Narrative Proposal for Cleanup Grant

1. COMMUNITY NEED

1.a Target Community and Brownfields

Community and Target Area Description: The Town of Montague is located in Franklin County, Massachusetts, the most rural county in the Commonwealth of Massachusetts. The population was 8,437 as of the 2010 census. Montague is the second largest community in Franklin County and a principal economic and employment center. Founded in 1754 Montague is a town comprised of several small mill villages.

The Target Community, known as the village of Turners Falls is defined by Census Tract 407.01. Turners Falls is the largest village and thus this target area has the highest population and employment density in the Town. Turners Falls was a planned mill town on the Connecticut River- the largest river in New England. The river was dammed and a canal was built in the 1860s to support rapid industrial growth. Pulp and paper was the predominant industry, but cutlery and cotton were also produced in the village. Today the target community is the historic downtown, which enjoys with a mix of multi-family, commercial and residential uses. Following the closure of most mills by the 1980's and 1990's, industrial development has re-emerged in an industrial park 2 miles away, leaving the 6 riverfront mills of the "Canal District" vastly underutilized and in a state of blight. In 2016 The Turners Falls Canal District was designated a "slum and blight" area by the Massachusetts Department of Housing and Community Development. The last operating paper mill in Turners Falls abruptly closed its doors in September of 2017, leaving 60 unemployed and marking the end of the industrial era.

Consistent with its industrial past, MassDEP identifies approximately forty-nine (49) releases in Montague that are designated as brownfield sites according. Thirty-eight (38) of those are located in the Target Area of Turners Falls. By far the most concentrated population of Brownfields is the Canal District, to which the Strathmore Mill (Site) is prominently situated in. This is most likely the highest concentration of brownfields in Franklin County. By all accounts the Canal District is dying. Over the last 10 years there have been two catastrophic fires in abandoned mill buildings in the Canal District. There is only active entity in the district and they are tax exempt. The district and its brownfield sites are true drain on community resources.

Demographic Information and Indicators of Need: The Town of Montague and the Target community of Turners Falls have a significant concentration of people living in poverty. One out of every four people in the Target Community are living in poverty. The poverty rates in the Target Community are significantly higher than the Town, County, State and National averages. The median household income of the Target Community is $27,813 less than the state average and $13,139 less than the national average. Additionally, the Town of Montague experiences chronically higher rates of unemployment than the state and national average. The Targeted Community has been designated by the Massachusetts Economic Assistance Coordinating Council as an Economically Distressed Area. There are 220 units of permanently protected affordable housing in downtown Turners Falls- almost half of the living units in the downtown area.

Table 1: Demographic Information for Montague, Massachusetts					
	Targeted Community	**Town of Montague**	**Franklin County**	**Massachusetts**	**National**
	Census Tract 407.01				
Population	4,239	8,357	71,144	6,705,586	316,127,513
Unemployment	12.5%	10.1%	6.7%	7.6%	8.3%
Poverty Rate	22.6%	16.1%	11.7%	11.6%	15.5%
Percent Minority	15.6%	12%	8.4%	25.7%	37.8%
Median Household Income	$40,750	$52,238	$55,221	$68,563	$53,889
Percent of US Median household income	76%	97%	102%	127%	100%
Source: US Census Bureau's 2011-2015 ACS Five-Year Estimates					

DRAFT

Brownfields and Their Impacts: The brownfield property to be cleaned up under this grant (the Site) is a vacant riverfront paper mill complex known locally as the "Strathmore Mill" Parcel A. The Strathmore Mill complex was constructed between 1874 and 1970 and consists of 9 contiguous buildings on 1.5 acres along the Connecticut River, Historically, mill operations included machining, stamping, forging, grinding, finishing, pulping, cutting, and bleaching. The complex has approximately 200,000 square feet in floor area. The site is sandwiched on a narrow strip of land between a former, vacant coal generation power plant and an operating paper mill.

The Town of Montague acquired the mill in 2010 through property tax foreclosure and it has become the primary redevelopment priority for the community given its riverfront access and proximity to the steadily revitalizing downtown Turners Falls.

The Site was initially listed with the DEP for the presence of arsenic and polyaromatic hydrocarbons (PAHs). A Phase I and Phase II (2004) which included soil and ground water testing did not indicate remediation was required at the site. Regulatory Closure was achieved with a Class B-1 RAO. A 2005 Hazardous materials survey indicated the presence of asbestos and hazardous building materials in the buildings at the mill complex such as TSI piping, flashing cement, transite boards, floor tiles, caulking, and glazing. In 2007, prior to municipal ownership, Building #10 burned down and collapsed from arson. This resulted in the formation of a large ACM co-mingled debris pile located 20 feet from the Connecticut River. The Town was eventually able piece together funding remediate the debris in 2013.

The Site has been vacant and in a state of decay since 2002 and has been contributing to blight in Turners Falls since then. In 2015, the Town and Massachusetts Dept of Housing, Economic, and Community Development Designated the Historic-Industrial District a "Slum and Blight Designation Area" in effort to target resources to address the issue.

Although the Town has secured the property, it is inevitable that youth and vagrants enter the site, given the hundreds of potential access points. Several fires have occurred, at least one of which resulted in the release of ACMs in the case of the 2007 arson. Workers and vagrants that enter the site are subject to exposure to hazardous materials.

The Abutter, Turners Falls Paper Company abruptly closed its doors in September 2017. Because of the lack of activity in the mill district security is a paramount concern. Unfortunately the condition of the Strathmore Site was major concern for Turners Falls Paper Company and was one of the many reasons why corporate investment was discouraged into that now-closed facility.

1.b Welfare, Environmental, and Public Health Impacts

Welfare Impacts: The Massachusetts Executive Office of Energy and Environmental Affairs recognizes the Turners Falls Target Area (Census Tract 407.01) as an Environmental Justice Neighborhood because the annual median household income is equal or less than 65% of the statewide median income. The highest concentration of brownfields in Franklin County is located within this Environmental Justice Neighborhood.

The Turners Falls Canal District in particular is in a state of disrepair and has a recognizable pattern of disinvestment. This is the area between the canal river that encompasses 6 current and former mill sites over 14 acres. A 2015 Slum and Blight Designation approved by the Town and the MA Department of Housing and Community Development determined the area to be blighted because 70% of the properties within the Canal District have experienced physical deterioration of buildings or improvements, abnormally low property values, chronic high vacancy rates, and known or suspected environmental contamination. Further, the public improvements throughout the area are in a general state of deterioration. Fifty-seven percent of the buildings in the study area have abnormally low property values and 41% of the buildings have been vacant for more than the last two years. In fact, 53% of the total square footage in the study area is vacant. These conditions contribute to the atmosphere of a distressed village of Turners Falls. These sites have attracted illegal dumping, vandalism, and arson.

The Montague Housing Authority's Keith Apartment Complex houses 31 income restricted senior apartments and is less than 300 feet from the Site. Hundreds of cyclists bike past the site daily on the Canalside Bike Path. The Franklin County Housing and Redevelopment Authority has offices 650 feet from the site. Besides employing over 30 people the Authority frequently services low-income clientele who walk to the property from downtown. Downtown Turners Falls. Turners Falls hosts approximately 220 low-income public housing units that all less than 1,000 feet from the project site.

Cumulative Environmental Impacts: Cumulative environmental and brownfield issues have disproportionately impacted the Target Community. The existence of brownfields within the Target Area fosters a sense of disinvestment, disregard and neglect within an already struggling community. Many of the brownfields sites within the Target Area are vacant, or underused, or in a state of disrepair but the residential and commercial areas adjacent to them among them still

DRAFT

exist. Abandoned and derelict structures are blights to the community and debris pose threats to the health and safety of the residents who live in these neighborhoods.

The Site is a riverfront site that separates the mixed use downtown from the river. The contamination found in such proximity to the Connecticut River and to recreational facilities like the Canalside Bike Path (150 feet from Site) and public river access points (750 feet from Site) has a significant adverse impact on the Target Community.

Over the last 10 years there have been two catastrophic fires in abandoned mill buildings in the Canal District. In both cases the structures were not properly abated or remediated prior to being destroyed by flames, exposing ACMs to the neighborhood and to the Connecticut River. One site and took six years to clean up and the other happened on a privately owned site in December 31 2016 and sits exposed to the community and watershed. The buildings of the Canal District are dying a slow death, straining resources, and leaving behind blight and co-mingled contaminated lots.

Cumulative Public Health Impacts: There are numerous health risks associated with the friable deteriorating asbestos and other contaminants at the Strathmore Mill Site. Contaminated hazards pose a health risk to all who enter the Site, including workers, municipal personnel, and determined trespassers as well as the sensitive populations in target area which includes minorities, elderly, and children. While the lower 2 stories are being secured, there are open windows on the upper 3 floors that are causing contamination to the general area- affecting the senior housing complex that is only 300 feet away, users of the Canalside Bike Path, and the myriad rare species in the Connecticut River. At least 40% of Montague and target area residents can be classified as belonging to a sensitive population as indicated in the following table. As described before the mill is adjacent to a31 unit low-income elderly housing complex. These residents are at most risk from exposure. The remediation of known contaminants at the Site is an important step toward protecting these sensitive populations from possible exposure to harmful contaminants.

Public health research indicates that poor educational outcomes are directly linked to brownfields-related conditions such as elevated lead levels and asthma. The major health risks attributed to asbestos exposure includes asbestosis, lung cancer, and mesothelioma.

The Town, through its Commercial Homesteading Program conducted a competitive procurement process and awarded a development rights to rehabilitate the adjacent Strathmore Building #11 (Parcel B) in 2015. The proposal includes up to 22 residential units and 3,000 square feet of commercial space. It is critical to abate these hazardous materials prior to constructing mixed use and housing in the Canal District.

Table 2: Percentage of Target Area and Montague Residents Belonging to a Sensitive Population

	Targeted Community Census Tract 407.01	**Town of Montague**
Percent Minority	15.6%	12.0%
Over 65 Years Old	16.4%	19.4%
Children (under 18)	22%	20%

Poverty Rate	22.6%	16.1%
Source: US Census Bureau's 2011-2015 ACS Five-Year Estimates		

1.c Financial Need

Economic Conditions:

Due to the economically distressed population in Montague and its rural location, market incentive for the private investment necessary to remediate the site is inadequate. Tax revenues are limited and providing standard services to the residents severely limits the amount of funds available for critical capital projects such as the cleanup of the Strathmore Mill. In addition, the other large number of brownfield sites in Montague (approximately 49) has created a high demand for scarce cleanup funds.

While redevelopment of the Strathmore Mill Site is a foremost priority for the community, it is multi-million dollar effort in a community with an annual budget of approximately $10 million dollars. Funds pertaining to the Community Development Block Program are currently committed for other social service and infrastructure repair projects (Montague is not an entitlement community- so the community must prepare applications based on national competitiveness).

After 10 years of proactive planning and marketing, Strathmore Building #11 (Parcel B) has a committed developer that has entered into an agreement with the Town develop up to 20 market rate housing units and 10,000 square feet of commercial space. This represents a $2.3 million dollar investment and tax revenue to the town. More importantly it is a catalyst for redevelopment of the remaining Strathmore Mill Site (Parcel A). The proposed remediation is the first critical step to enable private investment into Building 11 and the rest of the mill complex. It is impossible to convince other stakeholders to contribute to the redevelopment without first addressing contamination at the site. The town has been actively trying to redevelop the site for over a decade and this has been repeatedly cited as one of the principal barriers to redevelopment.

The Target Community as well as the Town of Montague as a whole is largely impacted by what does or does not happen at the Site. The community has a median household income that is only 76% of the State average. The poverty rate in the Target area is a distressing 22.6%, which is because Turners Falls hosts a significant portion of the county's public assisted housing. The unemployment rate has consistently been below county and state averages since the 1980's when most of the mills closed and spun the town into decades of depression and stagnation. The population and school enrollments are projected to continue to decline.

Although the Town has leveraged $385,000 in taxpayer funds toward site preparation for redevelopment, it is not enough to cover the entire abatement project which is estimated to cost $702,000.

Supplemental site wide asbestos, hazardous materials and PCB audit: $12,000

Public project design for asbestos & hazardous materials abatement:	$12,000
Assistance with project bidding, project award and submittal review:	$3,000
Abatement phase project management:	$30,000
Site wide asbestos abatement:	$600,000
Site wide hazardous materials abatement:	$45,000

With very limited funds, Montague is seeking support from EPA in order to realize the potential of this development. The Town of Montague has also suffered considerable tax revenue loss with the recession and as a result of economic shock from the recent closures of the Hallmark Institute of Photography in Turners Falls and Yankee Nuclear Power Plant in nearby Vernon, VT. Hallmark employed about 50 people and hosted 200 students and closed in August 2016. Vermont Yankee employed 600 people and closed in 2014. The closure of the abutting Turners Falls Paper Company in September 2017 has created a sewer emergency as the mill has provided 25% of the base load- and revenue for the Montague Water Pollution Control Facilities. Sewer users are looking at very significant increase in sewer fees to cover the gap.

In recent years the Town has also experienced severe natural disaster disruptions that have impacted already stressed budgets which include:

- Nov 2011- Severe Winter Snow and Snowstorm Major Disaster Declaration
- Aug 2011- Hurricane Irene- Federal and State declared State of Emergency
- Oct 2011- Snowstorm- Federal and State declared State of Emergency
- Oct 2012- Hurricane Sandy- Federal and State declared State of Emergency
- Feb 2013- Severe Winter Storm, Snowstorm, and Flooding, Major Disaster Declaration
- Jan 2015- Severe Winter Storm, Snowstorm, and Flooding, Major Disaster Declaration

Economic Effects of Brownfields: Once an employment center in downtown, The Strathmore Mill has been vacant and absent from the tax rolls for over 15 years. That is also true of two other mill sites in the Canal District. However, the Town sees the tax and economic revenue potential of reuse of the Site. This is supported by prioritization of this project in the Economic Development Plan, Downtown Livability Plan, Montague Community Development Strategy (Priority #1) and the Regional CEDS.

The Town's inability to invest in the Target Area and the continued contamination of highly visible properties in downtown result in a reduced tax base, lost business opportunities, depressed property values and chronic property vacancy. This continues a cycle of disinvestment. According to the 2013 Downtown Turners Falls Livability Plan the highly visible blighted conditions of the canal district are a major obstacle to visitor, employee, and residential attraction. The Strathmore Mill complex is detrimental to the recovery of the Town if the contamination remains. Known and perceived contamination will only continue to foster a sense of community disinvestment and neglect, and pose a significant hurdle to developers. Additionally, it is a major liability issue for the town as the community has to deal with the ramifications of fires and consequential contamination. The community learned a hard lesson in 2011 when it remediated the Building #10 ACM co-mingled debris pile at triple the expense of a standard demolition. Funds that could be used to abate, demolish, and redevelop the site are being depleted by the recurring need to board and secure the buildings and cleaning up co-

DRAFT

mingled debris. In October 2017 the town spent $30,200 to remove 50,000 tons of debris and waste paper from the mill and in November the Town will finish boarding the complex at a cost of $24,900. These actions were ordered by the Turners Falls Fire Chief.

After years of unsuccessful redevelopment efforts, the Town finally has the opportunity for private investment into the Strathmore Mill Complex though the Building #11 redevelopment project, but it can only be enabled if the hazardous materials are abated. As Stated before, the adjacent Turners Falls Paper Company Mill closed in November 2017 creating economic crises. Corporate investments into the property were stymied partly because of decades of disinvestment into the Canal District. It is a self-fulfilling economic prophecy for the community.

2. PROJECT DESCRIPTION AND FEASIBILITY OF SUCCESS

2.a Project Description

Existing Conditions: The objective of the remediation is to remove a health and safety hazard and provide for reuse of the site as mixed use development and riverfront park . The site is currently owned by the Town of Montague, which took the property from Swift River Group via tax title, in February 2010. The parcel is located at 20 Canal Road in the Turners Falls section of the Town of Montague, Franklin County, Massachusetts and is zoned as Historic Industrial. According to the Montague Assessor's office, the site is listed as Map 2, Block 0, Lot 01.

The subject site consists of 9 contiguous buildings which range in height from four to six stories. The two lower stories are below the elevation of the adjacent canal. The building has a footprint of approximately 55,000 square feet and was constructed in between 1874 and 1906 as a mill. Some newer buildings were added through 1970. The site is serviced by town sewer and water. The building is generally constructed of brick with rolled roofing materials.

The mill originally consisted of 11 mill buildings, but in May 2007, Building 10, located on the western side of the property, burned to the ground by an arson. The fire was started when an employee of the previous owner (Western Properties, Inc.) was removing copper wire from the building.

Most heavy machinery has been removed. The property is listed on the National Register of Historic Places, and was on the 2007 list of the ten most endangered historic resources by Preservation Massachusetts. According to a 2007 Site Feasibility Assessment by Finegold Alexander Associates, all of the nine buildings were found to be in "poor" or "fair" condition. Conditions have deteriorated rapidly since the 2007 study and all building would now likely be considered 'poor'.

A January 2004 Phase II and Response Action Outcome which included soil and groundwater testing, concluded no further remediation is required. An April 2005 Hazardous Materials Survey report by Tighe + Bond documented a significant number of materials throughout the mill buildings that were classified as asbestos containing materials. This report was updated in 2015. The report identifies the following Asbestos Containing Materials (ACMs)

- 4,000 linear feet of TSI Piping,
- 130 cubic yards of transite components,
- 20,000 square feet of transite panels,
- 4 industrial boilers with ACM gaskets and seams
- 1,000 square feet of floor tile,
- window glazing, tar covered insulation.

As part of the survey, the following hazardous materials were catalogued:

- light fixtures (with PCB ballasts),
- hydraulic oil,
- household wastes, oils, paints, cleaners,
- bird guano,
- lead containing paints

Proposed Cleanup Plan: In order for the Town to redevelop and demolish select buildings on the Strathmore Mill Site Parcel A, a certificate of abatement is required under Massachusetts Building Codes. Therefore the first step in the redevelopment of Strathmore Parcel A is abatement and remediation.

As outlined in the Draft Analysis of Brownfields Cleanup Alternatives (ABCA), cleanup activities will include the abatement and off-site disposal of above-ground hazardous building materials and soil contamination. The Town will implement sustainable practices throughout the cleanup. First the Town will conduct a supplemental site wide asbestos, hazardous materials and PCB Audit, as recommended in the 2015 Hazardous Materials Inventory. The components identified in the audit will be removed / recycled or disposed of by trained personnel. All cleanup activities will be conducted in accordance with the state's cleanup law, Chapter 21E, and cleanup regulations, the Massachusetts Contingency Plan (MCP). A private Licensed Site Professional (LSP) will be hired to develop the remedial action plan and oversee cleanup activities.

Alignment with Revitalization Plans: Well in advance of acquiring the mill the Town had been proactive in planning for a downtown renaissance and specifically revitalization of the Canal District- a narrow area of land sandwiched between the Power Canal and Connecticut River. Within a ¼ mile of the property, the town has supported investments in the Colle Opera House, Shea Theater, Great Falls Discovery Center, Canalside Rail Trail, and a reconstructed Gill-Montague Bridge. The town sponsors RiverCulture, an award winning organization that develops a series of cultural events designed to attract visitors and build the capacity of local artists and creative businesses. The Montague Economic Development Plan (2004) commits the town to increasing the town's tax base through retention, growth and recruitment of businesses in the Historic-Industrial District, one of the designated target areas identified in the plan. The recently completed 2013 Downtown Turners Falls Livability Plan, a blueprint for downtown development highlights the importance of the mill in the future of downtown. This plan was funded by a HUD Sustainable Communities Grant Program and thus incorporates the HUD-DOT-EPA Livability Principles. The plan itself won an "Outstanding Planning" award from the MA Chapter of the American Planning Association in 2013 because of the extensive outreach and public participation.

The top sustainable economic development goal in the 2013 Franklin County Regional Plan for Sustainable Development was to redevelop vacant or underutilized industrial/commercial buildings or sites. A key recommendation from the Economic Development Chapter was to support activities that redevelop vacant or underutilized commercial and industrial properties, such as through the FRCOG Regional Brownfields Program and to target efforts to redevelop historic structures in village centers. Another recommendation in the chapter was to support activities that revitalize and more intensely use downtowns and village centers. The RPSD identified Priority Development Sites for Economic Development that included existing employment centers, such as Turners Falls. Link: http://frcog.org/publication/view/sustainable-franklin-county/

2.b Task Description and Budget Table

Task Descriptions

Task # 1 – Community Involvement: Funds will be used for programmatic activities necessary to engage community members in the grant and redevelopment of the Site. Programmatic expenses include finalizing the ABCA, and finalizing and implementing the community relations plan. This is expected to include up to 10 community meetings and meetings with community organizations. *Budget $6,000*

Task # 2 – Supplemental site wide asbestos, hazardous materials and PCB Audit: Funds will be used to hire a third party to conduct a supplemental asbestos/hazardous materials/PCB audit which will include bulk sampling in order to finalize the design of the project. *Budget $12,000*

Task #3- Public Project Design and procurement for abatement phase***:*** Funds will be used to hire a third party engineer to develop project design and specifications and conduct public procurement process to acquire a contractor for the abatement phase. *Budget $15,000*

Task#4 Abatement Phase project oversight, management, and compliance***:*** Funds will be used to hire a third party engineer to monitor the abatement phase construction activities and to prepare all necessary reports. *Budget $30,000*

Task#5 Site Wide asbestos and hazardous materials abatement: Abate approximately 4,000 linear feet of TSI Piping, 130 cubic yards of transite components, 20,000 square feet of transite panels, 4 industrial boilers, and 1,000 square feet of floor tile, among other ACMs identified in the 2015 Hazardous Materials Inventory. Also abatement fluorescent light tubes, oil filled ballasts, stored paints, chemicals and oils and oil filled equipment, etc as identified in the 2015 hazardous materials inventory. *Budget $177,000*

DRAFT

Budget Table

Strathmore Complex Budget (Parcel A)						
Budget Category	1	2	3	4	5	**TOTAL**
	Community Involvement	Supplemental Audit	Project Design/ procurement	Project oversight, management, compliance	Cleanup	
Personnel						**$0**
Fringe Benefits						**$0**
Travel						**$0**
Equipment						**$0**
Supplies						**$0**
Contractual	$6,000	$12,000	$15,000	$30,000	$177,000	**$240,000**
Other						**$0**
Total Federal funding	$6,000	$12,000	$15,000	$30,000	$137,000	**$200,000**
Cost Share					$40,000	**$40,000**
Total Budget						**$240,000**

All contracts entered into by the applicant with third parties will be in compliance with 40 CFR31.36 and applicable state procurement laws.

2.c Ability to Leverage

Montague has leveraged funding for the Strathmore Mill Redevelopment, of which Parcel A cleanup and restoration is part of:

- $40,000 cost share match from Town of Montague which is part of $345,000 bond authorized by the Town of Montague toward site-wide abatement and remediation of Strathmore Mill.
- $2,300,000 proposed private investment in Strathmore Building #11 (Parcel B) to rehabilitate the building into mixed use with 22 new residential units and 10,000 Square feet of commercial spaces.

Additional leverage includes:

- $352,000 from the MassWorks Infrastructure Program to construct public parking infrastructure adjacent to the Site (on a former brownfield) to support redevelopment of Strathmore and the District. Project completed December 2016.
- $47,470 toward site assessment related activities from the Franklin Regional Council of Governments Brownfield Program
- $130,000 loan from Franklin Regional Council of Governments Brownfield Program Revolving Loan Fund for the 2011 cleanup of Strathmore Building #10 debris pile (2011).

DRAFT

- $55,100 by the Town of Montague to remove 50,000 tons of paper debris and to board the first two floors of the complex. (October/November 2017)

3. COMMUNITY ENGAGEMENT AND PARTNERSHIPS

3.a Engaging the Community

The Town, through its Planning Department will use its best efforts to engage all members of the community in the development of the cleanup plan; to provide regular updates on the cleanup activities; and to seek public involvement in the re-development of the Site. The Planning Department has already begun to develop a Community Involvement Plan. The Town itself has already conduct a community vote to approve a municipal bond for up to $385,000 toward asbestos and hazardous materials abatement, so awareness and support for the project is high, despite the challenging economy. Out of 605 votes cast 361 (60%) supported the Town expenditure.

Since Turners Falls is a creative community that uses the arts to influence change, The Town will work with **Turners Falls RiverCulture** to raise awareness about the project though a public art project incorporating found (clean) objects in mill complex. The media will be scrap paper rolls or warehoused Legos leftover in one of the mill buildings. The art will be produced by local artists and displayed in vacant storefronts with information and contact information about the Cleanup project. This will engage residents and the general public in a unique and creative way. RiverCulture has previously done public artwork on the mills themselves to raise awareness about redevelopment efforts.

The Town will make information readily available to the public through the Montague official website and Facebook page as well as collaboration with the **Connecticut River Conservancy** and their wide network. The Town will provide opportunities for public input and two-way communication to ensure the proposed cleanup activities are conducted in a manner that is protective of sensitive populations and nearby residents. The Town will complete the site specific Community Relations Plan prior to any cleanup planning, which will set forth in greater detail how the community can be involved in the project. Lastly the applicant will ensure that two-way communication is maintained throughout the duration of the project to communicate the progress to citizens and ensure that the communication is appropriate and effective for the targeted community. Methods of communicating with the public will be adjusted as needed to ensure that they are both appropriate and effective.

3.b Partnerships with Government Agencies

Massachusetts Department of Environmental Protection (MassDEP): Activities will be conducted in accordance with the state's cleanup law, Chapter 21E, and cleanup regulations, the Massachusetts Contingency Plan (MCP). A private Licensed Site Professional (LSP) will be hired to develop the remedial action plan and oversee cleanup activities. The MCP requires all persons to notify the MassDEP of a release or threat of release of oil and/or hazardous material and/or to perform one or more response actions. The DEP's Bureau of Waste Site Cleanup takes an active role in promoting brownfields redevelopment projects and offers technical assistance

through single points of contact at each regional office. Site-specific information is made available through the regional office.

US Environmental Protection Agency (EPA): This project will be conducted through a cooperative agreement and the EPA Project Officer will be substantially involved in overseeing the work. The anticipated substantial federal involvement for this project may include:

- close monitoring of performance to verify the results;
- collaborating during performance of the scope of work;
- reviewing substantive terms of proposed contracts;
- reviewing qualifications of key personnel;
- reviewing and commenting on reports; and
- reviewing sites as meeting applicable site eligibility criteria.

Franklin Regional Council of Governments (FRCOG). FRCOG is the official area-wide planning agency in Franklin County with comprehensive planning responsibilities which include land use, transportation, economic development, and environmental management. FRCOG operates the Franklin County Regional Brownfields Program which has successfully managed several EPA Brownfield Assessment Grants and a current EPA Brownfields Revolving Loan Fund. FRCOG will share grant management expertise with the Town of Montague and has committed to update and manage project information on the EPA's online ACRES system.

3.c Partnerships with Community Organizations

The Town will partner with the following community organizations:

Connecticut River Conservancy – The Connecticut River Conservancy are stewards of the Connecticut River watershed from source to sea. The Strathmore Mill is one of only a handful of mill sites on the Connecticut River in Massachusetts. The Town already works with CRC on the federal re-licensing of the Turners Falls Dam and Hydro Project. Our shared interest includes use of the river as a recreational resource, public access to the river, and habitat improvement of the river. CRC has agreed to help publicize the project through their wide-ranging network and to engage their constituency in re-use planning efforts.

Turners Falls RiverCulture- Turners Falls RiverCulture- TFRC's mission is to work with a diverse group of community, political, educational, and business leaders to support the creative economy in Turners Falls and to establish an environment that attracts businesses, residents, and visitors to Turners Falls. RiverCulture serves as a forum partners to convene around shared topics and a platform to address local social issues through cultural means. The Town will work with Turners Falls RiverCulture to raise awareness about the project though a public art project incorporating found (clean) objects in mill complex. The media will be scrap paper rolls or warehoused Legos leftover in one of the mill buildings. The art will be produced by local artists and displayed in vacant Turners Falls storefronts with information and contact information about the Cleanup project. This will engage residents and the general public in a unique and creative way. RiverCulture has previously done public artwork on the mills themselves to raise awareness about cleanup efforts. Additionally, RiverCulture will publicize information about the project

and community meetings. RiverCulture has a wide network of residents within Turners Falls and can reach them regularly through direct emails, a well travelled website, social media, and a downtown informational kiosk.

3.d Partnerships with Workforce Development Programs

The Franklin-Hampshire Regional Employment Board is the local workforce development authority. Their Franklin Hampshire Career Center provides seminars and networking forums for job seekers and employers on best practices, trainings and grants, business statistics, job search activities, and labor market updates. The Board has agreed to partner with the Town by sharing the Invitation to Bid for the cleanup work within their network in the Pioneer Valley. They will mention the project in the "recruitment news" section of their website and newsletter.

The Town of Montague through its procurement office promotes local hiring, to the extent allowed under Massachusetts Procurement Law. Provisions will be included in the bid documents for hiring local contractors to provide opportunities for experience in environmental cleanups. The Town will advertize the IFB in Greenfield Recorder, the local daily newspaper with a daily circulation of over 10,000. All know qualified contractors within Western MA (the region) will be sent a notice of the IFB from the Montague Planning Department.

While outside the scope of the cleanup project, the privately funded rehabilitation of Building#11 will create up to 45 temporary jobs. The developer is local (based in Montague, MA) and most of the company's workforce and (and subcontractors) are based in Franklin County.

4. PROJECT BENEFITS

4.a Welfare, Environmental, and Public Health Benefits

The cleanup of the Site will eliminate the exposure routes to 31 low income seniors living in public housing adjacent to the site, hundreds of daily users of the Canalside Rail Trail, the 30 plus employees of the Franklin County Housing and Redevelopment Authority. Once these materials are removed the overall risk that nearby residents and sensitive populations within the community will experience adverse health impacts from contaminants is reduced. The removal of PCBs will eliminate potential exposure to PCBS that could cause cancer, as well as a variety of other adverse health effects on the immune system, reproductive system, nervous system, and endocrine system.

The removal of these contaminants from the riverfront removes a pollution source threatening residents and sensitive populations in Montague, Greenfield and every community downstream to Long Island Sound. The Mill in its current state is a deterrent to public access and recreational use of the river, which is a stated priory in Montague Comprehensive Plan and the Turners Falls Downtown Livability Plan. Consequently, the buildings along the Connecticut River are in the poorest condition and provided the most threat of collapsing directly into the river. The threat for direct release of ACMs and PCBs in to the river will be eliminated.

4.b Economic and Community Benefits

The cleanup will immediately enable a $2.3M private investment into the rehabilitation of Building #11 by a local contractor selected by the Town. The developer's proposal states that the project will create up to 20 living units and 10,000 square feet of commercial space. The project will create 45 temporary construction jobs. It is estimated that the project will bring between $15,000 and $20,000 of annual tax revenue to the community. This property is currently a tax drain. Once rehabilitation is complete, property taxes for the condominiums will add to the town's revenue. Even more important is that the successful development of Building 11 will spur further interest and development of other parts of the complex in mixed use project that will support up to 50 more housing units and 55,000 square feet of commercial space. The economic activity will revive the neighborhood, invigorate the local economy, provide near and long-term employment opportunities, utilize sustainability in its cleanup and redevelopment, remove human health and environmental impacts due to contamination of hazardous materials at the site. Naturally, the community will benefit dramatically from a re-activated, rather than blighted riverfront.

5. PROGRAMMATIC CAPABILITY AND PAST PERFORMANCE

5.a Audit Findings

The Town of Montague does not have any adverse audit findings

5.b Programmatic Capability

The Town of Montague will rely on its Planning and Conservation Department for the administration, procurement, and reporting requirements of the grant. Walter Ramsey is the Montague Town Planner. He is accredited with American Institute of Certified Planners. He has managed about 10 state and federal grants on behalf of the Town of Montague totaling over $4M. He is the Town's representative for the Franklin County Regional Brownfields Committee and in 2011 he successfully secured and managed implementation of an EPA Cleanup Subgrant and Loan from the Franklin County Regional Brownfield Program. The Town of Montague has a history of successfully managing many millions dollars through state and federal programs and has never had any adverse audit findings. Mr. Ramsey has dedicated time to work on this project. In order to acquire the necessary expertise to oversee and conduct cleanup activities, the applicant intends to contract with a LSP to complete the necessary planning and cleanup activities. The hiring of a LSP is required by the MCP. The applicant will follow 40 CFR Part 31.36 and all applicable state procurement laws in contracting with all third parties.

5.c Measuring Environmental Results: Anticipated Outputs/Outcomes

Outputs:

- A cleanup plan and scope of work that incorporates community comments, concerns, and suggestions including at least one community meeting and one community public art project to engage the community with the project.
- Obtaining funding commitments for all funds necessary to complete the cleanup
- Cleanup by a target date of November 1, 2020.

- Submission of all required state and federal required reporting until achievement of final closeout

Outcomes:

- Creation of 45 jobs through the redevelopment of Building 11
- Leverage of $2.3 Million in private funding for the Mixed use rehabilitation of Building 11
- 1.5 acres made ready for re-use in mixed use development
- Elimination of exposure routes to target area residents including 31 income restricted senior apartments adjacent to the site

5.d Past Performances and Accomplishments

ii Has Not Received and EPA Brownfields Grant but has Received Other Federal or Non-Federal Assistance Agreements

FEMA Section 404 Hazard Mitigation Grant Program-$245,0258: The purpose of this grant was for stormwater drainage improvements and stabilization of a failing slope on Millers Falls Road (HMGP 1959-19). All work in the approved scope of work was completed on time and on budget. The bank is stabilized, stormwater is being appropriately handled and the threat to loss of a section of Millers Falls Road (an emergency evacuation route) is greatly diminished. This was an action item identified in the 2015 Natural Hazard Mitigation Plan. Completion date was June 9, 2016. The Town provided a cash match of 25%. Walter Ramsey, Town Planner was the grant manager which included quarterly reporting, reimbursement requests, and preparing documentation for final certification.

MassWorks Infrastructure Program- $352,785 (non-federal): The purpose of this grant was to design, Engineer, and construct a 24 space municipal parking lot on a former brownfield site in downtown Turners Falls. All work in the approved scope of work was completed on time and under budget. This was an action item identified in the 2013 Downtown Turners Falls Livability Plan. The lot supports redevelopment in the Historic Canal District and eases demand created by the increase in programming at the newly renovated Shea Theater. Completion date was 12/20/2016. Walter Ramsey, Town Planner was the grant manager which included quarterly reporting, reimbursement requests, and preparing documentation for final certification.

Community Development Block Grant Program- Community Development Fund: The Town of Montague has secured a CDBG grant every year since 2010. The Town subcontracts with the Franklin Regional Housing and Redevelopment Authority to manage the grant program on behalf of the Town. Montague is a non-entitlement community, meaning the Town competes for funding each year. Montague has never received any adverse audit findings. The program is extremely well managed, as indicated by the successful track record of securing these critical grants. Most notably, the program in recent years has provided for implementation of Avenue A Streetscape Enhancement Program Phase I and II and the reconstruction of Unity Park in Turners Falls.

DRAFT

ATTACHMENT A

Threshold Criteria

DRAFT

Threshold Criteria for Cleanup Grants

1. Applicant Eligibility

The applicant is the Town of Montague, a municipality in the Commonwealth of Massachusetts.

2. Site Ownership

The Town of Montague is currently the sole owner of the property, which consists of Strathmore Mill Buildings 1-9 on approximately 1.3 acres of land. The property is one of two parcels that compromise the Strathmore Mill Complex. The property was acquired by tax title foreclosure on February 19, 2010. The Deed can be found in the Franklin County Registry of Deeds Book 5494 Page 83 and the Judgment in the tax lien case is found in Book 1826 Page 16.

3. Basic Site Information

A) Name of the Site: "Strathmore Mill- Parcel A."
B) Address :20 Canal Road Turners Falls MA 01376
C) Current owner: Town of Montague (Town)
D) Date acquired property: Feb 19, 2010

4. Status and History of Contamination at the Site

A) The site is contaminated with hazardous substances associated with building materials in the 9 building complex
B) The site is former paper mill. The building is currently vacant and blighted. The Strathmore Mill complex was constructed between 1874 and 1970 and consists of 9 contiguous buildings on 1.3 acres along the Connecticut River, Historically, mill operations included machining, stamping, forging, grinding, finishing, pulping, cutting, and bleaching. The complex has over 200,000 square feet in floor area. The site is sandwiched on a narrow strip of land between a former coal generation power plant and an active paper mill.
C) A January 2004 Phase II and Response Action Outcome which included soil and groundwater testing, concluded no further remediation is required. The contamination consists of hazardous substances and is present in the building structures and boilers.
D) An April 2005 Hazardous Materials Survey report by Tighe + Bond Engineers documented a significant number of materials throughout the mill buildings that were classified as asbestos containing materials. This report was updated in 2015 by Tighe + Bond. This identified over 4,000 linear feet of TSI Piping, 130 cubic yards of transite components, 20,000 square feet of transite panels, 4 industrial boilers, and 1,000 square feet of floor tile, window glazing, boiler seams, boiler gaskets, tar covered insulation. As part of the survey, the following hazardous materials were catalogued: light fixtures (with PCB ballasts), hydraulic oil, household wastes, oils, paints, cleaners, bird guano, lead containing paints.

DRAFT

5. Brownfields Site Definition

A) The property is not listed or proposed for listing as a Superfund Site
B) The property is not subject to unilateral administrative orders, court orders, administrative order on consent, or judicial consent decree issued by CERCLA
C) The property is not subject to the jurisdiction, custody, or control of the US government

6. Environmental Assessment Required for Cleanup Proposals

Numerous past studies and environmental investigations of the Strathmore Mill have been conducted by various engineers, environmental consultants, planners since 2005. The results of these efforts are documents and summarized in reports which include:

- Phase I Environmental Site Assessment - Tighe + Bond (2004).
- Phase II Environmental Site Assessment and Response Action Outcome- Tighe + Bond (2004).
- Hazardous Materials Survey (2005)- Tighe + Bond. Updated 2015 by Tighe + Bond
- Phase I Environmental Site Assessment (updated 2013)- Tighe+Bond
- Strathmore Feasibility Study (2005) Finegold Alexander + Associates Inc
- Site Development Assessment (2008) Fuss & O'Neill

7. Enforcement and Other Actions

There are no enforcement or other actions on this site.

8. Sites requiring a Property-Specific Determination

The property does not require a property specific determination because the owner has affirmed as such under 3.c. that the property is eligible for funding.

9. Property Ownership Eligibility

(A) Property Ownership Eligibility- Hazardous Substances Sites

<u>(1) CERCLA 107 Liability</u>- The Town of Montague affirms that it is not liable for the contamination at the site:

- The Town has not used the site for the disposal of contaminated or hazardous materials and is seeking assistance to clean up the existing hazardous materials.
- The Town was not an owner or operator at the time of the disposal
- The Town did not arrange for treatment or disposal
- The Town did not accept hazardous substances for transport to disposal or treatment

<u>(2) Information on Liability and Defenses/Protections</u>

(A) Information on Property Acquisition

The Town acquired fee simple ownership in 1.9 acres which included the Strathmore Mill Complex (Parcel A) and Building #11 (Parcel B) through foreclosure of real property taxes on February 19, 2010. The previous owner was Swift River Strathmore Development, LLC.

(B) Timing and/or Contribution Toward Hazardous Substances Disposal

Hazardous Substances were present on the Property prior to acquisition by the Town of Montague. The Town in no way caused or contributed to the hazardous substances on the property. The Town was involved in a 2011 ACM cleanup of collapsed Building #10. The cleanup project was funded by ad EPA Subgrant from the Franklin County Regional Brownfields Program and thus was overseen by a Qualified Environmental Professional.

(C) Pre-Purchase Inquiry

The Town conducted the following pre-purchase inquires:

- Phase I Environmental Site Assessment (2004) by Tighe + Bond
- Phase II Environmental Site Assessment and Response Action Outcome by Tighe + Bond (2004).
- Hazardous Materials Survey (2005)- Tighe + Bond. Updated 2015 by Tighe + Bond

(D) Post-Acquisition Uses

The Site has not changed since the acquisition and remains under the ownership of the Town of Montague. The Town is in the process of cleanup and remediation of the hazardous materials as well as the installing of the necessary public infrastructure to develop the site for mixed-use. Parcel B (Building #11) has a redevelopment proposal for residential / commercial mixed use.

(E) Continuing Obligations

The Town of Montague has boarded up Strathmore Mill (Parcel A) in order to restrict potential access to trespassers or vagrants and direct exposures to asbestos and other chemical hazards present in the building. Security measures are in place to prevent the potential for a release or potential exposure to the public. Currently, the contamination is contained and is not expected to be released to the environment.

However, potential risk to human health, public welfare, safety and the environment exists should a release of hazardous materials (asbestos) occur as a result of a fire. This risk is very real as evidenced by the occurrence of a 2007 arson fire that resulted in co-mingles asbestos debris cleaned up by the Town in 2011. The Town confirms its commitment to comply with all land use restrictions and institutional controls, assist and cooperate with those performing cleanup including access; comply with all information requests; and provide all legally required notices.

DRAFT

10. Cleanup Authority and Oversight Structure

(A) Describe how you will oversee the cleanup

The Town will engage the assistance of a Qualified Environmental Professional (QEP) to oversee the cleanup and a certified asbestos inspector. This professional will be in place prior to the start of the cleanup and will be procured using the Commonwealth's public procurement process which is an open, competitive bidding process. Cleanup will be conducted under the direction and/or in coordination with a Massachusetts Licensed Site Professional (LSP) specializing in hazardous building material abatement, demolition, and selective deconstruction.

(B) Plan to acquire access to adjacent properties

There is not access to adjacent property required. Should access be required, the Town will work with property owners to secure access.

11. Statutory Cost Share

(A) The Town is providing the cost share of $40,000 as part of $385,000 municipal cleanup appropriation.

(B) The Town is not seeking a cost share waiver.

12. Community Notification

The Town of Montague provided the community with a notice of intent to apply for the EPA brownfields grant on December 1, 2016 with the Town Clerk and published in Montague Reporter on the same day. The meeting was held on December 14, 2016. A copy of the public meeting advertisement along with comments from meeting, sign-in sheets, response to comments and meeting summary are attached to the application.

DRAFT

ATTACHMENT B

Other Factors Checklist

DRAFT

Assessment Other Factors Checklist

Name of Applicant: ***Town of Montague***

Please identify (with an ***x***) which, if any of the below items apply to your community or your project as described in your proposal. To be considered for an Other Factor, you must include the page number where each applicable factor is discussed in your proposal. EPA will verify these disclosures prior to selection and may consider this information during the selection process. If this information is not clearly discussed in your narrative proposal or in any other attachments, it will not be considered during the selection process.

Other Factor	**Page #**
None of the Other Factors are applicable.	
Community population is 10,000 or less.	**X (1)**
Applicant is, or will assist, a federally recognized Indian tribe or United States territory.	
Targeted brownfield sites are impacted by mine-scarred land	
Applicant demonstrates firm leveraging commitments for facilitating brownfield project completion by identifying amounts and contributors of funding in the proposal and have included documentation.	**X (10, 44,45)**
Recent (2008 or later) significant economic disruption has occurred within community, resulting in a significant percentage loss of community jobs and tax base.	**X (5)**
Applicant is one of the 24 recipients, or a core partner/implementation strategy party, of a "manufacturing community" designation provided by the Economic Development Administration (EDA) under the Investing in Manufacturing Communities Partnership (IMCP). To be considered, **applicants must clearly demonstrate in the proposal the nexus between their IMCP designation and the Brownfield activities. Additionally, applicants must attach documentation** which demonstrate either designation as one of the 24 recipients, or relevant pages from a recipient's IMCP proposal which lists/describes the core partners and implementation strategy parties.	
Applicant is a recipient or a core partner of HUD-DOT-EPA Partnership for Sustainable Communities (PSC) grant funding or technical assistance that is directly tied to the proposed Brownfields project, and can demonstrate that funding from a PSC grant/technical assistance has or will benefit the project area. Examples of PSC grant or technical assistance include a HUD Regional Planning or Challenge grant, DOT Transportation Investment Generating Economic Recovery (TIGER), or EPA Smart Growth Implementation or Building Blocks Assistance, etc. To be considered, applicant must attach documentation.	**X (8)**
Applicant is a recipient of an EPA Brownfields Area-Wide Planning grant	

DRAFT

ATTACHMENT C

Letter from MassDEP

DRAFT

Commonwealth of Massachusetts
Executive Office of Energy & Environmental Affairs

Department of Environmental Protection
One Winter Street Boston, MA 02108 • 617-292-5500

Charles D. Baker
Governor

Karyn E. Polito
Lieutenant Governor

Matthew A. Beaton
Secretary

Martin Suuberg
Commissioner

November 30, 2016

U.S. EPA New England
Attn: Frank Gardner
5 Post Office Square, Suite 100
Mail Code: OSRR07-3
Boston, MA 02109-3912

RE: STATE LETTER OF ACKNOWLEDGMENT
Town of Montague, Applications for EPA Cleanup Grant Funds, 20 Canal Road

Dear Mr. Gardner:

I am writing to support the proposal submitted by the Town of Montague (the "Town") under the Fiscal Year 2017 U.S. Environmental Protection Agency (EPA) Brownfield Cleanup Grant Program. Funding from EPA will assist the City in the cleanup of two parcels (two separate grant applications) that are part of the vacant Strathmore Mill at 20 Canal Road. The property was formerly used as a mill, and was acquired by the Town in 2010. The property has since become the primary redevelopment priority for the Town. Adaptive reuse is planned and consists of living/working space and parking infrastructure. EPA funding will assist in the cleanup of the property to prepare it for redevelopment.

On January 23, 2015, Governor Baker signed his first Executive Order, creating the Community Compact Cabinet, in order to elevate the Administration's partnerships with cities and towns across the Commonwealth. Lieutenant Governor Polito chairs the cabinet, which concentrates financial, technical, and other resources at the state level to a select group of projects including Brownfields. The Town's compact was signed on December 18, 2015, ensuring any funding provided by EPA will be supported by a focused commitment of state resources.

We greatly appreciate EPA's continued support of Brownfield efforts here in Massachusetts!

Sincerely,

Rodney M Elliott

Rodney Elliott
Brownfields Coordinator, Bureau of Waste Site Cleanup

ec: Walter Ramsey, Montague Town Planner
Cynthia Pawlowski, Brownfields Coordinator, MassDEP Western Regional Office
Caprice Shaw, MassDEP Western Regional Office
Angela Gallagher, Assistant Brownfields Coordinator, MassDEP Southeast Regional Office

This information is available in alternate format. Call Michelle Waters-Ekanem, Diversity Director, at 617-292-5751. TTY# MassRelay Service 1-800-439-2370
MassDEP Website: www.mass.gov/dep
Printed on Recycled Paper

ATTACHMENT D

Analysis of Brownfield Cleanup Alternatives (ABCA)

DRAFT

DRAFT

Former Strathmore Mill

20 Canal Road

Montague, Massachusetts

ANALYSIS OF BROWNFIELD CLEANUP ALTERNATIVES

Prepared By

The Town of Montague Planning and Conservation Department

DRAFT

October 26, 2016

ABCA Table of Contents

Section 1 Introduction

1.1 Phase I- Environmental Site Assessment …….……....3
1.2 Phase II- Environmental Site Assessment…….….4
1.3 Asbestos and hazardous material Survey……..….5

Section 2 Alternatives Analysis

2.1 No Action……..6
2.2 Complete Demolition……..…..6
2.3 Selective Demolition……..…7

Section 3 Comparative Analysis of Alternatives

3.1 Recommendations……..…….8

Figures

A Comprehensive Analysis of Alternatives…….……..……...9
B Applicable, Relevant, and Appropriate Requirements (ARARs) ..……10
C Project Locus……...……12
D Site Plan…….……13
E Building Plan…….……..14
F Asbestos-containing material inventory table ……....……..…12

DRAFT

SECTION 1
INTRODUCTION

This Analysis of Brownfields Cleanup Alternatives (ABCA) has been prepared for the former Strathmore located on 20 Canal Road in the Town of Montague, Franklin County, Massachusetts. This ABCA report addresses the health and safety issues associated with the vacant mill buildings. The purpose of this evaluation is to fulfill the ABCA requirement of the Brownfields Revolving Loan Fund by describing the remedy evaluation process, the remedy selected, and the rationale for that selection.

Between 2005 and 2015, Phase I and II and Hazardous Building Materials Assessments (HBMA) were conducted of the mill site. Those investigations were funded using Franklin Regional Council of Governments (FRCOG) Environmental Protection Agency (EPA) Brownfields Assessment grants. A summary of the findings of those investigations is presented below.

DRAFT

1.1 Phase I ESA

1.1.1 Site Description

The site is currently owned by the Town of Montague, which took the property from Swift River Group via tax title, in February 2010. The parcel is located at 20 Canal Road in the Turners Falls section of the Town of Montague, Franklin County, Massachusetts and is zoned as Historic Industrial. As previously noted, a Locus Map is provided as Figure 1 in Appendix A. According to the Montague Assessor's office, the site is listed as Map 2, Block 0, Lot 01, as indicated on the Assessors card and map. A copy of the Assessors card and map are provided in Appendix B. The geographical location of the site is 42o36'33" north latitude and 72o33'39" west longitude. The Universal Transverse Mercator (UTM) coordinates for the site are 700073.617 meters Easting and 4720080.018 meters Northing. The site occupies an area of approximately 2.85 acres and is primarily covered by the mill building. The subject site consists of 10 contiguous buildings which range in height from four to six stories. The two lower stories are below the elevation of the adjacent canal. The building has a footprint of approximately 55,000 square feet and was constructed in 1877 as a mill. The site is serviced by town sewer and water. The building is generally constructed of brick with rolled roofing materials. The mill originally consisted of 11 mill buildings, but in May 2007, Building 10, located on the western side of the property, burned to the ground. The fire was started when an employee of the previous owner (Western Properties, Inc.) was removing copper wire from the building.

2.1.2 Surrounding Property Description

The site is located between the Connecticut River and a hydroelectric canal. To the northeast was the Indeck Co-Generation Plant owned by Turners Falls Limited Partnership. The majority of the plant structures have been removed, however, several walls and foundations are still located on the property. The previous owner of the mill stated that the plant has been shut down since the mid-1990s. Southworth Paper is located to the southwest of the site. Residences, a bike trail, and the former Sweeney Ford site are located across the canal to the south. The Sweeney Ford site is

vacant, but is being used to showcase community artwork. The opposite bank of the Connecticut River, to the north, is steeply sloped, undeveloped land. The entire site is located within the 200 foot riverfront area as defined by the MA Riverfront Protection Act.

1.1.2 Site History

Town of Montague records indicate that the mill was constructed in 1877 with subsequent additions added in 1892, 1906, and 1918. The 1884 Sanborn Fire Insurance maps indicate that the property was occupied by the John Russell Cutlery Company and Montague Paper Company at that time. Industrial processes conducted included machining, stamping, forging, grinding, finishing, pulping, cutting, and bleaching. These operations continued at the property through at least 1895.

The 1902 Sanborn maps indicate that the John Russell Cutlery Company continued to occupy the southwest portion of the property in 1902, but the building area formerly occupied by Montague Paper was subsequently occupied by International Paper through at least 1914. The 1940 maps indicate that the entire complex was occupied by Keith Paper at that time. The cutlery operation had been removed and processes related to papermaking were distributed throughout the site. The Turners Falls city directories indicate that Keith Paper occupied the site through at least 1945 and Strathmore Paper occupied the site from 1960 through the mid 1980's at which time it was purchased by International Paper. International Paper closed the mill in the mid 1990's. Space was subsequently rented to small commercial businesses until it was purchased by Western properties, LLC in January 2003. Western Properties used the mill for the storage of large quantities of waste paper. In 2007, ownership of the Strathmore Mill was transferred to Swift River Group. The developer's plan was to develop a film school and studios, and ancillary uses, at the mill, an estimated $32 million project. Also in 2007, building 10 was destroyed due to an arson fire. Most of the damages were contained to that one structure. The Town invested over $300,000 to repair the roof of adjacent building 1. Montague was ultimately forced to take the Strathmore Mill in February 2010 for taxes owed and is the current owner. The Town is actively planning redevelopment of the 225,000 sq. foot former mill complex. On the Connecticut River in Downtown Turners Falls, the mill holds considerable potential as an ideal site for a business incubator, manufacturing, and warehousing uses.

1.2 Phase II ESA

The environmental investigation included the advancement of nine soil borings, two of which were completed as groundwater monitoring wells, and the laboratory analysis of groundwater and soil samples. The Phase I investigation identified exceedences in subsurface soils of the applicable Reportable Concentrations (RC's) for arsenic and polynuclear aromatic hydrocarbons (PAHs), thereby triggering a 120 day release notification requirement. The source of the PAHs has been attributed to coal, wood ash, and coal ash in the fill underlying the site. Arsenic was identified in one of the soil samples submitted for analysis, however, the calculated Exposure Point Concentration (EPC) for this metal was well below the applicable standards. A Class B-1 RAO was prepared for the site. It was determined by a Massachusetts Licensed Site Professional (LSP) that no further remediation is required under the Massachusetts Contingency Plan.

DRAFT

1.3 Hazardous Material Survey

An April 2005 Hazardous Materials Survey report (updated in 2014) documented the presence of asbestos and hazardous materials in specific buildings. It was a limited scope of work to identify easily accessible materials throughout the entire mill complex. In order to revise the initial 2005 cost opinion and account for site chages, in 2014 there was a supplemental investigation of accessible areas coupled with bulk sample collection of suspect materials was performed. Following collection, bulk samples were submitted to ProScience Analytical Services of Woburn, Massachusetts for analysis via polarized light microscopy (PLM) with dispersion staining in accordance with the EPA/600/R-93/116 method. These newly discovered materials, locations, approximate quantities and results are displayed in the revised Asbestos Inventory Table in Appendix A. Tighe + Bond also visually inventoried hazardous materials encountered throughout the site. These items generally consisted of fluorescent light tubes, oil filled ballasts, stored paints, chemicals and oils and oil filled equipment, etc. The following materials were identified as asbestos-containing in various quantities and locations through the entire mill: Transite, window glaze, window caulk, pipe thermal system insulation, pipe fitting insulation, tar covered insulation, boiler seams, boiler insulation, boiler gaskets, floor matting. The following hazardous materials were identified: light fixtures, hydraulic oil, household wastes, oils, paints, guano, various process chemicals, lead containing paints. Most of these materials are typically found in old mill buildings and can be readily disposed or recycled.

SECTION 2
ALTERNATIVES ANALYSIS

The objective of the remediation is to remove a health and safety hazard and provide the Town of Montague with a site that is closer to redevelopment. As previously discussed, PACM and hazardous materials had been observed in the former mill buildings during the Phase I and II ESA. An asbestos and hazardous material assessment, completed in 2014, confirmed the presence of these materials throughout the buildings.

Three remedial options have been evaluated for the remediation of the site. These three options are:

- No action
- Complete abatement of the mill complex
- Selective abatement of individual buildings based on their potential for re-use and/or funding availability

Each option was evaluated for its applicability to the site and its feasibility. Each option is discussed below. Building plans are included in the Appendix

DRAFT

2.1 No Action

The "no action" alternative is included in the evaluation as a standard to compare other remedial actions to in order to compare and contrast significant reduction in site risk, as necessary. For the "no action" option, the Town of Erving would not take any action to abate or remediate the issues identified at the site.

As previously stated PACM, hazardous materials, and LBP are present in the site buildings. Renovation of the buildings cannot proceed without abatement of these materials. While the buildings remain in good condition, the presence of these materials do not represent a risk to the public or the environment. However, due to the age and layout of the buildings it is unlikely that they can be re-used in their current state.
Extensive renovation and potential selective demolition may be required to meet the needs of a new owner. Abatement has to occur prior to either of those options.

Therefore, leaving the site in its current condition is not a potential option if the site is to be prepared for redevelopment. Based on these concerns, the "no action" alternative cannot be recommended.

Cost: No direct cost is associated with the "no action" alternative.

2.2 Complete abatement

This option includes abatement of the mill complex. As part of an evaluation of the former mill complex, the Town of Montague requested that a HBMA be conducted. The results of the HBMA are presented in the tables included in Appendix B. Based on that evaluation, an opinion of probable cost to abate the ACM and hazardous materials was developed.
To assist the Town with budgeting for asbestos abatement and hazardous material (OHM) management in the event renovation or demolition is undertaken, an opinion of probable abatement costs was prepared.

Some smaller contiguous building sections were combined due to the absence of interior building walls separating the floor spaces. These costs include mobilization and effort to access, abate, and dispose of the specified ACMs and OHMs. The Cost Opinion is as summarized in Table 2-1 below.

Supplemental site wide asbestos, hazardous materials and PCB audit:	$12,000
Public project design for asbestos & hazardous materials abatement:	$12,000
Assistance with project bidding, project award and submittal review:	$3,000
Abatement phase project management:	$30,000
Site wide asbestos abatement:	$600,000
Site wide hazardous materials abatement:	$45,000

Cost: $702,000

DRAFT

2.3 Selective abatement

This option includes partial abatement of selected buildings based on their potential for re-use and redevelopment. It would also offer an option if insufficient funds were available to abate the entire mill complex. This option is flexible as it can be tailored to abate only those buildings that meet funding availability and/or building suitability.

The buildings composing the mill complex are currently in good condition. However, as the buildings age and remain vacant the likelihood that they will be adversely affected by weather (snow loads, storms, etc.) increases and those buildings that have not been abated would present a potential financial and health and safety issue if they collapsed. In addition, the cost to abating the complex piecemeal would increase the total cost for the project since each abatement phase would require additional bidding and contractor mobilization charges.

Cost: Dependent on the number of buildings selected for abatement per the opinion of probable cost

DRAFT

SECTION 3
COMPARATIVE ANALYSIS OF ALTERNATIVES

Based on the foregoing evaluation of remedial options, a comparative analysis was performed. The comparative analysis qualitatively ranked each alternative using the criteria indicated in Table 3-1 included at the end of this section. Each evaluation criterion was given a score for each alternative of 1, 2, or 3, with 1 being poor, 2 being average, and 3 being good. The individual scores were summed for each alternative to give a total score, with the highest score indicating the best option. The evaluation of remedial alternatives and this comparative analysis were performed based on existing data.

As expected, complete abatement and selective abatement had similar scores (60and 55, respectively). The difference between the two options is that with selective abatement, additional effort will be required to complete the abatement of the remaining buildings pending future re-development and/or renovation. Based on the raw scores complete abatement would be the preferred remedial alternative. However, if the Town has a funding shortfall or other reason to only partially abate the former mill buildings selective abatement may also be an appropriate option.

3.1 Recommendations

Two feasible options are available to address the health and safety concerns at the former Strathmore Mill site. Both of these approaches, complete abatement and selective abatement, scored very similar in the comparative analysis included in Figure A. The selection of either remedial option would address the health and safety issues by abating the asbestos and hazardous materials in the buildings at the site. However, if selective abatement is selected as the remedial option the remaining buildings would require abatement, at an increased cost, in the future. In addition, if a structural failure occurred in one or more of the un-abated buildings, significant remedial costs would be incurred to clean-up the mixed waste.

A summary of applicable regulations for the project is included in Figure B - Applicable, Relevant, and Appropriate Requirements (ARARs), included at the end of this section.

Comprehensive Analysis of Alternatives- FIGURE A
Strathmore Mill Debris Pile, Turners Falls, MA 01376

	No Action	Complete Demolition	Selective Demolition
Effectiveness			
Protectiveness			
Protective of public health & community	1	3	2
Protective of workers during implementation	NA	2	2
Protective of environment	1	3	3
Complies with ARARs	1	3	2
Ability to Achieve Removal Objectives			
Level of treatment/containment expected	1	3	3
No residual effects concerns	1	3	2
Enhance the redevelopment of the Strathmore Mill	1	3	2
Implementability			
Technical Feasibility			
Construction & operational considerations	NA	3	3
Demonstrated performance/useful life	1	3	3
Adaptable to environmental conditions	1	3	3
Contributes to remedial performance	NA	3	3
Can be implemented within one year	3	3	3
Can be implemented within two months	3	2	2
Availability			
Equipment	NA	3	3
Personnel & services	NA	3	3
Outside laboratory testing capacity	NA	3	3
Off-site treatment and disposal capacity	NA	3	3
Post removal site control	NA	3	3
Administrative Feasibility			
Permits required	NA	2	2
Elimination of existing public safety & building code violations	NA	3	2
Easements or right-of-way requirements	NA	NA	NA
Impact on adjoining properties	NA	3	3
Ability to impose institutional controls	NA	NA	NA
Likelihood imposed obtaining exemption from statutory limits if needed	NA	NA	NA
Total	**14**	**60**	**55**

1=Poor; 2=Average; 3= Good NA= Not Applicable

ARARs for the Recommended Alternative FIGURE B			
ARARS	**STATUS**	**MAJOR REQUIREMENTS**	**RECOMMENDED ALTERNATIVE ACTION**
Massachusetts Contingency Plan (MCP) 310 CMR 40,0000	Not Applicable	Establishes methodology for evaluation and remediation of oil/hazardous materials, and cleanup standards for risk characterization.	A Response Action Outcome has already been submitted to DEP. No recent testing has been conducted to determine if reportable conditions exist at the site
USEPA Disposal of PCB's 40 CFR Parts 750 and 761	Not Applicable	Establishes methods and standards for the removal and disposal of PCB - impacted media and decontamination for PCB contaminated materials.	PCB's are not a contaminant of concern at the site
OSHA 29 CFR Parts 1926	Applicable	Regulates worker protection standards and exposures.	The recommended alternative will require the Contractor to prepare a Health & Safety Plan in accordance with OSHA standards.
Standards Applicable to Generators of Hazardous Waste, 49 CFR Part 362, Subpart C, Pre-Transport Requirements: §262.30 Packaging; §262.31 Labeling; and §262.32 Marking	Applicable	Regulates the preparation of hazardous materials.	The packaging, labeling and marking of asbestos and hazardous materials will be met by proper pre-disposal and pre-trucking methods by the Contractor, as specified in the Specifications, and assured through supervision and oversight of the Contractor by the Engineer and client representative.
Massachusetts Rivers Protection Act	Not Applicable	Regulates activities occurring within 200 feet of a river.	The site is located within 200 feet of the Connecticut River but this work is understood to be exempt under 310 CMR 10.58(6) as a Historic Mill complex. Requirements of this Act will have to be evaluated depending on the redevelopment alternative selected.
Clean Air Act - Federal	Not Applicable	Establishes program control land prevents airborne-particulates and toxic emissions and control volatile and other hazardous emissions.	Abatement activities will be conducted under specific emission controls including dust suppression and wetting.
Resource Conservation and Recovery Act and regulations	Applicable	Defines federal dangerous waste requirements for those who generate, store, treat or dispose of it. Key elements included requirements for and permitting of disposal facilities and land disposal facilities.	Some RCRA requirements could be relevant and appropriate including sitting and operation requirements for dangerous waste disposal facilities. These requirements will be met by disposing of site materials at appropriately permitted facilities.

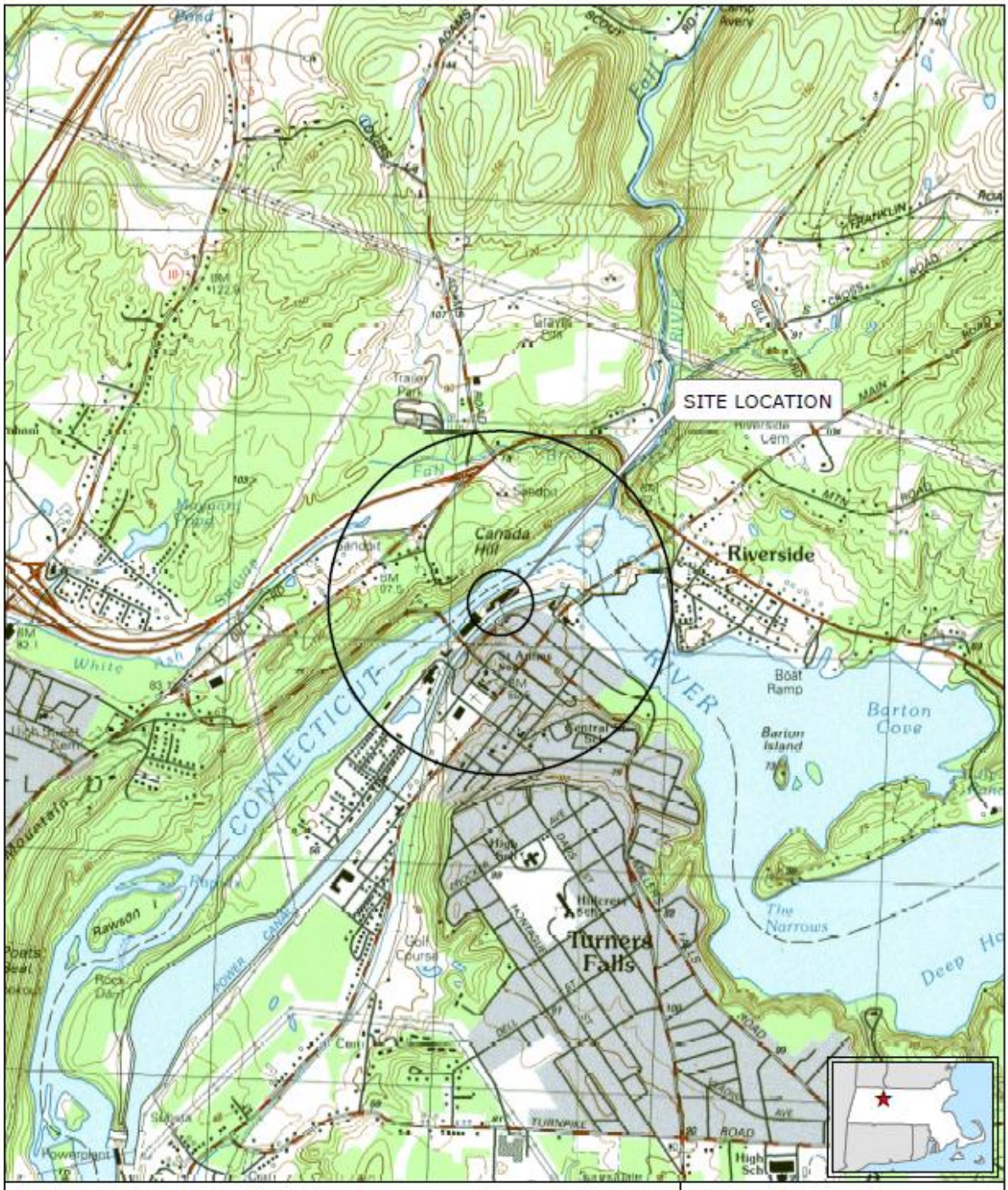


FIGURE 1
SITE LOCATION MAP

Strathmore Mill
20 Canal Road
Montague, MA

April 2013

Tighe&Bond

Based on USGS Topographic Map for Greenfield and Millers Falls, MA Quadrangles. Revised 1990. Circles indicate 500-foot and half-mile radii

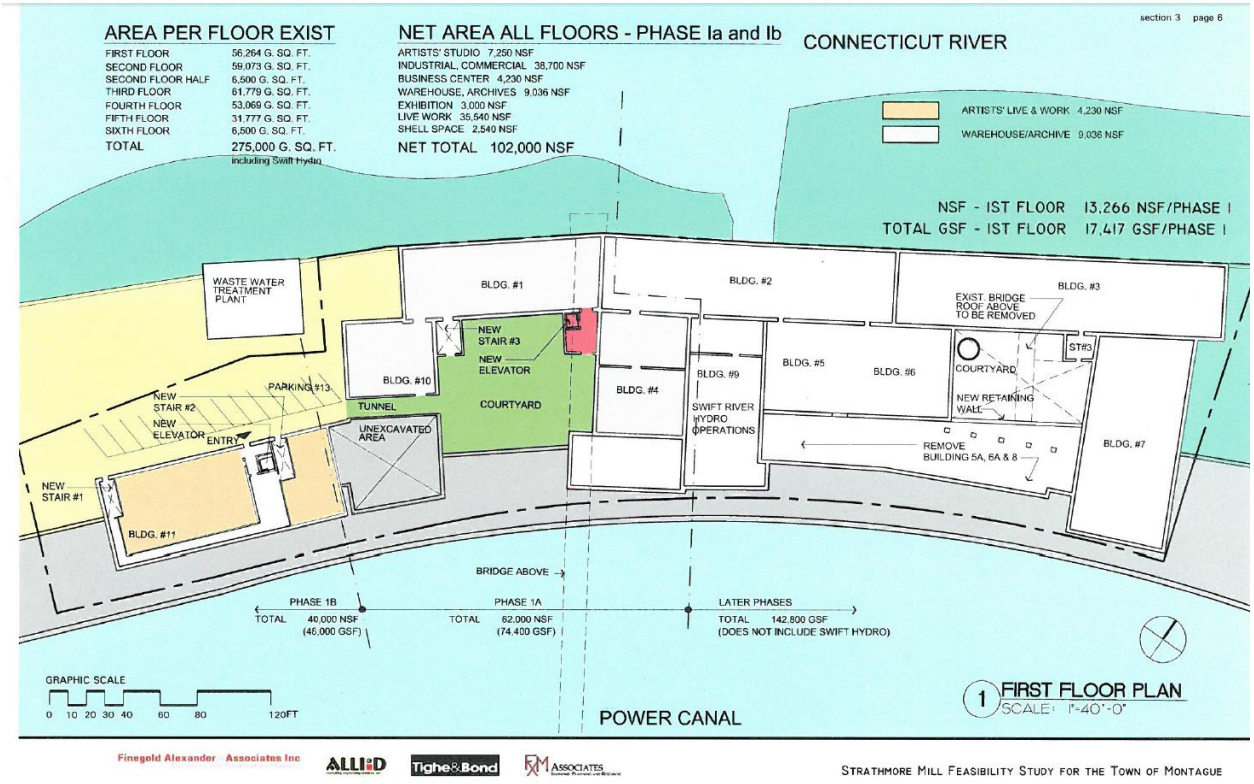
1:24,000
0 1,000 2,000
Feet

N

V:\Projects\FY0137\StrathmoreMill\CanalSit_usgs.mxd

F-0137

Strathmore Mill Complex
Parcel A
Building #11
Parcel B
Second Street
Canal Street
Third Street
Strathmore Mill Site Plan
Produced by Montague Planning and Conservation Department for Informational purposes. All boundaries are approximate.
0 50 100
Feet
N


section 3 page 6
AREA PER FLOOR EXIST
FIRST FLOOR 56,264 G. SQ. FT.
SECOND FLOOR 59,073 G. SQ. FT.
SECOND FLOOR HALF 6,500 G. SQ. FT.
THIRD FLOOR 61,779 G. SQ. FT.
FOURTH FLOOR 53,069 G. SQ. FT.
FIFTH FLOOR 31,777 G. SQ. FT.
SIXTH FLOOR 6,500 G. SQ. FT.
TOTAL 275,000 G. SQ. FT.
including Swift Hydro
NET AREA ALL FLOORS - PHASE Ia and Ib
ARTISTS' STUDIO 7,250 NSF
INDUSTRIAL, COMMERCIAL 38,700 NSF
BUSINESS CENTER 4,230 NSF
WAREHOUSE, ARCHIVES 9,036 NSF
EXHIBITION 3,000 NSF
LIVE WORK 35,540 NSF
SHELL SPACE 2,540 NSF
NET TOTAL 102,000 NSF
CONNECTICUT RIVER
ARTISTS' LIVE & WORK 4,230 NSF
WAREHOUSE/ARCHIVE 9,036 NSF
NSF - IST FLOOR 13,266 NSF/PHASE I
TOTAL GSF - IST FLOOR 17,417 GSF/PHASE I
WASTE WATER TREATMENT PLANT
BLDG. #1
BLDG. #2
BLDG. #3
EXIST. BRIDGE ROOF ABOVE TO BE REMOVED
NEW STAIR #3
NEW ELEVATOR
BLDG. #10
COURTYARD
BLDG. #4
BLDG. #9
SWIFT RIVER HYDRO OPERATIONS
BLDG. #5
BLDG. #6
COURTYARD
ST#3
NEW RETAINING WALL
PARKING #13
NEW STAIR #2
NEW ELEVATOR
ENTRY
TUNNEL
UNEXCAVATED AREA
REMOVE BUILDING 5A, 6A & 8
BLDG. #7
NEW STAIR #1
BLDG. #11
BRIDGE ABOVE
PHASE 1B
TOTAL 40,000 NSF (46,000 GSF)
PHASE 1A
TOTAL 62,000 NSF (74,400 GSF)
LATER PHASES
TOTAL 142,800 GSF (DOES NOT INCLUDE SWIFT HYDRO)
GRAPHIC SCALE
0 10 20 30 40 60 80 120FT
POWER CANAL
1 FIRST FLOOR PLAN
SCALE: 1"=40'-0"
Finegold Alexander Associates Inc
ALLID
Tighe&Bond
FXM Associates
Strathmore Mill Feasibility Study for the Town of Montague

Strathmore Mill Asbestos Inventory Table

Sample ID	Location	Material Description	Quantity	Test Result	Comments
Building 1					
14-A,B,C	First floor	Sheetrock	-	Negative	Negative for asbestos.
15-A,B,C	First floor	Sheetrock tape and compound	-	Negative	Negative for asbestos.
16-A	**First floor, above small offices, two locations**	**Pipe TSI and fittings**	**110 LF**	**Positive**	**The pipe TSI is located above the small offices along the side of the room. Pipe diameters range from 1/4" to 4". All pipe TSI and fittings shall be removed and disposed of as ACM.**
17-A,B,C	**First floor, above small offices**	**Air-O-Cell pipe TSI**	**20 LF**	**Positive**	**The pipe TSI is located above the small offices along the side of the room. Pipe diameter is 1/4". All pipe TSI and fittings shall be removed and disposed of as ACM.**
25-A,B,C and A-19, A-20, A-21	**Throughout all floors**	**Window glaze**	**110 Count**	**Positive**	**Initially tested negative, supplemental samples discovered ACM.**
Same as 24-A,B,C	**Throughout all floors**	**Window caulk**	**110 Count**	**Assumed Positive**	**All window caulking must be removed and disposed of as ACM. Windows are approx. 4' x 6' in size.**
26-A,B,C	Second floor	Sheetrock and tape/compound	-	Negative	Negative for asbestos.
Assumed positive	**Throughout all floors**	**Transite components**	**1/8 Cubic yard**	**Assumed Positive**	**Miscellaneous components inside electrical boxes throughout building. Approx. 15 locations.**
Assumed positive	**Second floor**	**Pipe TSI and fittings**	**120 LF**	**Assumed Positive**	**Pipe diameters range from 1"-4". All pipe TSI and fittings must be removed and disposed of as ACM.**
27-A,B,C	Second floor, small room	12"x12" floor tile and mastic	-	Negative	The floor tile and mastic tested negative for asbestos.
39-A,B,C	Third floor office area hallway	White square pattern linoleum	-	Negative	The flooring tested negative for asbestos.
40-A,B,C	Third floor bathroom	Gray covebase and mastic	-	Negative	The covebase and mastic tested negative for asbestos.
41-A,B,C	Third floor bathroom	Gray spotted linoleum	-	Negative	The flooring tested negative for asbestos.
A-22, A-23, A-24	Third floor throughout	Wall panel adhesive	-	Negative	Adheres wall panels to wall.
A-25, A-26, A-27	Third floor stairwell	Plaster	-	Negative	
42-A,B,C	Third floor offices and hallway	6" brown covebase and mastic	-	Negative	The covebase and mastic tested negative for asbestos.
Assumed positive	**Third floor near door**	**Pipe TSI**	**15 LF**	**Assumed Positive**	**Pipe TSI must be removed and disposed of as ACM.**
49-A,B,C	Fourth floor	2'x4' ceiling tiles	-	Negative	The tiles tested negative for asbestos.
Assumed positive	**Fourth floor**	**Pipe TSI and fittings**	**400 LF/50 fittings**	**Assumed Positive**	**All pipe TSI and fittings shall be removed and disposed of as ACM. Pipe diameters range from 2" to 12" pipe.**
50-A,B,C	Fourth floor	Brown speckled linoleum floor and mastic	-	Negative	The flooring tested negative for asbestos.
Assumed positive	**Attic**	**Pipe TSI and fittings**	**20 LF/5 fittings**	**Assumed Positive**	**All pipe TSI and fittings shall be removed and disposed of as ACM. Pipe diameters range from 2" to 12" pipe.**
Assumed positive	**Roof**	**Roofing and flashing cements**	**7,200 SF**	**Assumed Positive**	**Treat all roofing materials as ACM until bulk sampling proves otherwise.**
Building 2					
7-A,B,C & A-37, A-38, A-39	Throughout all floors	Window glaze	-	Negative	
Assumed positive	**Throughout all floors**	**Window caulk**	**150 Count**	**Assumed Positive**	**The window caulking must be removed and disposed of as ACM. Collect samples to confirm presence of ACM. Windows are approx. 6' x 4' in size.**
Assumed positive	**First floor, main area**	**Pipe TSI**	**70 LF**	**Assumed Positive**	**The pipe TSI must be removed and disposed as ACM. The insulation is on 2" - 6" pipes.**
9-A,B,C	First floor, along ceiling above catwalk	Tar paper	-	Negative	White paper along ceiling

Sample ID	Location	Material Description	Quantity	Test Result	Comments
Assumed positive	**Second floor, main steam line area**	**Pipe TSI**	**150 LF**	**Assumed Positive**	**The pipe TSI must be removed and disposed as ACM. The insulation is on 2" - 6" pipes and is wrapped in a metal jacket.**
Assumed positive	**Third floor**	**Pipe TSI and fittings**	**60 LF/6 Fittings & 1 Cubic yard debris**	**Assumed Positive**	**The TSI is in poor condition and is on the ground in a metal pile. The TSI has a metal jacket around it for protection. All debris and contaminated metals shall be disposed as ACM.**
Assumed positive	**Third floor, around spiral stairs**	**Transite**	**20 SF**	**Assumed Positive**	**All transite shall be removed and disposed of as ACM.**
37-A,B,C	**Third floor, ceiling**	**Transite**	**4,000 SF**	**Positive**	**Transite is attached to large sections of the ceiling throughout the third floor. All transite shall be removed and disposed of as ACM.**
38-A,B,C	Third floor	Plaster and skim coat	-	Negative	Located on all of the columns and beams. Plaster contains a wire lathe for support.
A-31/31A, A-32/32A, A-33/33A	Third floor	12" Gray and white checkerboard floor tile and mastic	-	Negative	23' x 50' area.
Assumed positive	**Fourth floor**	**Pipe TSI and fittings**	**600 LF/60 fittings**	**Assumed Positive**	**All pipe TSI and fittings shall be removed and disposed of as ACM.**
Assumed positive	**Fourth floor, electrical room**	**Pipe TSI and fittings**	**100 LF/10 fittings**	**Assumed Positive**	**All pipe TSI and fittings shall be removed and disposed of as ACM.**
51-A,B,C	Fourth floor	Floor backing	-	Negative	The floor backing tested negative for asbestos.
Assumed positive	**Fourth floor ceiling**	**Transite**	**1,700 SF**	**Assumed Positive**	**All transite that is attached to the ceiling shall be removed and disposed of as ACM.**
Assumed positive	**Roof**	**Roofing and flashing cements**	**8,000 SF**	**Assumed Positive**	**Treat all roofing materials as ACM until bulk sampling proves otherwise.**
Assumed positive	**Fifth floor**	**Pipe TSI and fittings**	**150 LF/15 fittings**	**Assumed Positive**	**All pipe TSI and fittings shall be removed and disposed of as ACM. Pipe diameters range from 2" to 12" pipe.**
Building 3					
8-A,B,C & A-34, A-35, A-36	**First floor**	**Window glaze**	**28 Count**	**Positive**	**Windows are 15'x3' and encased in concrete.**
Assumed positive	**First floor, upper level cat walk area**	**Pipe TSI**	**15 LF**	**Assumed Positive**	**TSI insulates 12" diameter pipe.**
A-28, A-29, A-30	Throughout #3 stairwell	Window glaze	-	Negative	Windows are 4'x5'.
34-A,B,C	Third floor, bathroom by stairs	Linoleum flooring and mastic	-	Negative	The flooring tested negative for asbestos.
Assumed positive	**Third, fourth, fifth and attic floors**	**Window caulk**	**125 count**	**Assumed Positive**	**All window caulking must be removed and disposed of as ACM. Window sizes are approx. 6' x 4'.**
35-A,B,C	Throughout	Window glaze	-	Negative	Windows (primarily upper levels) are 6' x 4' in size. Additional samples of glazing should be collected to confirm as non-ACM.
Assumed positive	**Third floor**	**Pipe TSI**	**10 LF**	**Assumed Positive**	**Metal jacketed TSI must be removed and disposed of as ACM.**
Assumed positive	**Fourth floor**	**Pipe TSI and fittings**	**450 LF/60 fittings**	**Assumed Positive**	**Pipe is 2"-8" inches in diameter. All pipe TSI and fittings shall be removed and disposed of as ACM.**
53-A,B,C	Fourth floor	Sheetrock and tape/compound	-	Negative	The sheetrock and tape/compound tested negative for asbestos.
Assumed positive	**Fifth floor**	**Pipe TSI and fittings**	**35 LF/5 fittings**	**Assumed Positive**	**All pipe TSI and fittings must be removed and disposed of as ACM.**
Assumed positive	**Roof, including 3a stairwell**	**Roofing and flashing cements**	**8,900 SF**	**Assumed Positive**	**Treat all roofing materials as ACM until bulk sampling proves otherwise.**
Building 3A Stairwell					
13-A,B,C	First floor	Window glaze in door	-	Negative	The window glaze tested negative for asbestos.
54-A,B,C	Throughout all floors	Plaster and skim coat	-	Negative	The plaster and skim coat tested negative for asbestos.
Building 4					

Sample ID	Location	Material Description	Quantity	Test Result	Comments
10-A,B,C	Second floor	Black tar coating with cloth on duct work	120 SF	Positive	Fiberglass insulation, wire, and all associated material must be removed.
Assumed positive	Second floor	Pipe TSI and fittings	10 LF	Assumed Positive	1"-4" pipe diameter. Insulation is encased in metal jacket.
11-A,B,C	Second floor by column	Fiberglass pipe wrap	-	Negative	1"-4" pipe diameter.
Assumed positive	Second floor	Window caulk	1 count	Assumed Positive	The window caulking must be removed and disposed of as ACM.
12-A,B,C	Second floor	Pipe wrap on fiberglass insulation	-	Negative	The pipe wrap did not contain asbestos.
Assumed positive	Second floor	Pipe TSI	40 LF	Assumed Positive	6"-12" diameter pipes. All insulation must be removed and disposed of as ACM.
Assumed positive	Third floor	Transite	7,250 SF	Assumed Positive	Entire ceiling has transite on it, some of it multi-layered. Remove and dispose of all transite as ACM.
Assumed positive	Third and fourth floor	Window caulk	30 count	Assumed Positive	Windows are replacement vinyl type and boarded up. Windows are approx. 4' x 6'.
Assumed positive	Fourth floor	Pipe TSI and fittings	30 LF/10 fittings	Assumed Positive	All pipe TSI and fittings are to be removed and disposed of as ACM.
Assumed positive	Roof	Roofing and flashing cements	3,000 SF	Assumed Positive	Treat all roofing materials as ACM until bulk sampling proves otherwise.
			Building 5		
1-A,B,C	First floor, Boiler room	Fiberglass insulation pipe wrap	-	Negative	
2-A	First floor, Boiler room	Pipe TSI	400 LF / 40 Cubic yards debris	Positive	1"-4" pipe diameter. All pipe TSI is to be removed and disposed of as ACM. Debris under and around piping systems has become co-mingled with building debris. It appears some piping has been abated since 2005 inspection.
3-A	First floor, Boiler room	Pipe fittings	60 fittings	Positive	1"-4" pipe diameter. All fittings shall be removed and disposed of as ACM.
4-A,B,C	First floor, Boiler room, oil pump system	Fiberglass insulations with white coating	-	Negative	Located on heat exchangers under metal jacket.
Assumed positive	First floor	Interior Boiler gaskets and rope insulations	(4) 4' x 5' x 5' boiler units	Assumed Positive	Associated with (4) HB smith metal clad boilers.
5-A,B,C & 6-A,B,C	First floor	Interior Boiler gaskets and packing insulation within old boiler system	300 cubic yards	Positive	(3) original boilers are 30'x20'x30' each. All boilers must be dismantled under containment. All boiler components, gaskets, etc. shall be disposed of as contaminated with ACM or fine cleaned and recycled.
Assumed positive	First floor, Boiler room	Breech insulation	75 LF	Assumed Positive	16" diameter breeching piping associated with main boiler system.
Assumed positive	First floor, Boiler room, oil pump system	Fittings	20 count	Assumed Positive	1" to 4" diameter fittings.
Assumed positive	First floor, Boiler room	Breech insulation	-	Assumed Positive	Initially quantified as 400 SF, has been abated.
Assumed positive	First floor, Boiler room	Breech and boiler gaskets	Throughout all boiler breeching	Assumed Positive	All metal mating surfaces shall be opened and cleaned of the ACM gasketing found between them.
Assumed positive	Fourth and fifth floors	Window glazing and caulking	18 Count	Assumed Positive	4' x 5' sized windows. Assume as ACM until bulk sampling proves otherwise.
Assumed positive	Fifth floor and attic	Transite panels	1,300 SF	Assumed Positive	Panels nailed in place to ceilings
Assumed positive	Fourth and fifth floor	Pipe TSI and fittings	90 LF/10 fittings	Assumed Positive	The pipe TSI and fittings shall be removed and disposed of as ACM.
A-43/43A, A-44/44A	Fourth floor	12" Floor tile and mastic	375 SF double layered	Negative but treat as ACM	Top layer of double layered floor tile system. Bottom layer tested positive. Treat both layers as ACM due to inability to separate. Remove interior partitions, etc. to access.
A-45/45A	Fourth floor	9" Floor tile and mastic	255 SF	Floor tile positive, mastic negative	Applied on wood. Remove interior partitions, etc. to access.
Assumed positive	Fourth floor	Transite panels	300 SF	Assumed Positive	Panels nailed in place in office / locker area.

Sample ID	Location	Material Description	Quantity	Test Result	Comments
A-49, A-50	Fourth floor	Vinyl sheet flooring	-	Negative	Within office area, approx. 1000 SF.
Assumed positive	Attic	Pipe TSI and fittings	20 LF/2 fittings	Assumed Positive	The pipe TSI and fittings shall be removed and disposed of as ACM.
Assumed positive	Roof	Roofing and flashing cements	2,800 SF	Assumed Positive	Treat all roofing materials as ACM until bulk sampling proves otherwise.
Building 6					
Assumed positive (caulking) & A-40, A-41, A-42 (glazing)	Throughout	Window caulk and glazing compounds	15 count	Assumed Positive	All window caulking and glazing shall be removed and disposed of as ACM. Glazing tested positive for asbestos. Windows are approx. 6' x 4'.
Assumed positive	Third floor	Transite panels and components	450 SF & 2 Cubic yards	Assumed Positive	Located on ceiling and around spiral staircase. Components stored on pallets.
36-A,B,C	Third floor	Shotcrete and finish coating	-	Negative	pipe is 2"-8" inches in diameter. All pipe TSI and fittings shall be removed and disposed of as ACM.
52-A,B,C	Fourth floor	Floor matting	400 SF	Positive	Located on the floor of the room. Located under a significant amount of stored components and other wood flooring.
Assumed positive	Fourth floor	Pipe TSI and fittings	50 LF/10 fittings	Assumed Positive	The pipe TSI and fittings shall be removed and disposed of as ACM.
Assumed positive	Fourth and fifth floor	Transite	180 SF	Assumed Positive	Located around spiral staircase.
Assumed positive	Roof	Roofing and flashing cements	3,600 SF	Assumed Positive	Treat all roofing materials as ACM until bulk sampling proves otherwise.
Building 7					
Assumed positive	Second floor	Pipe TSI and fittings, TSI block & Debris	100 LF/100 SF mag block / 3 Cubic yards debris	Assumed Positive	The pipe TSI is in a metal jacket. There is also a significant amount of pipe and magnesium block debris (on floor and on ducts) that must be removed and disposed of as ACM.
Assumed positive	Second floor	Transite debris	1/2 Cubic yard	Assumed Positive	Broken transite panel debris observed on ground.
Assumed positive	Throughout	Window caulk	35 count	Assumed Positive	Windows are approx. 6' x 4'.
31-A,B,C	Third floor	Linoleum flooring and mastic	-	Negative	The flooring tested negative for asbestos.
32-A,B,C	Third floor	Brown covebase and mastic	-	Negative	The covebase and mastic tested negative for asbestos.
33-A,B,C	Throughout	Window glaze	-	Negative	The window glaze tested negative for asbestos.
Assumed positive	Third floor	Transite	2,500 SF	Assumed Positive	Transite is attached to ceiling.
Assumed positive	Fourth floor	Pipe TSI and fittings	120 LF/10 fittings	Assumed Positive	
Assumed positive	Roof 7/7A	Roofing and flashing cements	7,000 SF	Assumed Positive	Treat all roofing materials as ACM until bulk sampling proves otherwise.
Building 7A					
28-A,B,C	Second floor	12"x12" white floor tile and mastic	-	Negative	White and blue floor tile is mixed together.
29-A,B,C	Second floor	12"x12" blue floor tile and mastic	-	Negative	White and blue floor tile is mixed together.
30-A,B,C	Second floor, back room with pump pit	Transite wall	250 SF	Positive	Transite located in unsafe area. Special access plans necessary for safe abatement.
Building 8					
Same as 10-A,B,C	Second floor	Fan unit insulation, black tar coating	30 SF	Assumed Positive	All tar coating and insulation shall be removed and disposed of as ACM.
Building 10-Entire area has been abated, demolished and removed from site in 2012					
Building 11					
Assumed positive	First floor, throughout	Pipe TSI	120 LF	Assumed Positive	Two areas observed.
Assumed positive	First floor	TSI debris	1/2 Cubic yard	Assumed Positive	Debris was found in various locations throughout floor.

Sample ID	Location	Material Description	Quantity	Test Result	Comments
Assumed positive	**West end lowest level, Mezzanine, second level**	**Transite panels**	**1,900 SF**	**Assumed Positive**	**Transite panels nailed to walls and ceilings throughout western area. Some small transite components throughout / within electrical boxes, all floors.**
Assumed positive	**Throughout**	**Transite components**	**1/4 Cubic yard**	**Assumed Positive**	**Transite panels nailed to walls and ceilings throughout western area. Some small transite components throughout / within electrical boxes, all floors.**
A-01, A-02, A-03	Throughout	Paper	-	Negative	Under floorboards.
18-A,B,C & 19-A,B,C	**Throughout**	**Window glazing and caulking**	**120 count**	**Positive**	**Windows are located throughout all levels and are approx. 6' x 5' in size or smaller. Treat all caulking as ACM.**
Assumed positive	**Second floor**	**Pipe TSI**	**120 LF**	**Assumed Positive**	**1"-6" pipe diameter.**
20-A,B,C	Second floor	Fiberglass pipe TSI wrap	-	Negative	The pipe wrap did not contain asbestos. Located near hazardous waste collection area.
21-A,B,C	Second floor, bathroom stalls	9x9 gray floor tile and mastic	-	Negative	The floor tiles are in bad condition and most of them are already lifting.
A-04/04A/04B, A-05/05A/05B, A-06/06A/06B, A-07/07A/07B, A-08/08A/08B, A-09/09A/09B	Second, fourth and fifth floors	Sheetrock/ seam tape/joint compound	-	Negative	Comprises interior walls.
Assumed positive	**Third floor**	**Pipe TSI and fittings**	**90 LF/8 fittings**	**Assumed Positive**	**4"-12" pipe diameter. Some of the pipe TSI is encased in a metal jacket. All TSI and fittings shall be removed and disposed of as ACM.**
Assumed positive	**Fourth floor**	**Pipe TSI and fittings**	**225 LF/35 fittings**	**Assumed Positive**	**4"-12" pipe diameter. Some of the pipe TSI is encased in a metal jacket. All TSI and fittings shall be removed and disposed of as ACM.**
Assumed positive	**Fourth floor**	**Transite**	**3,500 SF**	**Assumed Positive**	**Transite is attached to ceiling.**
45-A,B,C	Fifth floor	12"x12" gray floor tile and mastic	325 SF	Negative	The floor tile and mastic tested negative for asbestos.
46-A,B,C	Fifth floor	Black covebase and mastic	250 LF	Negative	The covebase and mastic tested negative for asbestos.
47-A,B,C	Fifth floor	12"x12" tan floor tile and mastic	300 SF	Negative	The floor tile and mastic tested negative for asbestos.
48-A,B,C	Fifth floor	12"x12" brown floor tile and mastic	45 SF	Negative	The floor tile and mastic tested negative for asbestos.
49-A,B,C	Fifth floor	Sheetrock and tape/compound	4,500 SF	Negative	The sheetrock and tape/compound tested negative for asbestos.
Assumed positive	**Fifth floor**	**Pipe TSI and fittings**	**50 LF/10 fittings**	**Assumed Positive**	**The pipe TSI and fittings shall be removed and disposed of as ACM.**
Assumed positive	**Sixth floor**	**Pipe TSI and fittings**	**35 LF/5 fittings**	**Assumed Positive**	**The pipe TSI and fittings shall be removed and disposed of as ACM.**
A-10, A-11, A-12	Sixth floor	Red paper	-	Negative	Under floorboards.
Assumed positive	**Roof**	**Glazing compound**	**(1) 10' x 10' skylight**	**Assumed Positive**	**Treat skylight as ACM until bulk sampling proves otherwise.**
A-13, A-14, A-15, A-16, A-17, A-18	**Roof**	**Roofing, flashing cements and silver paint layers**	**7,700 SF**	**Assumed Positive**	**Treat all roofing materials as ACM until bulk sampling proves otherwise.**
Exterior areas					
Assumed positive	Courtyard outside building 3A	Breech insulation	-	Assumed Positive	Has been abated.
Assumed positive	Courtyard outside building 1	Fitting	-	Assumed Positive	Has been abated.

Notes:
1. Negative - A negative result contains no asbestos
3. Positive - A positive result contains trace to greater than 1% asbestos or more
4. Assumed Positive - Material that was not sampled but is assumed to contain asbestos
5. Bolded Area - Any material that tested as trace, positive or assumed positive for asbestos.
6. SF - Square Feet
7. LF - Linear Feet
8. ACM - Asbestos Containing Material
Supplemental limited asbestos survey performed by Brian F. Day, Tighe & Bond, December 2014. Massachusetts Inspector # AI061695.

ATTACHMENT E

Ability to Leverage

TOWN OF MONTAGUE
TOWN CLERK'S OFFICE
One Avenue A
Turners Falls, Massachusetts 01376
413 863-3200 ext 203

townclerk@montague-ma.gov

Debra A. Bourbeau
Town Clerk

Madelyn E. Hampp
Assistant Town Clerk

December 13, 2016

U.S. EPA New England
Attn: Frank Gardner
5 Post Office Square, Suite 100
Mail Code: OSRR07-3
Boston, MA 02109-3912

Dear Mr. Gardner,

Please be advised that Montague Town Meeting Members passed the sum of $385,000 for the purpose of abating hazardous and asbestos containing materials within the Strathmore Mill Complex at the Annual Town Meeting held on Saturday, May 7, 2016.

On Monday, June 27, 2016 the Town of Montague passed a debt exclusion vote to exempt from the provisions of Proposition Two and One-Half, so called, the amounts required to pay for the bond issued in order to fund the abatement of hazardous and asbestos containing materials, including any incidental and related costs, within the Strathmore Mill Complex, 20 Canal Road in Turners Falls.

Please see attached certified votes.

If you have any questions or need further information, I can be reached at 413-863-3200, ext 203 or townclerk@montague-ma.gov.

Sincerely,

Debra A. Bourbeau

Debra A. Bourbeau
Montague Town Clerk

Obear
CONSTRUCTION

Robert G. Obear
47 West Chestnut Hill Road, Montague, MA 01351
office: 413-367-2424
cell: 413-537-5953

www.obearconstruction.com
rgobear@gmail.com

December 13, 2016

U.S. EPA New England
Attn: Frank Gardner
5 Post Office Square, Suite 100
Mail Code: OSRR07-3
Boston, MA 02109-3912

Dear Mr. Gardner,

Obear Construction is based in Montague and specializes in redevelopment of residential and commercial real estate in blighted neighborhoods. I have completed several successful rehabilitation projects within the Town of Montague, include a former mixed-use brownfield site in the village of Millers Falls. Obear Construction has the privilege of being the Town of Montague's selected proponent to rehabilitate historic Strathmore Building #11 in Turners Falls. The property is being acquired through the Town's Commercial Homesteading Program which is an effort by the Town to encourage private investment in challenging properties and the creation of jobs by offering properties for a nominal cost to the bidder whose proposal includes the most significant economic development benefits to the town.

The plan accepted by the Town is to subdivide Building #11 from the Strathmore Complex and create 16 to 20 condominium open-plan housing units as well as several rental art/industry workshops and offices. The proposal estimates 45 construction jobs to be created. The proposed private investment of $2,240,000 will generate approximately $90,000 of tax revenue to the Town annually. Since Strathmore Building #11 is at the center of the gateway to Turners Falls and visible from almost every direction, we are very sensitive of the need to improve the façade to a look compatible with its historic character. As this is a large project, work will be phased in over the next three to four years.

We are quite aware, as is the town, that this is a difficult site to redevelop. That is why we view ourselves as a partner with the town to ensure that the desired rehabilitation can be achieved. To this end, we have asked the Town to work with us to abate the property of asbestos and hazardous materials prior to the sale. I look forward to working with the Town and EPA on this very critical project.

Sincerely,

Robert Obear
Obear Construction Co Inc.

ATTACHMENT F

Letters of Commitment

Connecticut River Conservancy

Clean water. Healthy habitat. Thriving communities.

15 Bank Row, Greenfield, MA 01301
413.772.2020 - www.ctriver.org

October 19, 2017

U.S. EPA New England
Attn: Frank Gardner
5 Post Office Square, Suite 100
Mail Code: OSRR07-3
Boston, MA 02109-3912

Dear Mr. Gardner,

The Connecticut River Conservancy (CRC), formerly known as the Connecticut River Watershed Council, is pleased to partner with the Town of Montague on a US EPA Brownfields Cleanup grant project for the Strathmore Mill complex in the village of Turners Falls. CRC's mission is to protect our 4-state watershed to enjoy the beauty and recreational benefits of the Connecticut River, and enhance the environment and water quality. CRC applauds Montague for working to rehabilitate and revitalize an important waterfront property. One of the barriers to redevelopment of the Strathmore Mill property is cleanup of hazardous materials. The grant will help eliminate a threat to the River and help the Town move forward developing a piece of downtown Turners Falls while preserving an element of its industrial history.

CRC and the Town, together with other stakeholders, have been working collaboratively on the hydropower relicensing of the Turners Falls Dam. In negotiating the terms to a new license, we hope to improve flows in the Connecticut River that will support habitat, but also increase the recreational boating and fishing capacity of the river below the dam and adjacent to the Strathmore Mill. Adaptive re-use of the Strathmore property has some interconnections with improving the health and access to the Connecticut River in Turners Falls through relicensing.

CRC is pleased to partner with Montague on this project. We will help notify the public about the cleanup project through our print newsletter, member e-blasts, and through social media. We are happy to help in other ways as they arise. CRC supports Montague's application for a brownfields cleanup grant from US EPA. I can be reached at adonlon@ctriver.org or (413) 772-2020 x. 205. Thank you for your consideration.

Sincerely,

Andrea F. Donlon

Andrea F. Donlon
Massachusetts River Steward

U.S. EPA New England
Attn: Frank Gardner
5 Post Office Square, Suite 100
Mail Code: OSRR07-3
Boston, MA 02109-3912

December 9, 2016

Dear Mr. Gardner

RiverCulture is excited to partner with the Montague Planning Department on this crucial project for redevelopment in Turners Falls. RiverCulture's mission is to work with a diverse group of community, political, educational, and business leaders to support the creative economy in Turners Falls and to establish an environment that attracts businesses, residents, and visitors to the town. Among other things, RiverCulture serves as a forum for partners to convene around shared topics, and a platform to address local social issues through cultural means. RiverCulture was an active partner in the development of the 2013 Downtown Livability Plan and views redevelopment in the Canal District as the priority community development project of the next decade.

RiverCulture will partner with the Town of Montague to raise awareness about the cleanup project in a unique and creative way. Sculpture will be created using surplus rolls of paper and truckloads of Legos currently being warehoused in one of the mill buildings. The Town will distribute the supplies to local artists and RiverCulture will display the work in vacant storefronts downtown. The art displays will share information about the cleanup project. Additionally, RiverCulture will publicize information about the project at community meetings. RiverCulture has a wide network of residents within Turners Falls and can reach them regularly through direct emails, an active website, social media, and our local newspaper.

Sincerely,

Suzanne LoManto
Director of Turners Falls RiverCulture
riverculture@montague-ma.gov

Franklin Regional Council of Governments

October 5, 2017

Walter Ramsey, Town Planner
Town of Montague
1 Avenue A
Turners Falls, MA 01376

Dear Mr. Ramsey:

The Franklin Regional Council of Governments (FRCOG) is pleased to confirm our commitment as a partnering organization to the Town of Montague to support the cleanup of the former Strathmore Mill at 20 Canal Road, Turners Falls, MA. The FRCOG is a strong advocate for the cleanup and redevelopment of this site and the revitalization of this community. The cleanup of contaminated sites and their return to productive use are top goals in the 2013 Regional Plan for Sustainable Development for Franklin County, and the 2015 Greater Franklin County Comprehensive Economic Development Strategy (CEDS) Five-year Plan. In both plans, the Strathmore Mill project is highlighted due to its regional importance.

There is movement to invest and re-energize the village of Turners Falls, an economic distressed community. However, this site remains a significant blight and hazard. The cleanup and redevelopment of this property will provide an excellent opportunity to create a mix of residential, commercial, and/or light industrial space, and contribute to this revitalization.

Over the last 18 years, the FRCOG has received six EPA assessment grants and operated an EPA-funded Brownfields Cleanup Revolving Loan Fund. As part of our agreement oversight experience, we use EPA's online ACRES system to maintain records for brownfield sites, including the former Strathmore Mill site.

We commit to work with the Town of Montague on this cleanup project by having FRCOG staff update the project's ACRES record. FRCOG staff will input data into ACRES on behalf of the Town for this project in a consistent and timely manner. In addition, FRCOG staff will support the Town's outreach efforts, as requested. Such assistance, may include providing opportunities for the project to be presented at region-wide public meetings as well as offering to have FRCOG staff participate in project public information sessions to review potential resources for site redevelopment.

We look forward to continuing to work with you and the Town on this important project. If there are any questions or comments, please contact me at 413-774-3167 x133 or psloan@frcog.org.

Sincerely,

Peggy Sloan, Director of Planning & Development

12 Olive Street, Suite 2, Greenfield, MA 01301-3351 · 413-774-3167 · www.frcog.org

ATTACHMENT G

Community Notification

MINUTES AND COMMENTS

ATTACHMENT H

Proof of Ownership

VALLEY TITLE COMPANY, LTD.
377 Main Street, First Floor · Greenfield, MA 01301
413-774-6359 · Fax 413-774-6350 · valleytitle@valleytitleco.com

Title: 3057-D
To: Town of Montague
Walter Ramsey, Town Planner and Conservation Agent
Re: Strathmore site – Turners Falls Canal

TITLE CERTIFICATE

We have examined an abstract of title provided by Valley Title Company, Ltd. from the records of the Franklin County Registry of Deeds and relevant Probate Registries relative to the premises located in Turners Falls, Montague, Franklin County, Massachusetts, and described in the following deed and instrument of taking:

a. Deed from Fabulous Investment Opportunities LLC to Swift River Strathmore Development, LLC dated April 28, 2008 and recorded in Book 5494, Page 83;

b. Instrument of Taking by the Town of Montague dated October 3, 2005 and recorded in Book 4972, Page 251;

c. Judgment in Tax Lien Case dated February 19, 2010 and recorded in Book 5826, Page 165;

and from such examination as of document No. 12597 recorded on October 18, 2012, we are of the opinion that **The Town of Montague** holds good and sufficient record and marketable title thereto free from all matters of record except those set forth on Schedules "A" and "B" attached hereto.

This Certificate only covers "record title" as defined in G.L.C. 93 sec. 70 and does not cover any rights not appearing of record or improperly indexed, any defects, restrictions, or impediments arising from enactment or regulations of the federal government, Commonwealth of Massachusetts, and the municipality in which the land lies, or any agencies thereof, municipal or district taxes and other assessments, validity of corporate or other type existence, any and all boundaries and such state of facts as may be disclosed by an inspection of the premises or a survey, whether or not restrictions or covenants have been violated, bankruptcy proceedings not recorded in said registry of deeds, accuracy of descriptions or surveys, rights of parties in possession and any facts which would establish whether the locus is located within a flood plain.

This Certificate is to be used only in connection with the transaction (purchase and/or mortgage) for which the certificate has been requested and may not be used for future transactions without written permission of Valley Title Company, Ltd.

Searching Franklin and Hampshire Counties since 1986

Date: October 18, 2012

VALLEY TITLE COMPANY, LTD.

By: _____
David J. Singer, Esq.
Counsel for Valley Title Company, Ltd.

2