH public water supplies are located in the river and on multiple instances did not comply with required Clean Water Act standards.

b) Impacts on the Targeted Community

Previous environmental assessment reports indicate that the Prime Tanning site has had deleterious effects on the environment around the mill. Past EPA-funded Brownfields site assessment work and a RCRA closure conducted several years ago at the site indicate the presence of volatile organic compounds (including chlorinated VOCs), PAHs, and metals. These PAHs, metals, and VOC compounds have impacted the subsurface environment and which make redevelopment of the site very

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difficult. Numerous undocumented releases have occurred over the years that have impacted the soil, groundwater, and sub-slab air beneath the buildings. Asbestos and lead-based paint are also confirmed in building materials. This has raised concerns as to human health impacts to nearby residents including minority populations, our young and women of child bearing age. An unnamed brook that runs across the site was buried during the early construction of the mill and it is now confined to a small culvert under the property. Burying the brook has had a significant negative impact on the brook biota and contamination present on the Prime site may also be adversely impacting it and ultimately the Salmon Falls River.

According to www.scorecard.org, children of York County have an increased chance of high blood lead levels due to the high proportion of pre-1980s housing stock (78% in the Berwick CDP¹), as compared to the nation (58% in US). Many of these houses have been converted into apartments and Section 8 housing. Children living in the older housing stock surrounding Prime site already have a higher risk of high lead blood levels, but the presence of the Prime Tanning and our other Brownfields may be increasing the risk. The scorecard also indicates that York County has 17 % of children under age of 5 living in poverty which does not bode well for Berwick because all of our low cost housing stock is around the Prime site. Additionally, the high prevalence of Brownfields in our downtown has caused many downtown property owners to defer investment in their buildings as they do not see a return on their investment resulting in this housing stock to be run down and in dire need of repair. The downtown around the Prime site would likely have the majority of housing code violations, but Berwick doesn't have a rigorous ordinance to allow for such enforcement. The rundown nature of the downtown combined with other political issues (a housing project gone bad in 2012) have created an environment where residents are against most forms of additional housing in the downtown.

This has perpetuated the prevalence of blight in our downtown. According to the February 18, 2014 Berwick Downtown Vision Report and Implementation Plan *"Main streets are a town's economic and cultural hub and remind us of what we were and who we are today. Berwick does not have a Main Street. Berwick has 11 acres of ugly abandoned buildings in the heart of the downtown. These buildings are not only an enormous waste of potential, but a chilling reminder of how much we've lost as a community"*. In a 2013 survey of over 500 respondents (over 8% of the population of Berwick) in Berwick completed as part of the Vision Plan, the redevelopment of Prime Tanning and making that downtown area more "appealing" was rated as the No. 1 concern for the residents of Berwick. The survey concluded *"the vast majority of responses indicate a strong distaste for the downtown appearance. Respondents use adjectives such as "eyesore," "ugly," "embarrassment," and "shabby"*.

According to the 2014 Vision Plan, the second biggest concern is the lack of greenspace and connectivity within the downtown. The vacant Prime site has left downtown Berwick with limited greenspace as well as limited connectivity for walking and biking within the downtown community, leaving practically the only means of transportation to be the automobile. In a recent Rural Active Living Assessment completed by the Choose to Be Healthy Coalition of York County in 2013, our existing recreation areas and greenspace are not located in or connected to the downtown mostly due to the presence of the vacant Prime lots. The disconnected nature of these opportunities prevents them from being fully used by downtown residents.

The area around the Prime Tanning site is not just blighted, it contains some of our neediest and most sensitive populations from a human welfare perspective (see Berwick CDP in the table above). The area around Prime has a disproportionately high rate of unemployment and poverty, and lower median

¹ 5-year American Community Survey 2008-2012 U.S. Census Data (factfinder2.census.gov)

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household income compared to the rest of Berwick. The area around the site also has a higher percentage of sensitive populations, including children under the age of 5 years, elderly, and women of child bearing age, than anywhere else in town¹. These sensitive populations are underemployed, living in poverty, living in substandard housing, living within the blight of the downtown, and at a higher risk of being impacted by our Brownfields. They need jobs, and desire a strong sense of place in the downtown including added businesses, greenspace, and connectivity between where they live, work, and play. These are the community needs to be addressed under this cleanup grant.

c) Financial Need

i. *Economic Conditions:* Berwick's does not have the financial capacity to undertake the cleanup of the Prime site without EPA's assistance for the reasons detailed in the bullets below:

- Berwick relies heavily on local property taxes to fund all municipal service departments including the police and fire departments, a large portion of the schools, and any economic development and/or environmental protection projects that must be addressed. The recession that has gripped the nation has negatively impacted our operating budgets since 2001 leaving us with fewer taxes collected than expected. For example, In addition, Prime Tanning once provided \$_____ of our annual property taxes (in 20__), [vR6] which is now \$0, a significant hit to our annual operating budget.
- We have the added burden of state income and sales taxes so there is little room to collect extra taxes from our residents fund any cleanup activities. As with all states, local tax monies paid (State & Federal) yield very little in return back to Berwick.
- According to a USDA study entitled "State Supplemental Nutrition Assistance Program (SNAP) Participation Rates in 2011" Maine had more than 211,000 residents (15.8% of the total population) that were eligible to participate in SNAP which is more than the national rate. By 2012, the number of Mainers participating had risen to 252,860². Moreover, Maine leads the way in SNAP participation rates for the nation at almost 100% of eligible residents suggesting that the overall burden of taxes and other financial strains leaves Mainers with less after tax income compared to other areas in the nation, making it essential for them to enroll in public assistance in order to survive. Of the 300 total participants in Berwick, 140 are located in close proximity to the Prime Tanning property³.
- According to Poverty in America: Living Wage Calculator (<http://livingwage.mit.edu/states/23>), a single parent in Maine with two children must earn \$25.08 per hour to be able to provide and live effectively. However, the problem is that the high-paying manufacturing jobs have gone away leaving low-pay service industry jobs suggesting that Berwick residents have less living wage jobs to pick from.
- The Town has incurred additional cost responding to several natural disasters, which have been likely brought on by global climate change, that have occurred since 2006 which has limited our Town's ability to pay for environmental projects. According FEMA (www.fema.org), these disasters include: February 2013 Severe Winter Storm, 2011 Tropical Storm Irene, December 2010 Maine Ice Storm, April 2007 Patriot's Day Flood, and the May 2006 Mother Day Flood #1.

² <http://www.governing.com/gov-data/food-stamp-snap-benefits-enrollment-participation-totals-map.html>

³ http://factfinder2.census.gov/faces/tableservices/jsf/pages/productview.xhtml?_afpt=table

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ii. *Economic Effects of Brownfields:* The presence of the Prime site has had a significant impact on Berwick in a number of ways which have drastically affected our economy. When Prime finally closed its doors in 2008 leading to the layoff of the last 150 workers, the mill was in a state of general disrepair for at least 10 years before that, as the owners were more focused on keeping the business going than the appearance of the mill. The natural response was that area property owners deferred investments in their properties and the neighborhood around it took on a run-down appearance. This pushed away new potential residents looking for well-kept housing opportunities. These conditions had a net negative impact for the Town because property values fell resulting in lower rents and taxes collected. For example ... This costs the Town thousands annually in unrealized taxes not to mention that there has been no tax revenue from the Prime site because the owners stopped paying their property taxes (\$46,061.74 per year) and the water and sewer bills. Prime Tanning still owed the Town approximately \$231,000 for back taxes and water/sewer services prior to the Town acquiring the property in 2014. Private commercial businesses do not want to come to Berwick either because of the condition of the Prime site and the blighted area surrounding it. This has attracted residents to Berwick with disproportionately high rate of unemployment and poverty, and lower median household income compared to the rest of Berwick.

2) Project Description and Feasibility of Success

a) Project Description

i. *Existing Conditions:* The Prime Tanning property is located in the center of downtown Berwick at the intersections of School Street (Route 9), Sullivan Street, and Wilson Street. The Prime property consists of 7 separate lots, 8 acres of land with 7 acres of buildings that are shuttered. In addition Prime owns 3 additional lots adjoining the main property consisting of three acres of land. There have been no tannery operations at the site since 2008 when the mill closed and Prime Tanning owners filed for bankruptcy protection. The only activities at the site since 2008 has been a RCRA closure and EPA funded Brownfields assessment work completed through the Maine DEP/EPA Brownfields Program. In 2014, the Town of Berwick acquired the main Prime Tanning property (7 lots and 8 acres) for over 5 years of owed back property taxes.

Prior work has indicated the presence of VOCs (including chlorinated solvents), PAHs, and metals in the soil, chlorinated VOCs and non-chlorinated VOCs in ground water, and chlorinated VOCs in the subsurface soil gas at the site. There is documented asbestos and lead based paint in the buildings.

In 2013, the Town, through a committee called the Berwick Downtown Vision Committee (DVC), developed a clear, sensible, consensus-driven plan to reduce blight and revitalize not just the Prime site, but the entire downtown. Substantial input was provided from a community questionnaire that was sent to all Berwick residents and business leaders with 500 of our residents responding and during the two well attended public Charrettes that were held in May and June 2013. The information gathered during the Charrettes was then transformed into a unified vision (the Vision Plan) serving as an update to the Town's Master Plan for the downtown with assistance of a professional landscape architecture firm.

The community vision for the downtown is as follows: "*Berwick is a rural, riverside town that appreciates the importance of a connected, actively engaged community and proudly cultivates its unique strengths and small town character by:*

- *Promoting small business and creative outlets where local talent, entrepreneurship, and agriculture flourish;*

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- *Fostering a healthy relationship with land and river through conservation, environmentally-minded development, substantial and functional green space, and responsible recreation;*
- *Creating a safe, friendly downtown where youth, families, and community come together.”*

“The Vision seeks to establish downtown as a center for community interaction, business activity, and outdoor recreation.” The outcomes of the Plan are to facilitate significant re-investment in the existing nearby downtown buildings, infill development in places, and demolition in places where the buildings are counter to the vision. It also involves a re-discovery of the nearby Salmon Falls River by developing a river walk, active and passive parks with pavilions, and canoe and kayak launch facilities. The redeveloped river area will be connected to the Prime site for pedestrians via a walking trail. In turn, the Prime site will be connected to a nearby Penny Pond and the Town’s ball fields via a northern extension of the walking trail.

In 2014, the Town acquired the Prime property for back taxes and subsequently signed a development agreement with a private developer (Funds of Jupiter) to redevelop the site. Redevelopment for mixed use (commercial, residential, and greenspace) is the focus for Prime as the downtown is underserved with commercial space, decent housing, and greenspace. The redevelopment master plan calls for the removal of half the buildings, reuse of half the buildings for retail and light industrial, construction of new convenience retail, construction of new housing, and construction of greenspace and trail in the center of the property. The unnamed brook that is currently buried and runs in a culvert will be released and day lighted to bring a sense of nature and rural character back to the site. The Prime smoke stack will be revitalized and left to pay our homage to the town’s industrial past. The goal of the Prime redevelopment is to remove blight, provide jobs, create decent housing, provide greenspace and facilitate connectivity within the community. It will also create the “Main Street” that is so much desired for the residents of Berwick as well as serve as a catalyst for investment in other surrounding downtown buildings.

The plan for the Prime site involves the redevelopment of some portions of the buildings and demolition of others. The \$25 million redevelopment includes the following:

Lot 1 (69,041 total s.f.)	31,000 s.f. light industrial (reuse of existing building) 8,000 s.f. office (reuse of existing building)
Lot 2 (90,491 total s.f.)	42,500 s.f. light industrial (reuse of existing building)
Lot 3 (33,503 total s.f.)	79,000 s.f. 3-story mixed use retail and residential (new construction)
Lot 4 (69,630 total s.f.)	69,000 s.f. “Main Street” and parking area (new construction)
Lot 5 (18,708 total s.f.)	8,500 s.f. convenience retail (new construction)
Lot 6 (39,011 total s.f.)	39,000 s.f. greenspace and trail (new construction)
Lot 7 (21,654 total s.f.)	52,000 s.f. 3-story mixed retail and residential (reuse and new constr.)

The subject of this grant application is Prime Lot 5 which will consist of abatement of asbestos and universal wastes, removal of the buildings, removal of source area contaminated soils and installation of a soil cover system for residual contaminated soils. The site will be redeveloped with 8,500 s.f. convenience retail facility to include a convenience store, quick serve restaurant, etc.

ii. *Proposed Cleanup Plan:* Specific Environmental Contaminants identified at the Prime site include the following:

- Government spill reports documenting petroleum and chemical releases at the Site; significant chemical and oil staining present in the main tannery building in proximity to trench drains whose

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connection to the sewer system could not be confirmed; and the limited information regarding form UST's at the Site indicate that petroleum or hazardous substances may have been released to the surface or subsurface at the Site. The trenches were reportedly cleaned, but petroleum or hazardous substances may have been released to the subsurface at the Site through cracks/penetrations in the floors and trenches.

- The documented presence of remaining buried tannery waste hides as identified in the 2010 Phase II ESA indicate that buried solid waste may remain at the Site.
- The presence of contaminants exceeding applicable standards has been documented at the Site in soil (polycyclic aromatic hydrocarbons (PAHs)), groundwater (methyl-tert-butyl ether (MTBE) and vinyl chloride (VC)) and soil vapor (tetrachloroethene (PCE) and trichloroethene (TCE)). PAHs in soil are a Site-wide condition. One or more source areas of chlorinated volatile organic compound (VOCs) are likely present underneath the current buildings on the Site.
- Asbestos-containing materials (ACM) were identified throughout the Site building
- Universal and hazardous wastes in the form of potentially polychlorinated biphenyl (PCB)-containing fluorescent light ballasts and mercury-containing fluorescent light bulbs.

Remediation of the Prime site will consist of the removal and proper disposal of hazardous building materials (asbestos, lead based paint, and universal wastes). Once these materials are abated and the buildings are removed, source area contamination (VOCs and chromium) will be excavated and disposed. The remaining residual contaminated soil will be remediated by the installation of an engineered barrier consisting of a mix of a soil, pavement, and concrete cover systems. Each remediation option will utilize standard construction techniques and can be implemented in a relatively short timeframe. During construction, engineering controls will be utilized including dust suppression during excavation activities and the use of temporary fencing to protect the public during construction activities. Once remediation is completed, institutional controls will be placed through the use of Maine's Uniform Environmental Covenant Act. A deed restriction will be implemented to prohibit the disturbance of the soil cover, the excavation of contaminated soil, and the extraction of groundwater from the Site. These restrictions will be documented through the Maine DEP Voluntary Response Action Program (VRAP), the state's voluntary cleanup program.

b) Task Description and Budget Table

The following is a description of each task that will be conducted under the cleanup program:

Task I: Cooperative Agreement Oversight / Engineering: Includes costs for the planning, engineering, design, bidding, and oversight of cleanup activities. This budget allocates all costs to contractual items to complete the cleanup activities of the Site and is further broken down as follows:

1. \$15,000 for planning, engineering, design, and bidding (150 hours at \$100 per hour)
2. \$15,000 for on-site oversight and documentation (150 hours at \$100 per hour)

It is estimated that the Town will provide grant management oversight and contractor coordination as an in-kind service at an estimated amount of \$7,000 (100 hours at \$70 per hour). Outputs for this include EPA Quarterly reports, quarterly ACRES updates, engineering bidding documents, and cleanup oversight field reports.

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Task II: Public Meetings and Community Involvement: Includes development of a Community Relations Plan and preparing and advertising an Analysis of Brownfields Cleanup Alternatives / Remedial Action Plan (ABCA/RAP), submitting the quality assurance project plan (QAPP), and submitting a VRAP application and work plan. In addition, this task involves the public involvement activities described in Section 3.a. This task estimates the following:

1. \$2,000 for Town personnel to advertise and attend public meetings (28.5 hours at \$70 per hour)
2. \$10,000 for consultant time to prepare the ABCA/RAP, QAPP and VRAP documents, assist in the community outreach portion, and participate at the public meetings (100 hours at \$100/hour)
3. \$1,000 for participation in the Maine DEP VRAP program (\$500 application fee plus 10 hours of DEP technical review at \$50 per hour)
4. \$1,000 in supplies that will comprise newspaper advertising and presentation materials

The Town will provide additional coordination and community outreach support outside of the public meetings as an in-kind service at an estimated amount of \$3,500 (50 hours at \$70 per hour). Outputs for this task include the Community Relations Plan, ABCA/RAP, VRAP No Action Assurance Letter, handouts during public meetings, and meeting minutes.

Task III: Cleanup Activities: This task includes contractor costs for capping of contaminated soil at the Site. This budget allocates all costs to contractual items to complete remediation activities at the Site and is further broken down as follows:

1. Approximately \$40,000 for the removal of asbestos, lead and universal wastes
2. Approximately \$20,000 for the removal and disposal of source area contaminated soils
3. Approximately \$90,000 for the installation of the engineered soil, concrete and asphalt cover system.

The Town will provide a cost share of \$26,000, which will be sourced through a cash contribution from the Town general fund. Outputs for this task will include engineering oversight field reports that will be submitted to the Maine DEP for approval, and bills of lading and/or waste manifests.

Task IV: Coordination and Final Reporting: Includes consultant costs for ongoing coordination with the EPA Brownfields Program and the Maine DEP Voluntary Response Action Program. Subtasks will include communications, submission of status reports, and a remediation summary report.

This task estimates \$6,000 for consultant time for preparing the remediation summary report (60 hours at \$100 per hour).

The Town will provide coordination and communications with the EPA and DEP as an in-kind service at an estimated amount of \$3,500 (50 hours at \$70 per hour). Outputs include the remediation summary report as well as a Certificate of Completion from the Maine DEP VRAP.

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Prime Tanning Lot 5 Hazardous Substance Cleanup Budget					
Budget Categories	1. Cooperative Agreement Oversight & Engineering	2. Public Meetings and Community Involvement	3. Cleanup Activities	4. Coordination and Reporting	Total
Personnel	\$0	\$2,000	\$0	\$0	\$2,000
Travel	\$0	\$0	\$0	\$0	\$0
Equipment	\$0	\$0	\$0	\$0	\$0
Supplies	\$0	\$1,000	\$0	\$0	\$1,000
Contractual	\$30,000	\$10,000	\$150,000	\$6,000	\$196,000
Other: VRAP Fees	\$0	\$1,000	\$0	\$0	\$1,000
Total Federal Funding	\$30,000	\$14,000	\$150,000	\$6,000	\$200,000
Cost Share	\$7,000	\$3,500	\$26,000	\$3,500	\$40,000

c) Ability to Leverage

The Prime site has already received approximately \$109,000 in State and EPA funds from the State of Maine and from Southern Maine Planning & Development Commission to execute the prior assessment work. Additionally, the Berwick voters appropriated \$25,000 in 2012 to support the Downtown Vision Committee which paid for the community questionnaire, the Charrettes, and the Vision Plan. The Vision Plan is now leveraging the following funds to ensure the successful redevelopment of the Prime Site. Letters of leveraged commitments are included in Attachment 4.

Funds to Leverage/Source	How Funding Will Be Used	Value (\$)
In-Kind Services - Town of Berwick	Berwick will be providing in-kind services throughout the life of the grant during assessment, cleanup, and redevelopment.	\$20,000
Kittery Area Comprehensive Transportation System (KACTS)	Doing traffic study around Prime site to identify traffic and parking issues and to plan for the redevelopment of the Prime site.	\$28,000
Maine DOT	Funds used to improve downtown transportation and connectivity by upgrading road infrastructure and bridge over Salmon Falls River	\$700,000
Town of Berwick	Upgrade street lighting in vicinity of Prime site	\$20,000
Private Investment (Funds of Jupiter)	Fund the acquisition of the property	\$260,000
Private Investment (Funds of Jupiter)	Private funds to facilitate redevelopment once cleanup is complete	\$25,000,000

3) Community Engagement and Partnerships

a) Plan for Involving Targeted Community & Other Stake holders...

The Town of Berwick has engaged the community during the visioning process and will continue to involve the community throughout every aspect of this grant from cleanup to redevelopment. This

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project simply will not be effective without an involved and engaged community. Our plan to engage the community is as follows:

1. Developing a Brownfields Advisory Committee – The Town will set-up a Brownfields Advisory Committee made up of select Town staff, members of the Downtown Vision Committee, our community-based organizations, private interests, and Berwick residents. The Advisory Committee will be chaired by the Berwick Town Manager. The Advisory Committee will play a significant role in the community outreach portions of the program. Meetings will be held quarterly in the Town Hall.
2. Hosting Public Information Forum/Meetings - The Town of Berwick will host one initial public forum about the Prime Tanning site to continue to educate the public on the EPA Brownfields process so that community members can understand what is happening to the property and what it means for them. It will also serve to review the Draft ABCA for the property and solicit public input and health concerns regarding the cleanup. This forum will be held prior to initiating cleanup work and during the 30 day comment period for the ABCA. One additional public meeting will be held during the cleanup to communicate progress of the cleanup to the community and to solicit any input and health concerns from area residents regarding the cleanup. Technical staff will be available to discuss the meaning of the technical results to the public. Please note that 99% of residences in the target area speak English, therefore translation of material into other languages will only be done as needed. In addition, any other special needs (handicap, etc.) will be accommodated during the meetings.
3. Getting the Word Out - A multimedia approach will be employed to advertise meetings, encourage community participation, and provide responses to community concerns, including announcements via local newspaper, e-mail, the Town of Berwick website. In addition, Berwick will use the Downtown Vision Committee Facebook page and Twitter account to get out instant news about the project including meeting dates and times. All public forums/meetings will be held in the Berwick Town Hall in the selectman's chambers and be held at a time where the working public will have opportunity to participate. The meetings will also be recorded by Berwick Community Public Television staff and aired on Berwick's public access television channel so that the public that cannot attend can be kept informed of the progress of the grant and activities at the site.

b) Partnerships with Government Agencies

Your Local/State/Tribal Environmental and Health Agencies as Applicable to your state and local procedures:

Berwick, Maine does not have a local health department, but we will work with the Maine Department of Environmental Protection (Maine DEP), Maine Health and Human Services, and Town of Berwick's Brownfields Advisory Committee throughout the 3 year Brownfields grant period and beyond. Berwick will partner with these entities to share information on threats to human health and the environment associated with the Prime site, including providing guidance on impact of lead-based paint on children under 5 years old. Notice will be made during public forums/meetings regarding work activities that are scheduled to be completed. Public notices shall include contact information so that concerned citizens can call with questions and/or concerns during the assessment and redevelopment.

Maine DEP staff will serve on the Brownfields Advisory Committee, participate in technical discussions on the ABCA and engineering documents, plans for safely and effectively implementing the cleanup, as well as review and comment on the QAPP, the ABCA/RAP, and remediation summary reports. Through the Maine DEP Brownfields Voluntary Response Action Program, liability protections are granted to developers and future owners in regards to existing known environmental contamination. By working with Maine DEP, the Town, community, and developer will understand the liabilities and limitations associated with the site.

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Other relevant federal, state, and local governmental agencies: Berwick will work with EPA on this Grant. The EPA Project Officer and Quality Assurance staff will be integral to ensure that the work is done appropriately. In addition, Berwick will work with Southern Maine Planning and Development Commission (SMPDC) on this project. SMPDC is our regional planning commission with extensive EPA funded Brownfields experience and will support Berwick in a number of ways. They will be retained to manage the grant so that we don't make any first-time grantee mistakes, serve on the Brownfields Advisory Committee, and they will assist Berwick by helping to find additional fund leveraging sources to help complete the project.

c) Partnerships with Community Organizations

We will rely on the following community organizations to implement this project. Letters of commitment from our project partners have been included in Attachment V.

- Sustainability Berwick is a non-profit Berwick based community organization whose focus is recommending and implementing sustainable solutions for Berwick. The organization is actively performing water quality monitoring the Salmon Falls River with support from the State of New Hampshire Department of Environmental Services and assisting with recommending sustainable solutions for storm water management in town. They will be represented on the Brownfields Advisory Committee and assist the Envision Berwick committee by recommending land use ordinance changes focused on sustainability. This will greatly affect the nature and scope of the redevelopment of the Prime site.
- Mobilize Maine is a non-profit community organization focused on helping communities with an asset based approach to economic redevelopment. They will provide Berwick will have access to a breadth of regional economic development strategies and livability principles. For example, they will assist with the economic piece of the redevelopment plans over the life of the grant. Representatives from this organization will also sit on the Advisory Committee.
- Choose to be Healthy Coalition which is a non-profit community organization and part of York Hospital focused on healthy lifestyles choices for Maine residents and tobacco and substance abuse prevention. They recently committed a Rural Active Living Assessment for Berwick in 2013 which suggested more walking opportunities for our residents. As such, they have committed to serve on the Brownfields Advisory Committee to advocate for the redevelopment to include greenspace and walking trails which would connect the Town's opportunities increasing the healthy lifestyle choices.
- Salmon Falls Watershed Collaborative run by the Wells National Estuarine Research Reserve is an inter-state effort to protect drinking water supplies for more than 47,000 residents in Maine and New Hampshire. Salmon Falls Watershed Collaborative brings together natural resource experts, municipalities, land trusts, local water districts and community and watershed organizations to implement an Action Plan that was developed to protect clean drinking water for current and future generations. Examples of their efforts include assisting the neighboring Somersworth, NH with a low impact development regulation. Members of the collaborative have committed to be represented on the Advisory Committee and will work with Envision Berwick to help frame land use ordinance changes that will help protect the Salmon Falls River. [VR9].
- Conservation Law Foundation is a non-profit community organization that uses the law, science, policymaking, and the business market to help communities find pragmatic, innovative solutions to New England's toughest environmental problems. CLF will serve on the Brownfields

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Advisory Committee to be resource for understanding the challenges associated with releasing and revitalizing the unnamed brook beneath the Prime site and provide guidance on funding sources for project implementation.

4) Project Benefits

a) Health and/or Welfare and Environment

i. *Health and/or Welfare Benefits:* Berwick has had a lot of history and during that time many important events have occurred in town that have made our residents proud, but none of these events will compare to the day that the Prime Tanning site is finally redeveloped. In all of York County and Southern Maine there is no other single project like Prime Tanning that can wholly change the surrounding community forever! Just like Bill Murray in Groundhog Day, we get a “DO OVER” for our downtown! As such, there are tremendous project benefits that will be realized from a redeveloped Prime site.

The redeveloped Prime Tanning Site will create the new “Main Street” in downtown Berwick, 70,000 s.f. of light industrial space, 8,000. s.f. of office space, 30 units of decent housing, 45,000 s.f. retail, 2 acres of greenspace, and new connections to other recreational opportunities including the Salmon Falls River, Penny Pond and the Town’s recreational fields. Future site occupants and adjacent residents will realize health benefits from reduced/eliminated toxicity associated with the reduction of contaminants from water, soil and air. The redevelopment of Prime will serve as a catalyst for investment in other blighted buildings and substandard housing in the downtown. This will indirectly help lower lead blood levels in children. The fresh new building stock and redeveloped existing buildings will also help attract new businesses to Berwick. This will create significant welfare and economic benefits besides the obvious removal of blight. Ultimately, the redevelopment of Prime Tanning will result in a reduction of over 80% of the blight in downtown Berwick over the next 10 years.

ii. *Environmental Benefits:* A cleaned up and redeveloped Prime site will lead to the environmental benefit from the physical remediation of contaminants from 8 acres in our downtown. Cleanup will help to make the residents and sensitive populations become healthier because the identified contamination migration and/or exposure pathways will be properly mitigated. The assurance of CERCLA and state liability protections that will come from participation in the Maine Voluntary Response Action Program will allow private developers to get comfortable with investing private equity in the site and allow for the successful redevelopment of the site in accordance with the Town’s vision.

b) Environmental Benefits from Infrastructure Reuse/Sustainable Reuse

i. *Planning, Policies, or Other Tools:* To help ensure that the redevelopment of Prime is sustainable, the Town of Berwick in the form of the DVC Vision and Implementation Plan has called for the following to be incorporated: (1) Incentives for rehabilitation, improvement and weatherization of existing structures in the downtown; (2) Updates to the Zoning Ordinance that ensure the goals of the DVC Vision Plan are achieved, including advancing ordinances that promote density in the downtown (e.g., legal in-law apartments, identification and protection for ‘buildings of value’, and establish permissible live-work spaces); (3) Tax incentives and/or other mechanisms that promote the conservation of the downtown character; and (4) Establishment of a Growth Boundary that will limit sprawl, focus on the downtown, and protect rural areas of town. To this end, Berwick DVC has drafted nine (9) warrant articles for the Town’s consideration. Most are related to limiting future blight and facilitating the development of Prime.

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While the Prime Tanning buildings are very old and uniquely suited to the tanning of leather, the DVC Vision Plan calls for developing a plan to selectively rehabilitate and re-purpose portions of buildings to “integrate the face of the future with the past”. As such, it is estimated that up to 150,000 s.f. of the existing buildings (about 50%) would be saved and adaptively reused. Depending on the finished redevelopment, the current Vision Plan calls for saving the roadways around the Prime site with the addition of parking around some of the new or saved buildings. Water and sewer connection conveyances will be saved and modified to connect to the new buildings. To facilitate a healthier Berwick more quickly, the Town will request that green remediation practices and adaptation to climate change be considered during development of the ABCA and cleanup design to ensure the environmental footprint of the implemented remedies are minimized and the long term cleanup is resilient to climate change.

ii. *Integrating Equitable Development or Livability Principles:* In addition to creating housing opportunities and the creation and connection of public greenspace in the center of the Prime site, the DVC Vision Plan calls for making smart growth along with livability principles a priority, not just for the site, but for the entire downtown because it will help create a more sustainable community. Examples of how livability principles have been planned into the redevelopment of the Prime site and downtown are listed below:

- Encouraging a walkable community is at the very heart of the DVC Vision Plan. Prime is at the heart of the downtown and a redeveloped site will encourage people to get out of their cars and walk more.
- The plan calls for Berwick to be more neighborly by encouraging respect of architectural history of the town, promoting density, and fostering the synergies that can arise from increased human interaction.
- The Prime site redevelopment will require in-fill development and is located along the local bus route (Coast Bus line) through Berwick putting residents closer to better transportation choices.
- The upper floors of the new building or redeveloped buildings on the Prime site are planned for 30 new housing units that will provide the community with better workforce housing opportunities.
- The cleanup of the site will reduce the over toxicity of the downtown soil, groundwater, and air. In addition, the Town of Berwick will request that the cleanup contractor(s) do so using green remediation practices so the cleanup will more quickly contribute to a greener and healthier Berwick.

c) Economic and Community Benefits

i. *Economic or Other Benefits:* The redevelopment of the Prime site will result in tangible economic benefits. In this regard, we expect that the fresh new building stock that will come from the redevelopment of the Prime site will attract new businesses to Berwick. Based on our understandings of the economics of the area, the Town Tax Assessor expects that this redevelopment will leverage between \$15,000,000 and \$25,000,000 in private investment. This type of redevelopment is expected to increase Berwick property values around the site immediately by as much as 10% and bring in between \$65,000 and \$90,000 per year in property taxes for the Prime site once it is back on the tax rolls and redeveloped in accordance with the Master Plan. In addition, this redevelopment will create between 30 and 50 permanent jobs in the commercial spaces. The second and third stories of most of the buildings will be wonderful housing opportunities for young professionals.

The redevelopment of the Prime site will also result in tangible non-economic benefits. Berwick’s Vision Plan includes the creation of a 2 acre public Greenspace in the center of the site. The center greenspace with fringing mixed-use development which is meant to symbolize the Town’s renewal and

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reflect the civic pride found in the community. The public Greenspace will include certain amenities such as open grassy areas, hard surface walking paths, public art, large shade trees, benches, picnic tables, ornamental lighting, and a small play area which are important recreational opportunities identified by the Choose to Health Coalition. An important element of the park is that it will be connected to the nearby Salmon Falls waterfront and a local pond and the Berwick ball fields approximately 1/3 mile away via a hard surface walking path. Because it was identified as a 'touchstone' of the community during the Charrette process, the old Prime Tanning smoke stack will be preserved and dedicated as a reminder of the importance of our industrial heritage. An important component of the Greenspace will be the releasing and revitalization of the approximately 1,000 feet of the unnamed brook that is culverted beneath the site. This will be done with support from the Conservation Law Foundation, one of our community organizations for this project. This will allow access to the stream and ensure the rural character of Town is conveyed to downtown.

ii. *Job Creation Potential: Partnerships with Workforce Development Programs:* While there are no Brownfields job training grantees in our area, hiring local as a part of the assessment, cleanup, and during the redevelopment work is very important to us. As such, we will incorporate provisions in our Requests for Qualification to attract local expertise by giving special consideration to contractors who are Berwick-based companies or who have employees that live in the local area. In addition, we will partner with York County Career Center in nearby Springvale, Maine to raise awareness about the impending environmental work at the Prime site in an attempt to find competent environmental staff to support the project. In addition, the Town will require that the selected QEP to consider local sub-contractors from Berwick as a first priority because we are rich in the trades.

5) Programmatic Capability and Past Performance

a) Programmatic Capability

Berwick's organizational structure is as follows: Town Manager is in direct charge of the all municipal offices in Berwick including the Planning Department, Assessor's Office, Finance Office, Police and Fire Departments, and Town Clerk's Office. As such, the Town Manger will be directly responsible for managing this grant. A description of the grant roles and experience of each staff involved is included below:

Project Oversight: Town Manager Patrick Venne is eminently qualified to oversee the management of this grant. He is the chief executive and administrative official in Berwick. He manages all town staff and all departments. Mr. Venne has a Doctor of Law in Land Use from the University of Maine - School of Law. He has worked in town government since 2011 (planning and town administration) and has prior experience as an attorney again working with municipal government. He has been involved with the Prime Brownfields site since 2012.

Project Management: Mr. John Stoll, Berwick Town Planner, will serve as the project director for this grant. Mr. Stoll has 3.5 years of experience working as a planner for Berwick, Maine; Sanford, Maine; and Aberdeen, South Dakota. Mr. Stoll was exposed to EPA funded Brownfields assessment work through his work in Sanford, Maine. Sanford, Maine has a highly successful EPA funded Brownfields program. In addition, Mr. Stoll also has experience managing other state and federal grants.

To provide Programmatic Support of the grant, the Town will retain Mr. Chuck Morgan of Southern Maine Planning & Development Commission (SMPDC) to assist Mr. Stoll. Mr. Morgan is a 25 year veteran of promoting economic development and managing both federal and State grant programs including U.S. EPA, U.S. Economic Development Administration, and Maine Department of Economic and Community Development within Maine. He is responsible for the implementation of the SMPDC Brownfields Program since 2004 including over \$1.4 million in both Brownfields

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Hazardous Substance and Petroleum Assessment funds and their Brownfields Cleanup RLF Program since 2007, closing \$2,186,960 in loans and \$1,535,000 in subgrants.

Grant Support: The financial management of all grants administered by the Town's is done by Ms. Maureen Finger who serves as the Finance Director. Ms. Finger has been working in this capacity since 1999.

Berwick already has retained Mr. Brian Dench of Skelton, Taintor and Abbott to assist with the legal aspect of the Prime site. Mr. Dench has tremendous experience with Brownfield properties in Maine having assisted the City of Sanford with the acquisition of the Sanford Mill in 2009.

Procurement: In the case where additional expertise is required (i.e. environmental consulting), the Town utilizes a competitive procurement process for obtaining this expertise. This will consist of setting up a proposal review committee, receiving proposals from multiple firms, evaluating the firms based on established criteria, and awarding the contract to the firm that best meets those criteria.

b) Audit Findings

The Town of Berwick has never had an internal or external adverse audit finding.

c) Past Performance and Accomplishments

ii) Has Not Received an EPA Brownfields Grant

1. **Purpose and Accomplishments:** Berwick has received and managed grants from various state and federal agencies totaling more than \$1 Million: Federal Emergency Management Agency (FEMA), Maine Forest Service (MFS), Maine Department of Inland Fisheries and Wildlife (IF&W), Maine Bureau of Highway Safety (BHS), Federal Department of Homeland Security (DHS). Pertinent Details of select grants are listed in the bullets provided below:

- FY2013 – FEMA Event Grant for the February 8 & 9 2013 winter storm to cover the cost of snow removal, Amount=\$31,587 (includes State and Local Portion). With the grant the Town was able to recover the cost of hiring temporary help, fund overtime costs, materials, and equipment.
- FY2008 to FY2013 - DHS SAFER Grants for Staffing Adequate Fire and Emergency Personnel, Amount=\$520,938 (includes a town match), FEMA administered. With the grant the Town was able to hire and fund two full time firefighters under a five year commitment.
- FY2008 to FY2011 – DHS Fire Equipment Grants for Firefighter Assistance, Total Amount=\$524,220 (includes town matches), FEMA. With the grants the Town was able to purchase a fire tanker truck with \$190,000 grant funds for \$342,665, a fixed compressor/cascade/fill station along with 10 SCBA air packs for \$140,455, 15 sets of protective clothing and an extractor & dryer cabinet for \$58,765, and acquisition of a forestry truck for \$125,000.
- FY2010 – MFS Forest Protection Volunteer Fire Assistance Grant for equipment purchase to necessary equipment for volunteer firefighters. Amount \$2,654. With the grant the Town was able to purchase 25 Nomex shirts, helmets, eye protection, and gloves, as well as 12 100' of 1.5" forestry hose, 2 Pulaski hand tools, 4 shovels and 4 fire rakes.
- FY2011, FY2012, and FY2013- IF&W ATV Enforcement Grants for multi-jurisdictional ATV law enforcement from the State of Maine Inland Fisheries & Wildlife, Total Amount=\$13,479. With the grant the Town was able to fund ATV enforcement details in conjunction with the Maine Warden Service to supplement its pro-active enforcement of ATV laws and regulations.

2. **Compliance with Grant Requirements:** Town of Berwick has been awarded and successfully managed the above state and federal grants. Generally, each of these grants was applied for to support our fire department, police department, and other town departments. Most of the grant funds were used for the purchase of vehicles and other equipment and/or to provide adequate staffing

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of the fire department. Without exception, the Town has met the various agency requirements of the grant work plans, stayed on schedule, and complied with the terms and conditions of the grant. Our successful management of these grants is evidenced by the fact that for some grant programs we have received multiple awards. As a part of our compliance with the various funding agencies we are and have been required to report various outputs and outcomes in periodic reports provided in written and electronic form to the awarding agency;

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1) Community Need

a) Targeted Community and Brownfields

i. *Targeted Community Description:* The Town of Berwick is a rural Maine community with 7,242 hard-working residents located in York County in the southwestern corner of the State of Maine. Berwick was incorporated in 1713 as Maine’s 9th Town. Berwick is bordered to the west by the Salmon Falls River and by Somersworth, Rochester, and Rollinsford, New Hampshire, to the south and east by South and North Berwick, and the north by Lebanon, Maine.

Ask any resident and they will likely tell you that nothing really has changed in downtown Berwick since the Prime Tanning Co. Inc. closed its doors in 2008 after nearly 100 years of operation, laying off the last 150 workers (300 from the historic high), most of whom were Berwick residents. In fact, the downtown has gotten worse. We seem to have been stuck in a never ending re-run of the 1993 Bill Murray movie “Groundhog Day” because every day our residents repeat the same things over and over...they get up, eat breakfast, and drive to work through our downtown, work all day outside Berwick, and drive home back through our downtown. While each morning, work day, and night might be a little different, the one constant is the drive through downtown that is dominated by the vacant, shuttered, and dark Prime Tanning site. The still empty mill buildings and quiet smoke stack serve as an unwelcome reminder of better and happier times. To make matters worse, change is not likely to happen until the contamination present at the site is cleaned up paving the way for re-investment in our downtown. Larger communities might be less affected by a site like this, but the Prime site dominates more than 11 of our 20 acre downtown and is a huge problem for the Town and more specifically the residents around the mill (i.e. the CDP area) which is the target community for this grant.

ii. *Demographic Information*

Targeted Community	Berwick	Berwick CDP	Maine	National
Population:	7,242 ¹	2,187 ¹	1,328,361 ¹	308,745,538 ¹
Unemployment:	6.0% ³	11.8% ³	6.1% ⁴	6.70% ²
Poverty Rate:	2.3% ³	3.6% ³	8.9% ³	15.1% ³
Percent Minority:	4.0% ³	8.0% ³	4.7% ³	26.7% ¹
Median Household Income:	\$62,361 ³	\$60,690 ³	\$48,219 ⁴ [RIP1]	\$53,046 ⁴
Other: Percentage of Blighted Buildings ⁵ :	<2%	55%	<1%	<1%
Other: Percentage of Homes Built Prior to 1980 ¹ :	?	78%	?	58%

1 – 2010 U.S. Census data available at <http://www.census.gov/>

2 – Bureau of Labor Statistics (November 2013) at www.bls.gov

3 – 5-year American Community Survey 2008-2012 U.S. Census Data and is available at http://factfinder2.census.gov/faces/tableservices/jsf/pages/productview.xhtml?pid=ACS_12_5YR_DP03

4 – Quickfacts from the US Census, 2008 – 2012 - <http://quickfacts.census.gov/qfd/states/23000.html>

5 – Data based on informal visual survey

iii. *Brownfields:* The Prime Tanning site, which is the subject of this grant application, lies at the heart of our small downtown. The Prime site was the center of employment for Berwick’s residents and other surrounding communities for over 100 years. Prime previously was the symbol of pride and the American work ethic as some of the best red, white, and blue leather in the world was finished

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tanned at the mill. Now the site is nothing more than an eye sore, health hazard, blight, and an impediment to the revitalization of Berwick.

The property is surrounded by ugly corroding chain-link fence. The asphalt covered parking lots have weeds growing through the cracks and the buildings are even uglier as they are vacant, shuttered, and the painted surfaces are peeling in large sheets. There were more than 30 additions to the buildings over the years which were added as the mill prospered and expanded. However, the long history of sprawling building growth has covered areas where waste hides, tanning byproducts, and other wastes were dumped. In addition, previous environmental work conducted at the property have identified chlorinated solvents, metals (primarily chromium), polycyclic aromatic hydrocarbons (PAHs) and comingled petroleum contamination in the soil, groundwater, and soil gas that has impacted parts of the property. This contamination may be putting the area residents and adjacent nearby Salmon Falls River at risk.

There are at least seven other potential Brownfields sites in Berwick, a high percentage of Brownfields for a community of only 7,242. These consist of two underutilized auto repair facilities, one gas station, an old Town water works, and three areas that contained former industrial properties. Most of these sites are in the downtown, are further contributing to the blight of the downtown, and are likely impacting Berwick's environment, human health, and welfare.

iv. *Cumulative Environmental Issues:* According to Scorecard (www.scorecard.org), the Prime Tanning site leads the way in York County, in Toxics Release Inventory (TRI) contaminants released to the environment (42,020 pounds). Twenty-six thousand (26,000) pounds more contaminants have been released at the Prime site than the No. 2 polluter on the list. In fact, Prime released more TRI contaminants than the top 10 polluters on the list combined! In addition, the majority of homes in downtown Berwick were constructed in the 1950s and many suffer from lack of investment. This has led to environmental concerns about degraded lead based paint. Furthermore, the Turnkey Landfill (special waste landfill) is located approximately 5 miles west of Berwick in Rochester, NH. The landfill is the only special waste landfill within 100 miles of Berwick, Maine. Thousands of tons of special waste are trucked through Berwick on way to Turnkey Landfill leaving diesel emissions, noise and pollution. In addition, over _____ vehicles [VR2]per day travel through the downtown away to jobs outside Berwick leaving behind their congestion and auto emissions. Lastly, adjacent Somersworth, NH has a number of Brownfields sites that include old dry cleaning facilities, underutilized mill properties, and a large General Electric manufacturing facility (all within 1 mile of Berwick CDP residents). Each of these factors is contributing to the cumulative environmental issues in Berwick. Moreover, according to the February 2011 Salmon Falls Watershed Collaborative Action Plan, assessment data indicates the Salmon Falls River that forms the west boundary of the downtown with adjacent Somersworth, NH, is classified as either "severely" or "marginally" impaired and not supporting swimming due to *Escherichia coli* bacteria or aquatic life due to low pH. The sources of bacteria and pH contamination causing impairment are unknown. Also both the intakes for the Berwick and Somersworth, NH public water supplies are located in the river and on multiple instances did not comply with required Clean Water Act standards.

b) Impacts on the Targeted Community

Previous environmental assessment reports indicate that the Prime Tanning site has had deleterious effects on the environment around the mill. Past EPA-funded Brownfields site assessment work and a RCRA closure conducted several years ago at the site indicate the presence of volatile organic compounds (including chlorinated VOCs), PAHs, and metals. These PAHs, metals, and VOC compounds have impacted the subsurface environment and which make redevelopment of the site very

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difficult. Numerous undocumented releases have occurred over the years that have impacted the soil, groundwater, and sub-slab air beneath the buildings. Asbestos and lead-based paint are also confirmed in building materials. This has raised concerns as to human health impacts to nearby residents including minority populations, our young and women of child bearing age. An unnamed brook that runs across the site was buried during the early construction of the mill and it is now confined to a small culvert under the property. Burying the brook has had a significant negative impact on the brook biota and contamination present on the Prime site may also be adversely impacting it and ultimately the Salmon Falls River.

According to www.scorecard.org, children of York County have an increased chance of high blood lead levels due to the high proportion of pre-1980s housing stock (78% in the Berwick CDP¹), as compared to the nation (58% in US). [RIP3] Many of these houses have been converted into apartments and Section 8 housing. [Children living in the older housing stock surrounding Prime site already have a higher risk of high lead blood levels, but the presence of the Prime Tanning and our other Brownfields may be increasing the risk. [VR4] The scorecard also indicates that York County has 17 % of children under age of 5 [RIP5] living in poverty which does not bode well for Berwick because all of our low cost housing stock is around the Prime site. Additionally, the high prevalence of Brownfields in our downtown has caused many downtown property owners to defer investment in their buildings as they do not see a return on their investment resulting in this housing stock to be run down and in dire need of repair. The downtown around the Prime site would likely have the majority of housing code violations, but Berwick doesn't have a rigorous ordinance to allow for such enforcement. The rundown nature of the downtown combined with other political issues (a housing project gone bad in 2012) have created an environment where residents are against most forms of additional housing in the downtown.

This has perpetuated the prevalence of blight in our downtown. According to the February 18, 2014 Berwick Downtown Vision Report and Implementation Plan “*Main streets are a town’s economic and cultural hub and remind us of what we were and who we are today. Berwick does not have a Main Street. Berwick has 11 acres of ugly abandoned buildings in the heart of the downtown. These buildings are not only an enormous waste of potential, but a chilling reminder of how much we’ve lost as a community*”. In a 2013 survey of over 500 respondents (over 8% of the population of Berwick) in Berwick completed as part of the Vision Plan, **the redevelopment of Prime Tanning and making that downtown area more “appealing” was rated as the No. 1 concern for the residents of Berwick.** The survey concluded “*the vast majority of responses indicate a strong distaste for the downtown appearance. Respondents use adjectives such as “eyesore,” “ugly,” “embarrassment,” and “shabby”.*

According to the 2014 Vision Plan, the second biggest concern is the lack of greenspace and connectivity within the downtown. The vacant Prime site has left downtown Berwick with limited greenspace as well as limited connectivity for walking and biking within the downtown community, leaving practically the only means of transportation to be the automobile. In a recent Rural Active Living Assessment completed by the Choose to Be Healthy Coalition of York County in 2013, our existing recreation areas and greenspace are not located in or connected to the downtown mostly due to the presence of the vacant Prime lots. The disconnected nature of these opportunities prevents them from being fully used by downtown residents.

The area around the Prime Tanning site is not just blighted, it contains some of our neediest and most sensitive populations from a human welfare perspective (see Berwick CDP in the table above). The area around Prime has a disproportionately high rate of unemployment and poverty, and lower median

¹ 5-year American Community Survey 2008-2012 U.S. Census Data (factfinder2.census.gov)

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household income compared to the rest of Berwick. The area around the site also has a higher percentage of sensitive populations, including children under the age of 5 years, elderly, and women of child bearing age, than anywhere else in town¹. These sensitive populations are underemployed, living in poverty, living in substandard housing, living within the blight of the downtown, and at a higher risk of being impacted by our Brownfields. They need jobs, and desire a strong sense of place in the downtown including added businesses, greenspace, and connectivity between where they live, work, and play. These are the community needs to be addressed under this cleanup grant.

c) Financial Need

i. *Economic Conditions:* Berwick's does not have the financial capacity to undertake the cleanup of the Prime site without EPA's assistance for the reasons detailed in the bullets below:

- Berwick relies heavily on local property taxes to fund all municipal service departments including the police and fire departments, a large portion of the schools, and any economic development and/or environmental protection projects that must be addressed. The recession that has gripped the nation has negatively impacted our operating budgets since 2001 leaving us with fewer taxes collected than expected. For example, In addition, Prime Tanning once provided \$____ of our annual property taxes (in 20__), [VR6]which is now \$0, a significant hit to our annual operating budget.
- We have the added burden of state income and sales taxes so there is little room to collect extra taxes from our residents fund any cleanup activities. As with all states, local tax monies paid (State & Federal) yield very little in return back to Berwick.
- According to a USDA study entitled "State Supplemental Nutrition Assistance Program [SNAP] Participation Rates in 2011" Maine had more than 211,000 residents (15.8% of the total population) that were eligible to participate in SNAP which is more than the national rate. By 2012, the number of Mainers participating had risen to 252,860². Moreover, Maine leads the way in SNAP participation rates for the nation at almost 100% of eligible residents suggesting that the overall burden of taxes and other financial strains leaves Mainers with less after tax income compared to other areas in the nation, making it essential for them to enroll in public assistance in order to survive. Of the 300 total participants in Berwick, 140 are located in close proximity to the Prime Tanning property³.
- According to Poverty in America: Living Wage Calculator (<http://livingwage.mit.edu/states/23>), a single parent in Maine with two children must earn \$25.08 per hour to be able to provide and live effectively. However, the problem is that the high-paying manufacturing jobs have gone away leaving low-pay service industry jobs suggesting that Berwick residents have less living wage jobs to pick from.
- The Town has incurred additional cost responding to several natural disasters, which have been likely brought on by global climate change, that have occurred since 2006 which has limited our Town's ability to pay for environmental projects. According FEMA (www.fema.org), these disasters include: February 2013 Severe Winter Storm, 2011 Tropical Storm Irene, December 2010 Maine Ice Storm, April 2007 Patriot's Day Flood, and the May 2006 Mother Day Flood #1.

² <http://www.governing.com/gov-data/food-stamp-snap-benefits-enrollment-participation-totals-map.html>

³ <http://factfinder2.census.gov/faces/tableservices/jsf/pages/productview.xhtml?ftp=table>

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ii. *Economic Effects of Brownfields:* The presence of the Prime site has had a significant impact on Berwick in a number of ways which have drastically affected our economy. When Prime finally closed its doors in 2008 leading to the layoff of the last 150 workers, the mill was in a state of general disrepair for at least 10 years before that, as the owners were more focused on keeping the business going than the appearance of the mill. The natural response was that area property owners deferred investments in their properties and the neighborhood around it took on a run-down appearance. This pushed away new potential residents looking for well-kept housing opportunities. These conditions had a net negative impact for the Town because property values fell resulting in lower rents and taxes collected. For example ... This costs the Town thousands annually in unrealized taxes not to mention that there has been no tax revenue from the Prime site because the owners stopped paying their property taxes (\$46,061.74 per year) and the water and sewer bills. Prime Tanning still owed the Town approximately \$231,000 for back taxes and water/sewer services prior to the Town acquiring the property in 2014. Private commercial businesses do not want to come to Berwick either because of the condition of the Prime site and the blighted area surrounding it. This has attracted residents to Berwick with disproportionately high rate of unemployment and poverty, and lower median household income compared to the rest of Berwick.

2) Project Description and Feasibility of Success

a) Project Description

i. *Existing Conditions:* The Prime Tanning property is located in the center of downtown Berwick at the intersections of School Street (Route 9), Sullivan Street, and Wilson Street. The Prime property consists of 7 separate lots, 8 acres of land with 7 acres of buildings that are shuttered. In addition Prime owns 3 additional lots adjoining the main property consisting of three acres of land. There have been no tannery operations at the site since 2008 when the mill closed and Prime Tanning owners filed for bankruptcy protection. The only activities at the site since 2008 has been a RCRA closure and EPA funded Brownfields assessment work completed through the Maine DEP/EPA Brownfields Program. In 2014, the Town of Berwick acquired the main Prime Tanning property (7 lots and 8 acres) for over 5 years of owed back property taxes.

Prior work has indicated the presence of VOCs (including chlorinated solvents), PAHs, and metals in the soil, chlorinated VOCs and non-chlorinated VOCs in ground water, and chlorinated VOCs in the subsurface soil gas at the site. There is documented asbestos and lead based paint in the buildings.

In 2013, the Town, through a committee called the Berwick Downtown Vision Committee (DVC), developed a clear, sensible, consensus-driven plan to reduce blight and revitalize not just the Prime site, but the entire downtown. Substantial input was provided from a community questionnaire that was sent to all Berwick residents and business leaders with 500 of our residents responding and during the two well attended public Charrettes that were held in May and June 2013. The information gathered during the Charrettes was then transformed into a unified vision (the Vision Plan) serving as an update to the Town's Master Plan for the downtown with assistance of a professional landscape architecture firm.

The community vision for the downtown is as follows: "*Berwick is a rural, riverside town that appreciates the importance of a connected, actively engaged community and proudly cultivates its unique strengths and small town character by:*

- *Promoting small business and creative outlets where local talent, entrepreneurship, and agriculture flourish;*

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- *Fostering a healthy relationship with land and river through conservation, environmentally-minded development, substantial and functional green space, and responsible recreation;*
- *Creating a safe, friendly downtown where youth, families, and community come together.”*

“The Vision seeks to establish downtown as a center for community interaction, business activity, and outdoor recreation.”

The outcomes of the Plan are to facilitate significant re-investment in the existing nearby downtown buildings, infill development in places, and demolition in places where the buildings are counter to the vision. It also involves a re-discovery of the nearby Salmon Falls River by developing a river walk, active and passive parks with pavilions, and canoe and kayak launch facilities. The redeveloped river area will be connected to the Prime site for pedestrians via a walking trail. In turn, the Prime site will be connected to a nearby Penny Pond and the Town’s ball fields via a northern extension of the walking trail.

In 2014, the Town acquired the Prime property for back taxes and subsequently signed a development agreement with a private developer (Funds of Jupiter) to redevelop the site. Redevelopment for mixed use (commercial, residential, and greenspace) is the focus for Prime as the downtown is underserved with commercial space, decent housing, and greenspace. The redevelopment master plan calls for the removal of half the buildings, reuse of half the buildings for retail and light industrial, construction of new convenience retail, construction of new housing, and construction of greenspace and trail in the center of the property. The unnamed brook that is currently buried and runs in a culvert will be released and day lighted to bring a sense of nature and rural character back to the site. The Prime smoke stack will be revitalized and left to pay our homage to the town’s industrial past. **The goal of the Prime redevelopment is to remove blight, provide jobs, create decent housing, provide greenspace and facilitate connectivity within the community. It will also create the “Main Street” that is so much desired for the residents of Berwick as well as serve as a catalyst for investment in other surrounding downtown buildings.**

The plan for the Prime site involves the redevelopment of some portions of the buildings and demolition of others. The \$25 million redevelopment includes the following:

Lot 1 (69,041 total s.f.)	31,000 s.f. light industrial (reuse of existing building) 8,000 s.f. office (reuse of existing building)
Lot 2 (90,491 total s.f.)	42,500 s.f. light industrial (reuse of existing building)
Lot 3 (33,503 total s.f.)	79,000 s.f. 3-story mixed use retail and residential (new construction)
Lot 4 (69,630 total s.f.)	69,000 s.f. “Main Street” and parking area (new construction)
Lot 5 (18,708 total s.f.)	8,500 s.f. convenience retail (new construction)
Lot 6 (39,011 total s.f.)	39,000 s.f. greenspace and trail (new construction)
Lot 7 (21,654 total s.f.)	52,000 s.f. 3-story mixed retail and residential (reuse and new constr.)

The subject of this grant application is Prime Lot 6 which will consist of abatement of asbestos and universal wastes, removal of the buildings, removal of source area contaminated soils and installation of a soil cover system for residual contaminated soils. The site will be redeveloped with 39,000 s.f. park and urban walking trail to facilitate connections between the Prime facility and the downtown as a whole.

ii. Proposed Cleanup Plan: Specific Environmental Contaminants identified at the Prime site include the following:

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- Government spill reports documenting petroleum and chemical releases at the Site; significant chemical and oil staining present in the main tannery building in proximity to trench drains whose connection to the sewer system could not be confirmed; and the limited information regarding form USTs at the Site indicate that petroleum or hazardous substances may have been released to the surface or subsurface at the Site. The trenches were reportedly cleaned, but petroleum or hazardous substances may have been released to the subsurface at the Site through cracks/penetrations in the floors and trenches.
- The documented presence of remaining buried tannery waste hides as identified in the 2010 Phase II ESA indicate that buried solid waste may remain at the Site.
- The presence of contaminants exceeding applicable standards has been documented at the Site in soil (polycyclic aromatic hydrocarbons (PAHs)), groundwater (methyl-tert-butyl ether (MTBE) and vinyl chloride (VC)) and soil vapor (tetrachloroethene (PCE) and trichloroethene (TCE)). PAHs in soil are a Site-wide condition. One or more source areas of chlorinated volatile organic compound (VOCs) are likely present underneath the current buildings on the Site.
- Asbestos-containing materials (ACM) were identified throughout the Site building
- Universal and hazardous wastes in the form of potentially polychlorinated biphenyl (PCB)-containing fluorescent light ballasts and mercury-containing fluorescent light bulbs.

Remediation of the Prime site will consist of the removal and proper disposal of hazardous building materials (asbestos, lead based paint, and universal wastes). Once these materials are abated and the buildings are removed, source area contamination (VOCs and chromium) will be excavated and disposed. The remaining residual contaminated soil will be remediated by the installation of an engineered barrier consisting of a mix of a soil, pavement, and concrete cover systems. Each remediation option will utilize standard construction techniques and can be implemented in a relatively short timeframe. During construction, engineering controls will be utilized including dust suppression during excavation activities and the use of temporary fencing to protect the public during construction activities. Once remediation is completed, institutional controls will be placed through the use of Maine's Uniform Environmental Covenant Act. A deed restriction will be implemented to prohibit the disturbance of the soil cover, the excavation of contaminated soil, and the extraction of groundwater from the Site. These restrictions will be documented through the Maine DEP Voluntary Response Action Program (VRAP), the state's voluntary cleanup program.

b) Task Description and Budget Table

The following is a description of each task that will be conducted under the cleanup program:

Task I: Cooperative Agreement Oversight / Engineering: Includes costs for the planning, engineering, design, bidding, and oversight of cleanup activities. This budget allocates all costs to contractual items to complete the cleanup activities of the Site and is further broken down as follows:

1. \$15,000 for planning, engineering, design, and bidding (150 hours at \$100 per hour)
2. \$15,000 for on-site oversight and documentation (150 hours at \$100 per hour)

It is estimated that the Town will provide grant management oversight and contractor coordination as an in-kind service at an estimated amount of \$7,000 (100 hours at \$70 per hour). Outputs for this include EPA Quarterly reports, quarterly ACRES updates, engineering bidding documents, and cleanup oversight field reports.

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Task II: Public Meetings and Community Involvement: Includes development of a Community Relations Plan and preparing and advertising an Analysis of Brownfields Cleanup Alternatives / Remedial Action Plan (ABCA/RAP), submitting the quality assurance project plan (QAPP), and submitting a VRAP application and work plan. In addition, this task involves the public involvement activities described in Section 3.a. This task estimates the following:

1. \$2,000 for Town personnel to advertise and attend public meetings (28.5 hours at \$70 per hour)
2. \$10,000 for consultant time to prepare the ABCA/RAP, QAPP and VRAP documents, assist in the community outreach portion, and participate at the public meetings (100 hours at \$100/hour)
3. \$1,000 for participation in the Maine DEP VRAP program (\$500 application fee plus 10 hours of DEP technical review at \$50 per hour)
4. \$1,000 in supplies that will comprise newspaper advertising and presentation materials

The Town will provide additional coordination and community outreach support outside of the public meetings as an in-kind service at an estimated amount of \$3,500 (50 hours at \$70 per hour). Outputs for this task include the Community Relations Plan, ABCA/RAP, VRAP No Action Assurance Letter, handouts during public meetings, and meeting minutes.

Task III: Cleanup Activities: This task includes contractor costs for capping of contaminated soil at the Site. This budget allocates all costs to contractual items to complete remediation activities at the Site and is further broken down as follows:

1. Approximately \$40,000 for the removal of asbestos, lead and universal wastes
2. Approximately \$20,000 for the removal and disposal of source area contaminated soils
3. Approximately \$90,000 for the installation of the engineered soil, concrete and asphalt cover system.

The Town will provide a cost share of \$26,000, which will be sourced through a cash contribution from the Town general fund. Outputs for this task will include engineering oversight field reports that will be submitted to the Maine DEP for approval, and bills of lading and/or waste manifests.

Task IV: Coordination and Final Reporting: Includes consultant costs for ongoing coordination with the EPA Brownfields Program and the Maine DEP Voluntary Response Action Program. Subtasks will include communications, submission of status reports, and a remediation summary report.

This task estimates \$6,000 for consultant time for preparing the remediation summary report (60 hours at \$100 per hour).

The Town will provide coordination and communications with the EPA and DEP as an in-kind service at an estimated amount of \$3,500 (50 hours at \$70 per hour). Outputs include the remediation summary report as well as a Certificate of Completion from the Maine DEP VRAP.

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Prime Tanning Lot 6 Hazardous Substance Cleanup Budget					
Budget Categories	1. Cooperative Agreement Oversight & Engineering	2. Public Meetings and Community Involvement	3. Cleanup Activities	4. Coordination and Reporting	Total
Personnel	\$0	\$2,000	\$0	\$0	\$2,000
Travel	\$0	\$0	\$0	\$0	\$0
Equipment	\$0	\$0	\$0	\$0	\$0
Supplies	\$0	\$1,000	\$0	\$0	\$1,000
Contractual	\$30,000	\$10,000	\$150,000	\$6,000	\$196,000
Other: VRAP Fees	\$0	\$1,000	\$0	\$0	\$1,000
Total Federal Funding	\$30,000	\$14,000	\$150,000	\$6,000	\$200,000
Cost Share	\$7,000	\$3,500	\$26,000	\$3,500	\$40,000

c) Ability to Leverage

The Prime site has already received approximately \$109,000 in State and EPA funds from the State of Maine and from Southern Maine Planning & Development Commission to execute the prior assessment work. Additionally, the Berwick voters appropriated \$25,000 in 2012 to support the Downtown Vision Committee which paid for the community questionnaire, the Charrettes, and the Vision Plan. The Vision Plan is now leveraging the following funds to ensure the successful redevelopment of the Prime Site. Letters of leveraged commitments are included in Attachment 4.

Funds to Leverage/Source	How Funding Will Be Used	Value (\$)
In-Kind Services - Town of Berwick	Berwick will be providing in-kind services throughout the life of the grant during assessment, cleanup, and redevelopment.	\$20,000
Kittery Area Comprehensive Transportation System (KACTS)	Doing traffic study around Prime site to identify traffic and parking issues and to plan for the redevelopment of the Prime site.	\$28,000
Maine DOT	Funds used to improve downtown transportation and connectivity by upgrading road infrastructure and bridge over Salmon Falls River	\$700,000
Town of Berwick	Upgrade street lighting in vicinity of Prime site	\$20,000
Private Investment (Funds of Jupiter)	Fund the acquisition of the property	\$260,000
Private Investment (Funds of Jupiter)	Private funds to facilitate redevelopment once cleanup is complete	\$25,000,000

3) Community Engagement and Partnerships

a) Plan for Involving Targeted Community & Other Stake holders...

The Town of Berwick has engaged the community during the visioning process and will continue to involve the community throughout every aspect of this grant from cleanup to redevelopment. This

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project simply will not be effective without an involved and engaged community. Our plan to engage the community is as follows:

1. Developing a Brownfields Advisory Committee – The Town will set-up a Brownfields Advisory Committee made up of select Town staff, members of the Downtown Vision Committee, our community-based organizations, private interests, and Berwick residents. The Advisory Committee will be chaired by the Berwick Town Manager. The Advisory Committee will play a significant role in the community outreach portions of the program. Meetings will be held quarterly in the Town Hall.
2. Hosting Public Information Forum/Meetings - The Town of Berwick will host one initial public forum about the Prime Tanning site to continue to educate the public on the EPA Brownfields process so that community members can understand what is happening to the property and what it means for them. It will also serve to review the Draft ABCA for the property and solicit public input and health concerns regarding the cleanup. This forum will be held prior to initiating cleanup work and during the 30 day comment period for the ABCA. One additional public meeting will be held during the cleanup to communicate progress of the cleanup to the community and to solicit any input and health concerns from area residents regarding the cleanup. Technical staff will be available to discuss the meaning of the technical results to the public. Please note that 99% of residences in the target area speak English, therefore translation of material into other languages will only be done as needed. In addition, any other special needs (handicap, etc.) will be accommodated during the meetings.
3. Getting the Word Out - A multimedia approach will be employed to advertise meetings, encourage community participation, and provide responses to community concerns, including announcements via local newspaper, e-mail, the Town of Berwick website. In addition, Berwick will use the Downtown Vision Committee Facebook page and Twitter account to get out instant news about the project including meeting dates and times. All public forums/meetings will be held in the Berwick Town Hall in the selectman's chambers and be held at a time where the working public will have opportunity to participate. The meetings will also be recorded by Berwick Community Public Television staff and aired on Berwick's public access television channel so that the public that cannot attend can be kept informed of the progress of the grant and activities at the site.

b) Partnerships with Government Agencies

Your Local/ State/ Tribal Environmental and Health Agencies as Applicable to your state and local procedures:

Berwick, Maine does not have a local health department, but we will work with the Maine Department of Environmental Protection (Maine DEP), Maine Health and Human Services, and Town of Berwick's Brownfields Advisory Committee throughout the 3 year Brownfields grant period and beyond. Berwick will partner with these entities to share information on threats to human health and the environment associated with the Prime site, including providing guidance on impact of lead-based paint on children under 5 years old. Notice will be made during public forums/meetings regarding work activities that are scheduled to be completed. Public notices shall include contact information so that concerned citizens can call with questions and/or concerns during the assessment and redevelopment.

Maine DEP staff will serve on the Brownfields Advisory Committee, participate in technical discussions on the ABCA and engineering documents, plans for safely and effectively implementing the cleanup, as well as review and comment on the QAPP, the ABCA/RAP, and remediation summary reports. Through the Maine DEP Brownfields Voluntary Response Action Program, liability protections are granted to developers and future owners in regards to existing known environmental contamination. By working with Maine DEP, the Town, community, and developer will understand the liabilities and limitations associated with the site.

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Other relevant federal, state, and local governmental agencies: Berwick will work with EPA on this Grant. The EPA Project Officer and Quality Assurance staff will be integral to ensure that the work is done appropriately. In addition, Berwick will work with Southern Maine Planning and Development Commission (SMPDC) on this project. SMPDC is our regional planning commission with extensive EPA funded Brownfields experience and will support Berwick in a number of ways. They will be retained to manage the grant so that we don't make any first-time grantee mistakes, serve on the Brownfields Advisory Committee, and they will assist Berwick by helping to find additional fund leveraging sources to help complete the project.

c) Partnerships with Community Organizations

We will rely on the following community organizations to implement this project. Letters of commitment from our project partners have been included in **Attachment V**.

- Sustainability Berwick is a non-profit Berwick based community organization whose focus is recommending and implementing sustainable solutions for Berwick. The organization is actively performing water quality monitoring the Salmon Falls River with support from the State of New Hampshire Department of Environmental Services and assisting with recommending sustainable solutions for storm water management in town. They will be represented on the Brownfields Advisory Committee and assist the Envision Berwick committee by recommending land use ordinance changes focused on sustainability. This will greatly affect the nature and scope of the redevelopment of the Prime site.
- Mobilize Maine is a non-profit community organization focused on helping communities with an asset based approach to economic redevelopment. They will provide Berwick will have access to a breadth of regional economic development strategies and livability principles. For example, they will assist with the economic piece of the redevelopment plans over the life of the grant. Representatives from this organization will also sit on the Advisory Committee.
- Choose to be Healthy Coalition which is a non-profit community organization and part of York Hospital focused on healthy lifestyles choices for Maine residents and tobacco and substance abuse prevention. They recently committed a Rural Active Living Assessment for Berwick in 2013 which suggested more walking opportunities for our residents. As such, they have committed to serve on the Brownfields Advisory Committee to advocate for the redevelopment to include greenspace and walking trails which would connect the Town's opportunities increasing the healthy lifestyle choices.
- Salmon Falls Watershed Collaborative run by the Wells National Estuarine Research Reserve is an inter-state effort to protect drinking water supplies for more than 47,000 residents in Maine and New Hampshire. Salmon Falls Watershed Collaborative brings together natural resource experts, municipalities, land trusts, local water districts and community and watershed organizations to implement an Action Plan that was developed to protect clean drinking water for current and future generations. Examples of their efforts include assisting the neighboring Somersworth, NH with a low impact development regulation. Members of the collaborative have committed to be represented on the Advisory Committee and will work with Envision Berwick to help frame land use ordinance changes that will help protect the Salmon Falls River [VR9].
- Conservation Law Foundation is a non-profit community organization that uses the law, science, policymaking, and the business market to help communities find pragmatic, innovative solutions to New England's toughest environmental problems. CLF will serve on the Brownfields Advisory Committee to be resource for understanding the challenges associated with releasing and revitalizing

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the unnamed brook beneath the Prime site and provide guidance on funding sources for project implementation.

4) Project Benefits

a) Health and/or Welfare and Environment

i. *Health and/or Welfare Benefits:* Berwick has had a lot of history and during that time many important events have occurred in town that have made our residents proud, but none of these events will compare to the day that the Prime Tanning site is finally redeveloped. In all of York County and Southern Maine there is no other single project like Prime Tanning that can wholly change the surrounding community forever! Just like Bill Murray in Groundhog Day, we get a “DO OVER” for our downtown! As such, there are tremendous project benefits that will be realized from a redeveloped Prime site.

The redeveloped Prime Tanning Site will create the new “Main Street” in downtown Berwick, 70,000 s.f. of light industrial space, 8,000 s.f. of office space, 30 units of decent housing, 45,000 s.f. retail, 2 acres of greenspace, and new connections to other recreational opportunities including the Salmon Falls River, Penny Pond and the Town’s recreational fields. Future site occupants and adjacent residents will realize health benefits from reduced/eliminated toxicity associated with the reduction of contaminants from water, soil and air. The redevelopment of Prime will serve as a catalyst for investment in other blighted buildings and substandard housing in the downtown. This will indirectly help lower lead blood levels in children. The fresh new building stock and redeveloped existing buildings will also help attract new businesses to Berwick. This will create significant welfare and economic benefits besides the obvious removal of blight. **Ultimately, the redevelopment of Prime Tanning will result in a reduction of over 80% of the blight in downtown Berwick over the next 10 years.**

ii. *Environmental Benefits:* A cleaned up and redeveloped Prime site will lead to the environmental benefit from the physical remediation of contaminants from 8 acres in our downtown. Cleanup will help to make the residents and sensitive populations become healthier because the identified contamination migration and/or exposure pathways will be properly mitigated. The assurance of CERCLA and state liability protections that will come from participation in the Maine Voluntary Response Action Program will allow private developers to get comfortable with investing private equity in the site and allow for the successful redevelopment of the site in accordance with the Town’s vision.

b) Environmental Benefits from Infrastructure Reuse/Sustainable Reuse

i. *Planning, Policies, or Other Tools:* To help ensure that the redevelopment of Prime is sustainable, the Town of Berwick in the form of the DVC Vision and Implementation Plan has called for the following to be incorporated: (1) Incentives for rehabilitation, improvement and weatherization of existing structures in the downtown; (2) Updates to the Zoning Ordinance that ensure the goals of the DVC Vision Plan are achieved, including advancing ordinances that promote density in the downtown (e.g., legal in-law apartments, identification and protection for ‘buildings of value’, and establish permissible live-work spaces); (3) Tax incentives and/or other mechanisms that promote the conservation of the downtown character; and (4) Establishment of a Growth Boundary that will limit sprawl, focus on the downtown, and protect rural areas of town. To this end, Berwick DVC has drafted nine (9) warrant articles for the Town’s consideration. Most are related to limiting future blight and facilitating the development of Prime.

While the Prime Tanning buildings are very old and uniquely suited to the tanning of leather, the DVC Vision Plan calls for developing a plan to selectively rehabilitate and re-purpose portions of buildings to

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“*integrate the face of the future with the past*”. As such, it is estimated that up to 150,000 s.f. of the existing buildings (about 50%) would be saved and adaptively reused. Depending on the finished redevelopment, the current Vision Plan calls for saving the roadways around the Prime site with the addition of parking around some of the new or saved buildings. Water and sewer connection conveyances will be saved and modified to connect to the new buildings. To facilitate a healthier Berwick more quickly, the Town will request that green remediation practices and adaptation to climate change be considered during development of the ABCA and cleanup design to ensure the environmental footprint of the implemented remedies are minimized and the long term cleanup is resilient to climate change.

ii. *Integrating Equitable Development or Livability Principles:* In addition to creating housing opportunities and the creation and connection of public greenspace in the center of the Prime site, the DVC Vision Plan calls for making smart growth along with livability principles a priority, not just for the site, but for the entire downtown because it will help create a more sustainable community. Examples of how livability principles have been planned into the redevelopment of the Prime site and downtown are listed below:

- Encouraging a walkable community is at the very heart of the DVC Vision Plan. Prime is at the heart of the downtown and a redeveloped site will encourage people to get out of their cars and walk more.
- The plan calls for Berwick to be more neighborly by encouraging respect of architectural history of the town, promoting density, and fostering the synergies that can arise from increased human interaction.
- The Prime site redevelopment will require in-fill development and is located along the local bus route (Coast Bus line) through Berwick putting residents closer to better transportation choices.
- The upper floors of the new building or redeveloped buildings on the Prime site are planned for 30 new housing units that will provide the community with better workforce housing opportunities.
- The cleanup of the site will reduce the over toxicity of the downtown soil, groundwater, and air. In addition, the Town of Berwick will request that the cleanup contractor(s) do so using green remediation practices so the cleanup will more quickly contribute to a greener and healthier Berwick.

c) Economic and Community Benefits

i. *Economic or Other Benefits:* The redevelopment of the Prime site will result in tangible economic benefits. In this regard, we expect that the fresh new building stock that will come from the redevelopment of the Prime site will attract new businesses to Berwick. Based on our understandings of the economics of the area, the Town Tax Assessor expects that this redevelopment will leverage between \$15,000,000 and \$25,000,000 in private investment. This type of redevelopment is expected to increase Berwick property values around the site immediately by as much as 10% and bring in between \$65,000 and \$90,000 per year in property taxes for the Prime site once it is back on the tax rolls and redeveloped in accordance with the Master Plan. In addition, this redevelopment will create between 30 and 50 permanent jobs in the commercial spaces. The second and third stories of most of the buildings will be wonderful housing opportunities for young professionals.

The redevelopment of the Prime site will also result in tangible non-economic benefits. Berwick’s Vision Plan includes the creation of a 2 acre public Greenspace in the center of the site. The center greenspace with fringing mixed-use development which is meant to symbolize the Town’s renewal and reflect the civic pride found in the community. The public Greenspace will include certain amenities such as open grassy areas, hard surface walking paths, public art, large shade trees, benches, picnic

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tables, ornamental lighting, and a small play area which are important recreational opportunities identified by the Choose to Health Coalition. An important element of the park is that it will be connected to the nearby Salmon Falls waterfront and a local pond and the Berwick ball fields approximately 1/3 mile away via a hard surface walking path. Because it was identified as a ‘touchstone’ of the community during the Charrette process, the old Prime Tanning smoke stack will be preserved and dedicated as a reminder of the importance of our industrial heritage. An important component of the Greenspace will be the releasing and revitalization of the approximately 1,000 feet of the unnamed brook that is culverted beneath the site. This will be done with support from the Conservation Law Foundation, one of our community organizations for this project. This will allow access to the stream and ensure the rural character of Town is conveyed to downtown.

ii. *Job Creation Potential: Partnerships with Workforce Development Programs:* While there are no Brownfields job training grantees in our area, hiring local as a part of the assessment, cleanup, and during the redevelopment work is very important to us. As such, we will incorporate provisions in our Requests for Qualification to attract local expertise by giving special consideration to contractors who are Berwick-based companies or who have employees that live in the local area. In addition, we will partner with York County Career Center in nearby Springvale, Maine to raise awareness about the impending environmental work at the Prime site in an attempt to find competent environmental staff to support the project. In addition, the Town will require that the selected QEP to consider local sub-contractors from Berwick as a first priority because we are rich in the trades.

5) Programmatic Capability and Past Performance

a) Programmatic Capability

Berwick’s organizational structure is as follows: Town Manager is in direct charge of the all municipal offices in Berwick including the Planning Department, Assessor’s Office, Finance Office, Police and Fire Departments, and Town Clerk’s Office. As such, the Town Manger will be directly responsible for managing this grant. A description of the grant roles and experience of each staff involved is included below:

Project Oversight: Town Manager Patrick Venne is eminently qualified to oversee the management of this grant. He is the chief executive and administrative official in Berwick. He manages all town staff and all departments. Mr. Venne has a Doctor of Law in Land Use from the University of Maine - School of Law. He has worked in town government since 2011 (planning and town administration) and has prior experience as an attorney again working with municipal government. He has been involved with the Prime Brownfields site since 2012.

Project Management: Mr. John Stoll, Berwick Town Planner, will serve as the project director for this grant. Mr. Stoll has 3.5 years of experience working as a planner for Berwick, Maine; Sanford, Maine; and Aberdeen, South Dakota. Mr. Stoll was exposed to EPA funded Brownfields assessment work through his work in Sanford, Maine. Sanford, Maine has a highly successful EPA funded Brownfields program. In addition, Mr. Stoll also has experience managing other state and federal grants.

To provide Programmatic Support of the grant, the Town will retain Mr. Chuck Morgan of Southern Maine Planning & Development Commission (SMPDC) to assist Mr. Stoll. Mr. Morgan is a 25 year veteran of promoting economic development and managing both federal and State grant programs including U.S. EPA, U.S. Economic Development Administration, and Maine Department of Economic and Community Development within Maine. He is responsible for the implementation of the SMPDC Brownfields Program since 2004 including over \$1.4 million in both Brownfields Hazardous Substance and Petroleum Assessment funds and their Brownfields Cleanup RLF Program since 2007, closing \$2,186,960 in loans and \$1,535,000 in subgrants.

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Grant Support: The financial management of all grants administered by the Town's is done by Ms. Maureen Finger who serves as the Finance Director. Ms. Finger has been working in this capacity since 1999.

Berwick already has retained Mr. Brian Dench of Skelton, Taintor and Abbott to assist with the legal aspect of the Prime site. Mr. Dench has tremendous experience with Brownfield properties in Maine having assisted the City of Sanford with the acquisition of the Sanford Mill in 2009.

Procurement: In the case where additional expertise is required (i.e. environmental consulting), the Town utilizes a competitive procurement process for obtaining this expertise. This will consist of setting up a proposal review committee, receiving proposals from multiple firms, evaluating the firms based on established criteria, and awarding the contract to the firm that best meets those criteria.

b) Audit Findings

The Town of Berwick has never had an internal or external adverse audit finding.

c) Past Performance and Accomplishments

ii) Has Not Received an EPA Brownfields Grant

1. **Purpose and Accomplishments:** Berwick has received and managed grants from various state and federal agencies totaling more than \$1 Million: Federal Emergency Management Agency (FEMA), Maine Forest Service (MFS), Maine Department of Inland Fisheries and Wildlife (IF&W), Maine Bureau of Highway Safety (BHS), Federal Department of Homeland Security (DHS). Pertinent Details of select grants are listed in the bullets provided below:

- FY2013 – FEMA Event Grant for the February 8 & 9 2013 winter storm to cover the cost of snow removal, Amount=\$31,587 (includes State and Local Portion). With the grant the Town was able to recover the cost of hiring temporary help, fund overtime costs, materials, and equipment.
- FY2008 to FY2013 - DHS SAFER Grants for Staffing Adequate Fire and Emergency Personnel, Amount=\$520,938 (includes a town match), FEMA administered. With the grant the Town was able to hire and fund two full time firefighters under a five year commitment.
- FY2008 to FY2011 – DHS Fire Equipment Grants for Firefighter Assistance, Total Amount=\$524,220 (includes town matches), FEMA. With the grants the Town was able to purchase a fire tanker truck with \$190,000 grant funds for \$342,665, a fixed compressor/cascade/fill station along with 10 SCBA air packs for \$140,455, 15 sets of protective clothing and an extractor & dryer cabinet for \$58,765, and acquisition of a forestry truck for \$125,000.
- FY2010 – MFS Forest Protection Volunteer Fire Assistance Grant for equipment purchase to necessary equipment for volunteer firefighters. Amount \$2,654. With the grant the Town was able to purchase 25 Nomex shirts, helmets, eye protection, and gloves, as well as 12 100' of 1.5" forestry hose, 2 Pulaski hand tools, 4 shovels and 4 fire rakes.
- FY2011, FY2012, and FY2013- IF&W ATV Enforcement Grants for multi-jurisdictional ATV law enforcement from the State of Maine Inland Fisheries & Wildlife, Total Amount=\$13,479. With the grant the Town was able to fund ATV enforcement details in conjunction with the Maine Warden Service to supplement its pro-active enforcement of ATV laws and regulations.

2. **Compliance with Grant Requirements:** Town of Berwick has been awarded and successfully managed the above state and federal grants. Generally, each of these grants was applied for to support our fire department, police department, and other town departments. Most of the grant funds were used for the purchase of vehicles and other equipment and/or to provide adequate staffing of the fire department. Without exception, the Town has met the various agency requirements of the grant work plans, stayed on schedule, and complied with the terms and conditions of the grant. Our

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successful management of these grants is evidenced by the fact that for some grant programs we have received multiple awards. As a part of our compliance with the various funding agencies we are and have been required to report various outputs and outcomes in periodic reports provided in written and electronic form to the awarding agency.

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1. INTRODUCTION AND BACKGROUND

1.1 SITE LOCATION

The former Prime Tanning Facility is located at 20, 29, 34 and 35 Sullivan Street in Berwick, Maine. The Prime Tanning Facility is located in the center of downtown Berwick at the intersections of School Street (Route 9), Sullivan Street, and Wilson Street. The Prime property consists of 7 separate lots, 8 acres of land with 7 acres of buildings that are shuttered. In addition Prime owns 3 additional lots adjoining the main property consisting of three acres of land. There have been no tannery operations at the site since 2008 when the mill closed and Prime Tanning owners filed for bankruptcy protection. In 2014, the Town of Berwick acquired the main Prime Tanning property (7 lots and 8 acres) for over 5 years of owed back property taxes. This Analysis of Brownfields Cleanup Alternatives concerns three lots (Lots 4, 5, and 6) on the central and southern portion of the Prime Tanning Facility properties. Lots 4, 5, and 6 will hereafter be referred to as "the Site".

1.2 PREVIOUS SITE USES AND PREVIOUS CLEANUP AND REMEDIATION

The larger Prime Tanning Facility is located in the downtown district of Berwick, which is mixed residential and commercial in use. Manufacturing operations began on the Site as early as 1877 and continued until 2008. The Site has been unoccupied since that time. Other historical occupants of the Site include a wool pulling works facility, a sash and door manufactory, a reed manufactory, a carriage manufactory, an oil company, a laundry facility, a shoe factory, and a lumber company.

Five underground storage tanks (USTs) were formerly maintained at the Prime Tanning Facility, and have all reportedly been removed between 1986 and 1994. These include one 1,000-gallon gasoline UST; one 8,000-gallon diesel UST; one 500-gallon No. 2 fuel oil UST; one 250-gallon No. 2 fuel oil UST; and one 1,000-gallon No. 2 fuel oil UST. It is unclear from the records if these USTs were located on the Site (Lots 4, 5 & 6). According to Maine DEP records, gasoline contaminated soil was excavated, aerated, and reused during the closure of the gasoline UST in 1987. Records are limited for the removal and closure of the remaining USTs, and petroleum contamination from releases from these USTs may remain on the Site.

The Prime Tanning Facility, including the Site, reportedly underwent a Resource Conservation and Recovery Act (RCRA) Hazardous Waste Closure in 2008 and 2009. This work reportedly included cleaning the trench system within the buildings; assessment and remediation of hazardous waste storage areas and dye/dry weigh areas; shutdown and remediation of the wastewater treatment plant at the facility; locating and properly disposing buried tannery waste hides; and inventorying and removing remaining stored wastes.



1.3 SITE ASSESSMENT FINDINGS

Previous environmental assessment activities at the Site include the following:

- October 2007, Phase I Environmental Site Assessment (ESA), ENSR Corp.
- June 14, 2010, Phase I ESA, Ransom Environmental
- August 26, 2010, PCB Caulk Screen, Summit Environmental
- September 1, 2010, Asbestos Identification Survey
- October 15, 2010, Phase II ESA, St. Germain-Collins
- January 6, 2011, Preliminary Feasibility Study, Summit Environmental
- January 18, 2011, Supplemental Site Investigation, St. Germain-Collins
- May 25, 2012, Phase I ESA, St. Germain-Collins
- August 9, 2013, Phase I ESA Update, St. Germain-Collins

Based on these assessments, the following findings were identified for the Site:

- Government spill reports documenting petroleum and chemical releases at the Site; significant chemical and oil staining present in the main tannery building in proximity to trench drains whose connection to the sewer system could not be confirmed; and the limited information regarding former USTs indicate that petroleum or hazardous substances may have been released to the surface or subsurface at the Site. The trenches were reportedly cleaned, but petroleum or hazardous substances may have been released to the subsurface at the Site through cracks/penetrations in the floors and trenches.
- The documented presence of remaining buried tannery waste hides as identified in the 2010 Phase II ESA indicate that buried solid waste may remain at the Site.
- The presence of contaminants exceeding applicable standards has been documented at the Site in soil (polycyclic aromatic hydrocarbons (PAHs)), groundwater (methyl-tert-butyl ether (MTBE) and vinyl chloride (VC)), and soil vapor (tetrachloroethene (PCE) and trichloroethene (TCE)). PAHs in soil are a Site-wide condition. One or more source areas of chlorinated volatile organic compounds (VOCs) are likely present underneath the current buildings on the Site.
- Asbestos-containing materials (ACM) were identified throughout the Site building
- Universal and hazardous wastes in the form of potentially polychlorinated biphenyl (PCB)-containing fluorescent light ballasts and mercury-containing fluorescent light bulbs.



1.4 PROJECT GOAL

In 2014, the Town acquired the Prime property for back taxes and subsequently signed a development agreement with a private developer (Funds of Jupiter) to redevelop the site. Redevelopment for mixed use (commercial, residential, and greenspace) is the focus for Prime as the downtown is underserved with commercial space, decent housing, and greenspace. The redevelopment master plan calls for the removal of half the buildings, reuse of half the buildings for retail and light industrial, construction of new convenience retail, construction of new housing, and construction of greenspace and trail in the center of the property. The unnamed brook that is currently buried and runs in a culvert will be released and day lighted to bring a sense of nature and rural character back to the site. The Prime smoke stack will be revitalized and left to pay our homage to the town's industrial past. The goal of the Prime redevelopment is to remove blight, provide jobs, create decent housing, provide greenspace and facilitate connectivity within the community. It will also create the "Main Street" that is so much desired for the residents of Berwick as well as serve as a catalyst for investment in other surrounding downtown buildings.

The plan for the Prime site involves the redevelopment of some portions of the buildings and demolition of others. The \$25 million redevelopment includes the following:

Lot 1 (69,041 total s.f.)	31,000 s.f. light industrial (reuse of existing building) 8,000 s.f. office (reuse of existing building)
Lot 2 (90,491 total s.f.)	42,500 s.f. light industrial (reuse of existing building)
Lot 3 (33,503 total s.f.)	79,000 s.f. 3-story mixed use retail and residential (new construction)
Lot 4 (69,630 total s.f.)	69,000 s.f. "Main Street" and parking area (new construction)
Lot 5 (18,708 total s.f.)	8,500 s.f. convenience retail (new construction)
Lot 6 (39,011 total s.f.)	39,000 s.f. greenspace and trail (new construction)
Lot 7 (21,654 total s.f.)	52,000 s.f. 3-story mixed retail and residential (reuse and new constr.)

The subject of this ABCA is Prime Lots 4, 5, & 6. These lots will be redeveloped with a new "Main Street" and associated Parking going through the east-west center of the larger property (Lot 4), a 8,500 s.f. convenience retail facility to include a convenience store, quick serve restaurant, etc. (Lot 5), and 39,000 square foot of greenspace and connecting trail through the north/south center of the parcel (Lot 6).



2. APPLICABLE REGULATIONS AND CLEANUP STANDARDS

2.1 CLEANUP OVERSIGHT AND RESPONSIBILITY

The cleanup will be overseen by an environmental professional in coordination with the Maine Department of Environmental Protection (DEP). The Site will additionally be entered into the Maine DEP Voluntary Response Action Program (VRAP). All documents prepared for the Site will be submitted to the Maine DEP.

2.2 CLEANUP STANDARDS FOR MAJOR CONTAMINANTS

The cleanup standards for the Site will be the Maine DEP RAGs "Residential", "Commercial Worker", "Park User", and "Excavation/Construction Worker" exposure scenarios for soil and Maine CDC MEGs for groundwater.

2.3 LAWS AND REGULATIONS APPLICABLE TO THE CLEANUP

Laws and regulations that are applicable to this cleanup include the Brownfields Revitalization Act, the Federal Davis-Bacon Act, state environmental laws, and Town by-laws. Federal, state, and local laws regarding procurement of contractors to conduct the cleanup will be followed. In addition, all appropriate permits and notifications will be obtained prior to commencement of the work.



3. EVALUATION OF CLEANUP ALTERNATIVES

Based on the planned redevelopment of the Site, including the abatement by removal of all asbestos, and the removal and proper disposal of all Universal Waste are considered Presumptive Remedies, and cleanup alternatives were not considered for these contaminants and/or tasks.

To address contamination at the Site, three different cleanup alternatives were considered and are described below:

- Alternative 1 - No Action:
- Alternative 2 - Soil Removal: Demolition of Site buildings to access contamination beneath the buildings. Full removal of all contaminated soil to meet applicable standards; Activity and Use Limitations (AULs) to prohibit extraction of groundwater; and vapor barrier systems to be installed in any buildings on the Site.
- Alternative 3 - Limited Soil Removal and Soil Covering: Demolition of Site buildings to access contamination beneath the buildings. Source removal and disposal of VOC impacted soil and petroleum saturated soil; limited removal and disposal of PAH impacted soil as needed during redevelopment; site-wide soil cover system installation; AULs to prevent excavation of contaminated soil and to prohibit extraction of groundwater; and vapor barrier systems to be installed in any buildings on the Site.

3.1 ANALYSIS OF CLEANUP ALTERNATIVES

To satisfy the U.S. Environmental Protection Agency (EPA) requirements, the effectiveness, ease of implementability, resiliency to climate change, and cost of each alternative were considered prior to selecting a recommended cleanup alternative.

3.1.1 Effectiveness

- Alternative 1 - No Action: This alternative is not effective in controlling or preventing the exposure of receptors to contamination at the Site.
- Alternative 2 - Soil Removal: This alternative is effective as all contaminants in soil and building materials would be removed from the Site, permanently mitigating the risk from these contaminants. Institutional controls (AULs) and engineering controls (vapor barriers in buildings) are proven and are effective, and would limit future exposure to contaminated groundwater at the Site.
- Alternative 3 - Limited Soil Removal and Soil Covering: This alternative is effective as all contaminants in building materials would be removed from the Site, permanently mitigating the risk from these contaminants. Source areas of soil contamination would be removed and all remaining residual soil contamination would be covered with a covering system sufficient



to prevent exposure. Institutional controls (AULs) and engineering controls (soil cover systems and vapor barriers in buildings) are proven and are effective, and would limit future exposure to contaminated soil, groundwater, and vapor at the Site.

3.1.2 Feasibility and Ease of Implementation

- Alternative 1 - No Action: This alternative is easy to implement as no actions will be conducted.
- Alternative 2 - Soil Removal: This alternative would utilize standard techniques for the abatement of hazardous building materials, the removal and disposal of contaminated soil, and the implementation of institutional controls and engineering controls. This alternative is technically practical and easily implementable.
- Alternative 3 - Limited Soil Removal and Soil Covering: This alternative would utilize standard techniques for the abatement of hazardous building materials, the removal and disposal of contaminated soil, and the implementation of institutional controls and engineering controls. This alternative would require long-term maintenance, but redevelopment Site design features can be incorporated into the soil cover system to increase the ease of implementation on this alternative. This alternative is technically practical, easily implementable, and feasible at the Site.

3.1.3 Resiliency to Climate Change

- Alternative 1 - No Action: This alternative will not be resilient to climate change.
- Alternative 2 - Soil Removal: This alternative would completely remove the contaminated soils and therefore would be resilient to climate change.
- Alternative 3 - Limited Soil Removal and Soil Covering: This alternative would remove source area soils and be covered with an engineered marker layer (soil, pavement, or concrete). This marker layer will be located a healthy distance above the groundwater table and a sufficient distance from the adjacent Salmon Falls River making this alternative resilient to climate change.

3.1.4 Cost Effectiveness

- Alternative 1 - No Action: There would be no cost associated with Alternative 1.
- Alternative 2 - Soil Removal: The cost of Alternative 2 is estimated to be approximately \$1,200,000.
- Alternative 3 - Limited Soil Removal and Soil Covering: The cost of Alternative 3 is estimated to be approximately \$750,000.



3.2 RECOMMENDED CLEANUP ALTERNATIVE

The recommended cleanup alternatives for each type of identified contamination at the Site are presented below:

The recommended cleanup alternative is Alternative 3 - Limited Soil Removal and Soil Covering Alternative. Alternative 1 - No Action cannot be recommended since it does not address site risks. Alternative 3 - Limited Soil Removal and Soil Covering is less expensive than excavating soils and disposing them offsite in Alternative 2 - Soil Removal. The implementation of Alternative 2 - Soil Removal is slightly easier than that of Alternative 3 - Limited Soil Removal and Soil Covering, however, both alternatives are technically practical, easily implementable, and feasible at the Site. For these reasons, Alternative 3 - Limited Soil Removal and Soil Covering is the recommended alternative.

