

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

IN THE MATTER OF:)
)
REVISIONS TO ANTIDegradation) R01-13
RULES: 35 ILL. ADM. CODE 302.105,) (Rulemaking)
303.205, 303.206, AND 106.990 – 106.995)

R01-13
PC#38

I, Brett J. Marshall, with Dynegy Midwest Generation, Inc., sent one original and nine photocopies of my attached prefiled testimony to:

Ms. Dorothy M. Gunn
Clerk of the Board
Illinois Pollution Control Board
James R. Thompson Center
100 West Randolph Street
Suite 11-500
Chicago, Illinois 60601

I placed the above original document and nine photocopies in the United States Mail in Decatur, Illinois on January 30, 2001 and affixed the proper postage.

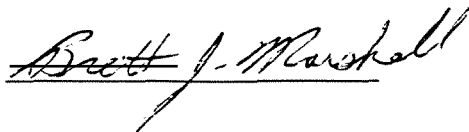
I also sent one photocopy of the prefiled testimony to:

Marie E. Tipsord, Esq.
Hearing Officer
Illinois Pollution Control Board
James R. Thompson Center
100 West Randolph Street
Suite 11-500
Chicago, Illinois 60601

AND ONE PHOTOCOPY TO EACH OF THE PERSONS ON THE ATTACHED SERVICE LIST.

I placed the above photocopies in the United States Mail in Decatur, Illinois on January 30, 2001 and affixed the proper postage.

Date: January 30, 2001



Brett J. Marshall

SERVICE LIST

Ms. Kay Anderson
American Bottoms RWTF
One American Bottoms Road
Sauget, Illinois 62201

Frederic P. Andes, Esq.
Barnes & Thornburg
2600 Chase Plaza
10 South LaSalle Street
Chicago, Illinois 60603

Ms. Christine Bianco
Director of Regulatory Affairs
Chemical Industry Council of Illinois
9801 West Higgins Road
Suite 515
Rosemont, Illinois 60018

Christine S. Bucko, Esq.
Assistant Attorney General
Illinois Attorney General's Office
Environmental Bureau
188 West Randolph Street
20th Floor
Chicago, Illinois 60601

Mr. Jack Darin
Sierra Club, Illinois Chapter
200 North Michigan Avenue
Suite 505
Chicago, Illinois 60601

Mr. Albert F. Ettinger
Environmental Law & Policy Center
35 East Wacker Drive
Suite 1300
Chicago, Illinois 60601-2110

Susan M. Franzetti, Esq.
Sonnenschein Nath & Rosenthal
8000 Sears Tower
233 South Wacker Drive
Chicago, Illinois 60606

James T. Harrington, Esq.
Ross & Hardies
150 North Michigan Avenue
Suite 2500
Chicago, Illinois 60601

John M. Heyde, Esq.
Sidley & Austin
Bank One Plaza
10 South Dearborn Street
Chicago, Illinois 60603

Richard J. Kissel, Esq.
Gardner, Carton & Douglas
Quaker Tower
321 North Clark Street
Suite 3400
Chicago, Illinois 60610-4795

Sharon Marie Neal, Esq.
Law Department
ComEd - Unicom
125 South Clark Street
Chicago, Illinois 60603

Mr. Jerry Paulson
McHenry County Defenders
804 Reginact
Woodstock, Illinois 60098

Mr. Irwin Polls
Metropolitan Water Reclamation District
Environmental Monitoring
6001 West Pershing Road
Cicero, Illinois 60804-4112

Ms. Cindy Skrudkrud
4209 West Solon Road
Richmond, Illinois 60071

Connie Tonsor, Esq.
Assistant Counsel
Division of Legal Counsel
Illinois Environmental Protection Agency
1021 North Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62794-9276

Ms. Georgia Vlahos
Department of the Navy
Naval Training Center
2601A Paul Jones Street
Great Lakes, Illinois 60088-2845

Charles W. Wesselhoft, Esq.
Ross & Hardies
150 North Michigan Avenue
Suite 2500
Chicago, Illinois 60601

Mr. Stanley Yonkauski
Illinois Department of Natural Resources
524 South Second Street
Springfield, Illinois 62701

BEFORE THE POLLUTION CONTROL BOARD

IN THE MATTER OF:)
REVISIONS TO ANTIDegradation) R01-13
RULES: 35 ILL. ADM. CODE 302.105,) (Rulemaking)
303.205, 303.206, AND 106.990 – 106.995)

PRE-FILED TESTIMONY OF BRETT J. MARSHALL

Good morning, my name is Brett J. Marshall. I am the Water Programs Group Leader for Dynegy Midwest Generation, Inc. I am aware that I filed my testimony after the deadline set by the Hearing Officer in this matter. However, prior to having seen the testimony of Mr. David Thomas of the Illinois Department of Natural Resources – filed on January 19, 2001, the final date to pre-file testimony – I would have had no reason to raise concerns before the Board in this proceeding.

The testimony presented here today is specifically in response to testimony provided by David L. Thomas, Chief, Illinois Natural History Survey, with the Illinois Department of Natural Resources. In his testimony, Mr. Thomas asked the Board to designate four streams in Illinois as ORWs. Of the four streams, the Middle Fork Vermilion River is of great concern to Dynegy Midwest Generation, Inc. (DMG), because our Vermilion Power Station is located on this stream.

It was stated in Mr. Thomas's testimony that there are no current discharges with National Pollutant Discharge Elimination System (NPDES) permits in these stream segments. See Testimony of David L. Thomas, dated January 19, 2001 at 2. The Vermilion Power Station consists of two-coal-burning steam generating units. Unit 1, built in 1955, has a nominal net

generating capacity of 74 megawatts and Unit 2 was built in 1956 and is capable of generating 102 megawatts. Wastewater discharges from the Station are authorized by the Illinois Environmental Protection Agency in compliance with the National Pollutant Discharge Elimination System.

The most recent NPDES permit was re-issued October 1, 1996, and identifies three outfalls that discharge to the Middle Fork Vermilion River. A copy of NPDES Permit IL0004057 is attached (attachment 1).

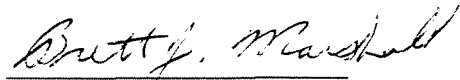
Also stated in Mr. Thomas's testimony was the fact that the Middle Fork Vermilion River is Illinois' only nationally designated wild and scenic river. Id at 2. While this is a correct statement, it is important to note that, before the river was designated a wild and scenic river, a very important conservation easement agreement between the Illinois Department of Conservation (now Illinois Department of Natural Resources) and DMG (formerly Illinois Power Company) had to be reached. Attached is a copy of that easement agreement (attachment 2). This agreement specifically grants the station the right to continue to operate, maintain, and improve all its facilities as it has in the past, including any additional facilities provided for under this agreement. Examples of new facilities include a new ash pond, new transmission and distribution lines, additional water intake pump house and, if necessary, a new bridge.

My question is, "How can the Illinois Department of Natural Resources propose to designate a water segment as an Outstanding Resource Water, which would effectively preclude any further development, given the fact that its predecessor agency entered into an agreement to

allow future development?" This appears to be a potential conflict lacking resolve. It further calls to question the diligence undertaken by the staff of the Illinois Natural History Survey in proposing the stream's designation as an ORW.

The Illinois Environmental Protection Agency has proposed rules for designating ORWs for the Board's consideration. The issues I raise, I believe, highlight the need to adopt rules and formal procedures for such designations prior to any attempt to name outstanding streams. I am aware that the Illinois Environmental Regulatory Group (IERG), of which DMG is a member, has asked the Board to strike the testimony of Mr. Thomas and the Illinois Department of Natural Resources' motion to designate four streams in Illinois as ORWs. I urge the Board to grant IERG's request.

Dated: January 29, 2001



Brett J. Marshall
Brett J. Marshall

attachment 1

NPDES Permit IL0004057



State of Illinois
ENVIRONMENTAL PROTECTION AGENCY

Mary A. Gade, Director
217/782-0610

2200 Churchill Road, Springfield, IL 62794-9276

October 1, 1996

Illinois Power Company
500 South 27th Street
Decatur, Illinois 62525

Re: Illinois Power Company
Illinois Power Company - Vermilion Power Station
NPDES Permit No. IL0004057
Final Permit



Gentlemen:

Attached is the final NPDES Permit for your discharge. The Permit as issued covers discharge limitations, monitoring, and reporting requirements. The failure of you to meet any portion of the Permit could result in civil and/or criminal penalties. The Illinois Environmental Protection Agency is ready and willing to assist you in interpreting any of the conditions of the Permit as they relate specifically to your discharge.

The Agency is unable to grant the following modification as requested in your comment letter of August 5, 1996, because it is inconsistent with applicable regulations and/or policy:

Applicable federal regulations as found in 40 CFR 423.13 limits the discharge of Total Residual Chlorine to two hours per day from any single generating unit. Special Condition 3 shall remain in the permit to ensure compliance with federal regulations.

The Permit as issued is effective as of the date indicated on the first page of the Permit. You have the right to appeal any condition of the Permit to the Illinois Pollution Control Board within a 35 day period following the issuance date.

To assist you in meeting the self-monitoring and reporting requirements of your reissued NPDES permit, a supply of preprinted Discharge Monitoring Report (DMR) forms for your facility is being prepared. These forms will be sent to you prior to the initiation of DMR reporting under the reissued permit. Additional information and instructions will accompany the preprinted DMRs upon their arrival.

Should you have questions concerning the Permit, please contact Darin LeCrone at the telephone number indicated above.

~~Very truly yours,~~

Thomas G. McSwiggin, P.E.
Manager, Permit Section
Division of Water Pollution Control

SFN:DEL\96022105.psj

Attachment: Final Permit

cc: Records
Compliance Assurance Section
Champaign Region
USEPA

NPDES Permit No. IL0004057

Illinois Environmental Protection Agency

Division of Water Pollution Control

2200 Churchill Road

P.O. Box 19276

Springfield, Illinois 62794-9276

NATIONAL POLLUTANT DISCHARGE ELIMINATION SYSTEM

Reissued (NPDES) Permit

Expiration Date: September 30, 2001

Issue Date: October 1, 1996

Effective Date: October 1, 1996

Name and Address of Permittee:

Illinois Power Company
500 South 27th Street
Decatur, Illinois 62525

Facility Name and Address:

Illinois Power Company
Vermilion Power Plant
Post Office Box 250
Oakwood, Illinois 61858
(Vermilion County)

Discharge Number and Name:

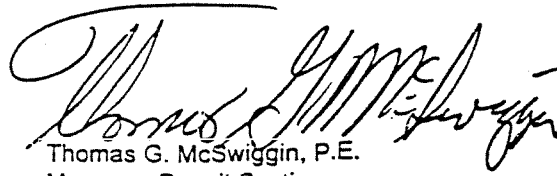
No. 001 Ash Lagoon Overflow
No. 001(a) Cooling Tower Blowdown
No. 001(b) Chemical Metal Cleaning Waste
Treatment System Effluent
No. 001(c) Activated Carbon System Effluent
No. 002 Make-Up Water Reservoir Overflow
No. 003 East Ash Pond
No. 003(a) Cooling Tower Blowdown
No. 003(b) Chemical Metal Cleaning Waste Treatment System Effluent
No. 003(c) Activated Carbon System Effluent

Receiving Waters

Middle Fork Vermilion River

In compliance with the provisions of the Illinois Environmental Protection Act, Subtitle C Rules and Regulations of the Illinois Pollution Control Board, and the FWPCA, the above-named permittee is hereby authorized to discharge at the above location to the above-named receiving stream in accordance with the standard conditions and attachments herein.

Permittee is not authorized to discharge after the above expiration date. In order to receive authorization to discharge beyond the expiration date, the permittee shall submit the proper application as required by the Illinois Environmental Protection Agency (IEPA) not later than 180 days prior to the expiration date.



Thomas G. McSwiggan, P.E.
Manager, Permit Section
Division of Water Pollution Control

NPDES Permit No. IL0004057

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day		CONCENTRATION LIMITS mg/l		SAMPLE FREQUENCY	SAMPLE TYPE
	30 DAY AVG.	DAILY MAX.	30 DAY AVG.	DAILY MAX.		

1. From the effective date of this permit until the expiration date, the effluent of the following discharge(s) shall be monitored and limited at all times as follows:

Outfall(s): 001 Ash Lagoon Overflow

This discharge consists of:

1. Fly ash and bottom ash transport water*
2. Ash hopper overflow
3. Demineralizer regenerant wastes
4. Water treatment clarifier sludge
5. Water filter backwash waste
6. Coal pile runoff
7. Area runoff
8. Non-chemical metal cleaning wastes
9. Boiler room and dust collector area floor drains
10. Pyrites from coal crushing
11. Chemical metal cleaning waste treatment system effluent

Approximate Flow

- 0.84 MGD
- 0.4 MGD
- 0.015 MGD
- 0.015 MGD
- 0.005 MGD
- 0.05 MGD
- Intermittent
- Intermittent
- 0.06 MGD
- 0.01 MGD
- Intermittent

Flow				1/Week	Single Reading Calculation
pH	See Special Condition No. 1			Continuous	****
Total Suspended Solids		15.0	30.0	1/Week	24 Hour** Composite
Oil and Grease		15.0	20.0	1/Month	Grab
Total Dissolved Solids (TDS)			***	1/Week	24 Hour** Composite
Sulfates			***	1/Week	24 Hour** Composite
Boron			***	1/Week	24 Hour** Composite
Copper		0.061	0.062	1/Month	24 Hour** Composite
Iron (Dissolved)			1.665	1/Month	24 Hour** Composite
Iron (Total)		2.0	4.0	1/Month	24 Hour** Composite

*Cooling tower blowdown and plant service water are used for ash transport.

**See Special Condition No. 7.

***See Special Condition No. 13 for Effluent limitations for boron, sulfate, and TDS

****See Special Condition 8.

NPDES Permit No. IL0004057
Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day		CONCENTRATION LIMITS mg/l		SAMPLE FREQUENCY	SAMPLE TYPE
	30 DAY AVG.	DAILY MAX.	30 DAY AVG.	DAILY MAX.		

1. From the effective date of this permit until the expiration date, the effluent of the following discharge(s) shall be monitored and limited at all times as follows:

Outfall(s): 001(a) Cooling Tower Blowdown

Approximate Flow
0.84 MGD

See Special Condition No. 3 and No. 5

Total Zinc	See Special Condition No. 9		1/Month	Grab
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Outfall(s): 001(b) Chemical Metal Cleaning Waste Treatment System Effluent

Approximate Flow
Intermittent

Flow			Daily When Discharging	24 Hour Total
Total Iron		1.0	Daily When Discharging	24 Hour Composite
Total Copper		1.0	Daily When Discharging	24 Hour Composite

NPDES Permit No. IL0004057

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day		CONCENTRATION LIMITS mg/l		SAMPLE FREQUENCY	SAMPLE TYPE
	30 DAY AVG.	DAILY MAX.	30 DAY AVG.	DAILY MAX.		

1. From the effective date of this permit until the expiration date of this permit, the effluent of the following discharge(s) shall be monitored and limited at all times as follows:

Outfall(s): 001(c) Activated Carbon System Effluent****

Flow					1/Month*	Measure When Monitoring
Oil and Grease			15	30	1/Month*	Grab
Benzene			—	0.05	1/Month*	Grab
Ethylbenzene			0.017	0.216	1/Month*	Grab
Toluene			0.14	1.75	1/Month*	Grab
Xylenes (total)			0.117	1.5	1/Month*	Grab
Total BETX**			—	0.75	1/Month*	Calculation
Priority Pollutant PNA's***				0.1	1/Month*	Grab

*See Special Condition 17 for more frequent monitoring of a new discharge.

**Benzene, Ethylbenzene, Toluene, Xylenes.

***Not required for discharge involving only gasoline. See Special Condition 18.

****This outfall consists of an intermittent discharge which may result from the remediation of spills at the Vermilion Power Station.

Outfall(s): 002 Make Up Water Reservoir Overflow

This discharge consists of:

1. Water pumped into the reservoir from the Middle Fork Vermilion River
2. Area runoff
3. Boiler blowdown
4. Plant roof and floor drainage
5. Cooling tower basin drains and overflows

Approximate Flow Intermittent

Flow					Daily When Discharging	Single Reading Calculation
pH	See Special Condition No. 1				1/Week	Grab
Total Suspended Solids			15.0	30.0	1/Week	24 Hour* Composite
Oil and Grease			15.0	20.0	1/Week	Grab

*See Special Condition 7.

NPDES Permit No. IL0004057

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day		CONCENTRATION LIMITS mg/l		SAMPLE FREQUENCY	SAMPLE TYPE
	30 DAY AVG.	DAILY MAX.	30 DAY AVG.	DAILY MAX.		
1. From the effective date of this permit until the expiration date, the effluent of the following discharge(s) shall be monitored and limited at all times as follows:						
Outfall(s): 003 East Ash Pond						
This discharge consists of:						
					Approximate Flow	
					0.84 MGD	
					0.4 MGD	
					0.015 MGD	
					0.015 MGD	
					0.005 MGD	
					0.05 MGD	
					Intermittent	
					Intermittent	
					0.06 MGD	
					0.01 MGD	
					Intermittent	
Flow					1/Week	Single Reading Calculation
pH	See Special Condition No. 1				Continuous	***
Total Suspended Solids			15.0	30.0	1/Week	24 Hour** Composite
Oil and Grease			15.0	20.0	1/Month	Grab
Total Dissolved Solids (TDS)				***	1/Week	24 Hour** Composite
Sulfates				***	1/Week	24 Hour** Composite
Boron				***	1/Week	24 Hour*** Composite
Copper			0.061	0.062	1/Month	24 Hour** Composite
Iron (Dissolved)				1.665	1/Month	24 Hour** Composite
Iron (Total)			2.0	4.0	1/Month	24 Hour** Composite

*Cooling tower blowdown and plant service water are used for ash transport.

**See Special Condition No. 7.

***See Special Condition No. 12 for Effluent limitations for boron, sulfate, and TDS.

NPDES Permit No. IL0004057
Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day		CONCENTRATION LIMITS mg/l		SAMPLE FREQUENCY	SAMPLE TYPE
	30 DAY AVG.	DAILY MAX.	30 DAY AVG.	DAILY MAX.		

1. From the effective date of this permit until the expiration date, the effluent of the following discharge(s) shall be monitored and limited at all times as follows:

Outfall(s): 003(a) Cooling Tower Blowdown

Approximate Flow
0.84 MGD

See Special Condition No. 3 and No. 5

Total Zinc	See Special Condition No. 9				1/Month	Grab
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Outfall(s): 003(b) Chemical Metal Cleaning Waste Treatment System Effluent

Approximate Flow
Intermittent

Flow					Daily When Discharging	24 Hour Total
Total Iron			1.0		Daily When Discharging	24 Hour Composite
Total Copper			1.0		Daily When Discharging	24 Hour Composite

NPDES Permit No. IL0004057

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day		CONCENTRATION LIMITS mg/l		SAMPLE FREQUENCY	SAMPLE TYPE
	30 DAY AVG.	DAILY MAX.	30 DAY AVG.	DAILY MAX.		

1. From the effective date of this permit until the expiration date of this permit, the effluent of the following discharge(s) shall be monitored and limited at all times as follows:

Outfall(s): 003(c) Activated Carbon System Effluent****

Flow					1/Month*	Measure When Monitoring
Oil and Grease			15	30	1/Month*	Grab
Benzene			--	0.05	1/Month*	Grab
Ethylbenzene			0.017	0.216	1/Month*	Grab
Toluene			0.14	1.75	1/Month*	Grab
Xylenes (total)			0.117	1.5	1/Month*	Grab
Total BETX**			--	0.75	1/Month*	Calculation
Priority Pollutant PNA's***				0.1	1/Month*	Grab

*See Special Condition 17 for more frequent monitoring of a new discharge.

**Benzene, Ethylbenzene, Toluene, Xylenes.

***Not required for discharge involving only gasoline. See Special Condition 18.

****This outfall consists of an intermittent discharge which may result from the remediation of spills at the Vermilion Power Station.

NPDES Permit No. IL0004057

Special Conditions

SPECIAL CONDITION 1. The pH shall be in the range 6.0 to 9.0. Effluents which are monitored to provide a permanent, continuous pH record may be outside of the listed range for a total of not more than fifteen minutes in any day provided the excursion is accidental and less than one pH unit above or below the listed range.

SPECIAL CONDITION 2. Samples taken in compliance with the effluent monitoring requirements shall be taken at a point representative of the discharge, but prior to entry into the receiving stream unless specified otherwise.

SPECIAL CONDITION 3. Chlorine may not be injected into the recirculating cooling water system more than two hours per day per generating unit.

SPECIAL CONDITION 4. There shall be no discharge of polychlorinated biphenyl compounds.

SPECIAL CONDITION 5. The discharge of one hundred twenty-four toxic pollutants (FR Vol. 47, No. 224, November 19, 1982, pp. 52309, Appendix A) is prohibited in detectable amounts from cooling tower discharges if the pollutants come from cooling system maintenance chemicals. The use of cooling system maintenance chemicals containing chromium is prohibited unless this permit has been modified to include the use and discharge of these chemicals.

SPECIAL CONDITION 6. Illinois Power Company's demonstration submitted pursuant to Section 316(b) of the Clean Water Act for the Vermilion Power Plant (Phase I, Physical Measurements) has been reviewed by IEPA and the review determination is that while additional intake monitoring is not being required at this time, further monitoring (i.e., Phase II Biological Investigations) is not precluded if determined necessary at the time of any reissuance of NPDES Permit No. IL0004057.

SPECIAL CONDITION 7. If inclement weather prohibits the collection of a 24-hour composite sample, sampling shall consist of a grab sample.

SPECIAL CONDITION 8. If equipment maintenance or malfunction prohibits the continuous sampling for pH at outfalls 001 and 003 then sampling shall consist of a grab sample taken once per week.

SPECIAL CONDITION 9. Total Zinc concentration in the Cooling Tower Blowdown under operational conditions, shall be adequately controlled and limited to the present level of 1.0 mg/l or less when used to prevent corrosion in the cooling system. Analysis for Total Zinc concentration at Outfalls 001(a) and 003(a) shall be conducted and the results reported on the Discharge Monitoring Report (DMR) only during months when Zinc is used. If Zinc is not being used, it shall be so indicated on the DMR.

SPECIAL CONDITION 10. The permittee shall record monitoring results on Discharge Monitoring Report Forms using one such form for each discharge each month.

The completed Discharge Monitoring Report forms shall be submitted to IEPA no later than the 15th day of the following month, unless otherwise specified by the permitting authority.

Discharge Monitoring Reports shall be mailed to the IEPA at the following address:

Illinois Environmental Protection Agency
Division of Water Pollution Control
2200 Churchill Road
Springfield, Illinois 62706

Attention: Compliance Assurance Section

SPECIAL CONDITION 11. Standard Condition 11(a) of Attachment H is revised as follows:

An application submitted by a corporation shall be signed by a principal executive officer of at least the level of vice president, or his duly authorized representative, if such representative is responsible for the overall operation of the facility from which the discharge described in the application form originates. In the case of a partnership or a sole proprietorship, the application shall be signed by a general partner or the proprietor, respectively. In the case of a publicly owned facility, the application shall be signed by either the principal executive officer, ranking elected official, or other duly authorized employee.

NPDES Permit No. IL0004057

Special ConditionsSPECIAL CONDITION 12. Standard Condition 11(b) of Attachment H is revised as follows:

Pursuant to 40 CFR 122.22(b) all reports required by permits, other information requested by the Director, and all permit applications shall be signed by a person described in 40 CFR 122.22(a), or by a duly authorized representative of that person. A person is a duly authorized representative only if:

- (1) The authorization is made in writing by a person described in paragraph (a) of this section;
- (2) The authorization specifies either an individual or a position having responsibility for the overall operation of the regulated facility or activity such as the position of plant manager, operator of a well or a well field, superintendent, position of equivalent responsibility, or an individual or position having overall responsibility for environmental matters for the company. (A duly authorized representative may thus be either a named individual or any individual occupying a named position.) and
- (3) The written authorization is submitted to the Director.

SPECIAL CONDITION 13. For Outfalls 001 and 003 the Permittee shall determine on a daily basis compliance with the General Use water quality standards for boron (1.0 mg/l), sulfate (500 mg/l), and total dissolved solids (1000 mg/l), in the Middle Fork of the Vermilion River. The following equations shall be used to make these determinations.

1) Flow Limitations

When Outfall 001 or 003 is discharging, the river concentration downstream from either Outfall 001 or 003 when discharging alone shall be computed for that outfall as follows:

$$C(ds) = [Q(e) \cdot C(e) + 0.25 \cdot Q(us) \cdot C(us)] / [0.25 \cdot Q(us) + Q(e)]$$

where Q(e) = allowable effluent flow (cfs)

Q(us) = river flow upstream of all plant outfalls (cfs)

C(ds) = general use water quality standard (not to be exceeded at any time)(mg/l)

for boron: 1.0 mg/l

for sulfate: 500 mg/l

for TDS: 1000 mg/l

C(us) = river concentration upstream of all plant outfalls (mg/l)

C(e) = effluent pollutant concentration (mg/l)

2) Mass Limitations

When outfalls 001 and/or 003 are discharging, neither outfall may violate the flow restrictions of equation 1. above. In addition, the combined mass limitations for these outfalls shall be computed as follows:

$$M_{plant} = [(0.25) \cdot Q(us) + Q_{plant}] \cdot (5.394) \cdot C(ds) - [(0.25) \cdot Q(us) \cdot (5.394) \cdot C(us)]$$

where: M(lb/day) = conc(mg/l) * Q(cfs) * 5.394

M_{plant} = M(001) + M(003)

M_{tot} = M_{plant} + M(us)

M_{plant} = M_{tot} - M(us)

M(us) = (0.25) * Q(us) * (5.394) * C(us)

M_{tot} = [(0.25) * Q(us) + (5.394) * C(ds)]

M_{tot} = total mass of pollutant in the river (lb/day)

M_{plant} = total mass of pollutant discharged from Outfalls 001 and 003 (lb/day)

M(us) = mass of pollutant flowing past plant (lb/day)

Q_{plant} = flow from outfall 001 (cfs) + flow from Outfall 003 (cfs)

Q(us) = upstream river flow (cfs)

NPDES Permit No. IL0004057

Special Conditions

C(ds) = general use water quality standard

boron: 1.0 mg/l

sulfate: 500 mg/l

TDS: 1000 mg/l

C(us) = upstream river concentration (mg/l)

For the purpose of these calculations, upstream river flows, $Q(us)$, shall be estimated daily by measuring the river flow at the USGS gauging station at Kickapoo State Park, subtracting from that measurement, any concurrent upstream ash pond discharge flow to the river. Effluent boron, sulfate, and TDS values, $C(e)$, shall be determined from the analysis of a 24-hour composite sample collected once-weekly of the ash pond discharge. Upstream boron, sulfate, and TDS concentrations, $C(us)$, shall be determined by the means of grab samples taken upstream, once per week on the same day that the ash pond outfalls are sampled. If river conditions (such as ice) prohibit sampling, the Permittee may use the long-term average upstream concentrations for boron, sulfate and TDS of 0.16 mg/l, 63 mg/l and 378 mg/l respectively, based upon historical IEPA water quality sampling at the ISWS sampling station at Collision. Quarterly samples shall also be collected instream, by grab sample, for boron, sulfate, and TDS, downstream of the plant at the downstream river pump house. Downstream sampling data shall be submitted with the January, April, July, and October Discharge Monitoring Reports. At the time of application for renewal of the permit, the Permittee may request that the composite effluent sampling be changed to grab, subject to Agency review and approval.

In order to comply with the monitoring and reporting requirements of the monthly Discharge Monitoring Reports for Outfalls 001 and 003, the Permittee shall also include a table which will indicate the actual measured daily ash pond discharge flows from each ash pond for the month, the effluent concentrations, the computed downstream river concentrations, the computed maximum allowable daily flows, the computed maximum allowable daily mass loading and the actual mass discharged from each outfall. The weekly measured boron, sulfates, and TDS effluent concentration values (upstream and end of pipe) shall also be reported. Supporting calculations which indicate how the maximum allowable daily flows and mass loadings were calculated shall be attached as well.

SPECIAL CONDITION 14. The Agency has determined that the effluent limitations in this permit constitute BAT/BCT for storm water which is treated in the existing treatment facilities for purposes of this permit reissuance, and no pollution prevention plan will be required for such storm water. In addition to the chemical specific monitoring required elsewhere in this permit, the permittee shall conduct an annual inspection of the facility site to identify areas contributing to a storm water discharge associated with industrial activity, and determine whether any facility modifications have occurred which result in previously-treated storm water discharges no longer receiving treatment. If any such discharges are identified the permittee shall request a modification of this permit within 30 days after the inspection. Records of the annual inspection shall be retained by the permittee for the term of this permit and be made available to the Agency on request.

SPECIAL CONDITION 15. Disposal of sludge contained in the chemical metal cleaning waste treatment tank at the Vermilion Power Plant, generated from a six-stage ammonical bromate and hydrochloric acid cleaning procedure may be pumped onto the active area of the coal pile at the Vermilion Power Plant. Sludge shall be applied to the coal pile within the following guidelines:

1. Sludge shall only be applied to an active area of the coal pile.
2. Sludge shall be applied on an active area of the coal pile at a rate to prevent coal pile runoff and not to exceed 10,000 gpd.
3. Sludge application shall not be permitted if the coal pile has been wetted by rainfall within the 24 hour period preceding the intended application time.
4. Sludge application shall not be permitted on the coal pile during precipitation or when precipitation is imminent.
5. The filter cake from the portable sock filter may be disposed on site with the sludge generated by the chemical metal cleaning wastewater treatment process.
6. Sludge or filter cake which is a hazardous waste shall not be placed on the coal pile.

NPDES Permit No. IL0004057

Special Conditions

This Special Condition does not relieve the permittee of any State or federal requirements for management of hazardous waste. Documentation to support a hazardous waste determination pursuant to 40 CFR 262.11 shall be maintained by the permittee.

SPECIAL CONDITION 16. The Agency has received the results of Illinois Power Company's Whole Effluent Toxicity testing and river sediment sampling at outfalls 001 and 003. The results of effluent toxicity testing at outfall 003 for the three required tests indicate no acute toxicity to the three test species. Therefore additional whole effluent toxicity testing will not be required at this time.

River sediment samples taken downstream of outfall 001 and downstream of outfall 003 do not indicate the presence of boron downstream of these outfalls. Based on these results, no further sediment sampling will be required.

SPECIAL CONDITION 17. (Outfalls 001(c) and 003(c)) During the first month of a new discharge, the sample frequency shall be once per week. During the next two months the frequency shall be twice per month, and thereafter the frequency shall be once per month. Discharges of less than one week duration shall be monitored at least per discharge events.

SPECIAL CONDITION 18. (Outfalls 001(c) and 003(c)) Discharges of water which could have been impacted by any fuel other than gasoline shall be analyzed for the following polynuclear aromatic hydrocarbons.

- Acenaphthene
- Acenaphthylene
- Anthracene
- Benzo (a) anthracene
- Benzo (a) pyrene
- 3,4 Benzofluoranthene
- Benzo (ghi) perylene
- Benzo (k) fluoranthene
- Chrysene
- Dibenzo (a,h) anthracene
- Fluoranthene
- Fluorene
- Indeno (1,2,3-cd) pyrene
- Naphthalene
- Phenanthrene
- Pyrene

SPECIAL CONDITION 19. The permittee shall monitor the five performance monitoring wells around the east ash pond on a quarterly basis. Each sample shall be analyzed for boron, manganese, pH, sulfates and total dissolved solids, with the groundwater elevation being noted in each well at the time of sampling. Sample results shall be submitted to the Agency at the address in Special Condition 10 within 60 days of the quarterly sampling date.

ATTACHMENT H

Standard Conditions

Definitions

Act means the Illinois Environmental Protection Act, Ch. 111 1/2 Ill. Rev. Stat., Sec. 1001 1057 as Amended.

Agency means the Illinois Environmental Protection Agency.

Board means the Illinois Pollution Control Board.

Clean Water Act (formerly referred to as the Federal Water Pollution Control Act) means Public Law 92-500, as amended, 33 U.S.C. 1251 et seq.

NPDES (National Pollutant Discharge Elimination System) means the national program for issuing, modifying, revoking and reissuing, terminating, monitoring and enforcing permits, and requiring and enforcing pretreatment requirements, under Sections 307, 402, 318 and 405 of the Clean Water Act.

USEPA means the United States Environmental Protection Agency.

Daily Discharge means the discharge of a pollutant measured during a calendar day or any 24-hour period that reasonably represents the calendar day for purposes of sampling. For pollutants with limitations expressed in units of mass, the "daily discharge" is calculated as the total mass of the pollutant discharged over the day. For pollutants with limitations expressed in other units of measurements, the "daily discharge" is calculated as the average measurement of the pollutant over the day.

Maximum Daily Discharge Limitation (daily maximum) means the highest allowable daily discharge.

Average Monthly Discharge Limitation (30 day average) means the highest allowable average of daily discharges over a calendar month, calculated as the sum of all daily discharges measured during a calendar month divided by the number of daily discharges measured during that month.

Average Weekly Discharge Limitation (7 day average) means the highest allowable average of daily discharges over a calendar week, calculated as the sum of all daily discharges measured during a calendar week divided by the number of daily discharges measured during that week.

Best Management Practices (BMPs) means schedules of activities, prohibitions of practices, maintenance procedures, and other management practices to prevent or reduce the pollution of waters of the State. BMPs also include treatment requirements, operating procedures, and practices to control plant site runoff, spillage or leaks, sludge or waste disposal, or drainage from raw material storage.

Alliquet means a sample of specified volume used to make up a total composite sample.

Grab Sample means an individual sample of at least 100 milliliters collected at a randomly-selected time over a period not exceeding 15 minutes.

24 Hour Composite Sample means a combination of at least 8 sample aliquots of at least 100 milliliters, collected at periodic intervals during the operating hours of a facility over a 24-hour period.

8 Hour Composite Sample means a combination of at least 3 sample aliquots of at least 100 milliliters, collected at periodic intervals during the operating hours of a facility over an 8-hour period.

Flow Proportional Composite Sample means a combination of sample aliquots of at least 100 milliliters collected at periodic intervals such that either the time interval between each aliquot or the volume of each aliquot is proportional to either the stream flow at the time of sampling or the total stream flow since the collection of the previous aliquot.

- (1) Duty to comply. The permittee must comply with all conditions of this permit. Any permit noncompliance constitutes a violation of the Act and is grounds for enforcement action, permit termination, revocation and reissuance, modification, or for denial of a permit renewal application. The permittee shall comply with effluent standards or prohibitions established under Section 307(a) of the Clean Water Act for toxic pollutants within the time provided in the regulations that establish these standards or prohibitions, even if the permit has not yet been modified to incorporate the requirement.
- (2) Duty to reapply. If the permittee wishes to continue an activity regulated by this permit after the expiration date of this permit, the permittee must apply for and obtain a new permit. If the permittee submits a proper application as required by the Agency no later than 180 days prior to the expiration date, this permit shall continue in full force and effect until the final Agency decision on the application has been made.
- (3) Need to halt or reduce activity not a defense. It shall not be a defense for a permittee in an enforcement action that it would have been necessary to halt or reduce the permitted activity in order to maintain compliance with the conditions of this permit.
- (4) Duty to mitigate. The permittee shall take all reasonable steps to minimize or prevent any discharge in violation of this permit which has a reasonable likelihood of adversely affecting human health or the environment.
- (5) Proper operation and maintenance. The permittee shall at all times properly operate and maintain all facilities and systems of treatment and control (and related appurtenances) which are installed or used by the permittee to achieve compliance with the conditions of this permit. Proper operation and maintenance includes efficient performance, adequate funding, adequate operator staffing and training, and adequate laboratory and process controls, including appropriate quality assurance procedures. This provision requires the operation of back-up, or auxiliary facilities or similar systems only when necessary to achieve compliance with the conditions of the permit.

- (6) Permit actions. This permit may be modified, revoked and reissued, or terminated for cause by the Agency pursuant to 40 CFR 122.62. The filing of a request by the permittee for a permit modification, revocation and reissuance, or termination, or a notification of planned changes or anticipated noncompliance, does not stay any permit condition.
- (7) Property rights. This permit does not convey any property rights of any sort, or any exclusive privilege.
- (8) Duty to provide information. The permittee shall furnish to the Agency within a reasonable time, any information which the Agency may request to determine whether cause exists for modifying, revoking and reissuing, or terminating this permit, or to determine compliance with the permit. The permittee shall also furnish to the Agency, upon request, copies of records required to be kept by this permit.
- (9) Inspection and entry. The permittee shall allow an authorized representative of the Agency, upon the presentation of credentials and other documents as may be required by law, to
 - (a) Enter upon the permittee's premises where a regulated facility or activity is located or conducted, or where records must be kept under the conditions of this permit;
 - (b) Have access to and copy, at reasonable times, any records that must be kept under the conditions of this permit;
 - (c) Inspect at reasonable times any facilities, equipment (including monitoring and control equipment), practices, or operations regulated or required under this permit; and
 - (d) Sample or monitor at reasonable times, for the purpose of assuring permit compliance, or as otherwise authorized by the Act, any substances or parameters at any location.
- (10) Monitoring and records.
 - (a) Samples and measurements taken for the purpose of monitoring shall be representative of the monitored activity.
 - (b) The permittee shall retain records of all monitoring information, including all calibration and maintenance records, and all original strip chart recordings for continuous monitoring instrumentation, copies of all reports required by this permit, and records of all data used to complete the application for this permit, for a period of at least 3 years from the date of this permit, measurement, report or application. This period may be extended by request of the Agency at any time.
 - (c) Records of monitoring information shall include:
 - (1) The date, exact place, and time of sampling or measurements;
 - (2) The individual(s) who performed the sampling or measurements;
 - (3) The date(s) analyses were performed;
 - (4) The individual(s) who performed the analyses;
 - (5) The analytical techniques or methods used; and
 - (6) The results of such analyses.
 - (d) Monitoring must be conducted according to test procedures approved under 40 CFR Part 136, unless other test procedures have been specified in this permit. Where no test procedure under 40 CFR Part 136 has been approved, the permittee must submit to the Agency a test method for approval. The permittee shall calibrate and perform maintenance procedures on all monitoring and analytical instrumentation at intervals to ensure accuracy of measurements.
- (11) Signatory requirement. All applications, reports or information submitted to the Agency shall be signed and certified.
 - (a) Application. All permit applications shall be signed as follows:
 - (1) For a corporation, by a principal executive officer of at least the level of vice president or a person or position having overall responsibility for environmental matters for the corporation;
 - (2) For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
 - (3) For a municipality, State, Federal, or other public agency, by either a principal executive officer or ranking elected official.
 - (b) Reports. All reports required by permits, or other information requested by the Agency shall be signed by a person described in paragraph (a) or by a duly authorized representative of that person. A person is a duly authorized representative only if
 - (1) The authorization is made in writing by a person described in paragraph (a), and
 - (2) The authorization specifies either an individual or a position responsible for the overall operation of the facility, from which the discharge originates, such as a plant manager, superintendent or person of equivalent responsibility, and
 - (3) The written authorization is submitted to the Agency.

- (c) Changes of Authorization if an authorization under (b) is no longer accurate because a different individual or position has responsibility for the overall operation of the facility, a new authorization satisfying the requirements of (b) must be submitted to the Agency prior to or together with any reports, information, or applications to be signed by an authorized representative.
- (12) Reporting requirements.
- (a) Planned changes. The permittee shall give notice to the Agency as soon as possible of any planned physical alterations or additions to the permitted facility.
- (b) Anticipated noncompliance. The permittee shall give advance notice to the Agency of any planned changes in the permitted facility or activity which may result in noncompliance with permit requirements.
- (c) Compliance schedules. Reports of compliance or noncompliance with, or any progress reports on, interim and final requirements contained in any compliance schedule of this permit shall be submitted no later than 14 days following each schedule date.
- (d) Monitoring reports. Monitoring results shall be reported at the intervals specified elsewhere in this permit.
- (1) Monitoring results must be reported on a Discharge Monitoring Report (DMR).
- (2) If the permittee monitors any pollutant more frequently than required by the permit, using test procedures approved under 40 CFR 136 or as specified in the permit, the results of this monitoring shall be included in the calculation and reporting of the data submitted in the DMR.
- (3) Calculations for all limitations which require averaging of measurements shall utilize an arithmetic mean unless otherwise specified by the Agency in the permit.
- (e) Twenty-four hour reporting. The permittee shall report any noncompliance which may endanger health or the environment. Any information shall be provided orally within 24 hours from the time the permittee becomes aware of the circumstances. A written submission shall also be provided within 5 days of the time the permittee becomes aware of the circumstances. The written submission shall contain a description of the noncompliance and its cause, the period of noncompliance, including exact dates and times; and if the noncompliance has not been corrected, the anticipated time it is expected to continue, and steps taken or planned to reduce, eliminate, and prevent recurrence of the noncompliance. The following shall be included as information which must be reported within 24 hours:
- (1) Any unanticipated bypass which exceeds any effluent limitation in the permit;
- (2) Violation of a maximum daily discharge limitation for any of the pollutants listed by the Agency in the permit to be reported within 24 hours.
- The Agency may waive the written report on a case-by-case basis if the oral report has been received within 24 hours.
- (f) Other noncompliance. The permittee shall report all instances of noncompliance not reported under paragraphs (12)(c), (d), or (e), at the time monitoring reports are submitted. The reports shall contain the information listed in paragraph (12)(e).
- (g) Other information. Where the permittee becomes aware that it failed to submit any relevant facts in a permit application, or submitted incorrect information in a permit application, or in any report to the Agency, it shall promptly submit such facts or information.
- (13) Transfer of permits⁹. A permit may be automatically transferred to a new permittee if:
- (a) The current permittee notifies the Agency of at least 30 days in advance of the proposed transfer date.
- (b) The notice includes a written agreement between the existing and new permittees containing a specific date for transfer of permit responsibility, coverage and liability between the current and new permittees, and
- (c) The Agency does not notify the existing permittee and the proposed new permittee of its intent to modify or revoke and reissue the permit. If this notice is not received, the transfer is effective on the date specified in the agreement.
- (14) All manufacturing, commercial, mining, and silvicultural dischargers must notify the Agency as soon as they know or have reason to believe:
- (a) That any activity has occurred or will occur which would result in the discharge of any toxic pollutant identified under Section 307 of the Clean Water Act which is not limited in the permit, if that discharge will exceed the highest of the following notification levels:
- (1) One hundred micrograms per liter (100 ug/l);
- (2) Two hundred micrograms per liter (200 ug/l) for acetone and acrylonitrile, five hundred micrograms per liter (500 ug/l) for 2,4-dinitrophenol and for 2-methyl-4,6-dinitrophenol, and one milligram per liter (1 mg/l) for antimony.
- (3) Five (5) times the maximum concentration value reported for that pollutant in the NPDES permit application, or
- (4) The level established by the Agency in this permit.
- (b) That they have begun or expect to begin to use or manufacture as an intermediate or final product or byproduct any toxic pollutant which was not reported in the NPDES permit application.
- (15) All Publicly Owned Treatment Works (POTWs) must provide adequate notice to the Agency of the following:
- (a) Any new introduction of pollutants into that POTW from an indirect discharge which would be subject to Sections 301 or 306 of the Clean Water Act if it were directly discharging those pollutants, and
- (b) Any substantial change in the volume or character of pollutants being introduced into that POTW by a source introducing pollutants into the POTW at the time of issuance of the permit.
- (c) For purposes of this paragraph, adequate notice shall include information on (i) the quality and quantity of effluent introduced into the POTW, and (ii) any anticipated impact of the change on the quantity or quality of effluent to be discharged from the POTW.
- (16) If the permit is issued to a publicly owned or publicly regulated treatment works, the permittee shall require any industrial user of such treatment works to comply with federal requirements concerning:
- (1) User charges pursuant to Section 204(b) of the Clean Water Act, and applicable regulations appearing in 40 CFR 35,
- (2) Toxic pollutant effluent standards and pretreatment standards pursuant to Section 307 of the Clean Water Act, and
- (3) Inspection, monitoring and entry pursuant to Section 308 of the Clean Water Act.
- (17) If an applicable standard or limitation is promulgated under Section 301(b)(2)(C) and (D), 304(b)(2), or 307(a)(2) and that effluent standard or limitation is more stringent than any effluent limitation in the permit, or controls a pollutant not limited in the permit, the permit shall be promptly modified or revoked, and reassued to conform to that effluent standard or limitation.
- (18) Any authorization to construct issued to the permittee pursuant to 35 Ill. Adm. Code 309.154 is hereby incorporated by reference as a condition of this permit.
- (19) The permittee shall not make any false statement, representation or certification in any application, record, report, plan or other document submitted to the Agency or the USEPA, or required to be maintained under this permit.
- (20) The Clean Water Act provides that any person who violates a permit condition implementing Sections 301, 302, 306, 307, 308, 318, or 405 of the Clean Water Act is subject to a civil penalty not to exceed \$10,000 per day of such violation. Any person who willfully or negligently violates permit conditions implementing Sections 301, 302, 306, 307, or 308 of the Clean Water Act is subject to a fine of not less than \$2,500, nor more than \$25,000 per day of violation, or by imprisonment for not more than one year, or both.
- (21) The Clean Water Act provides that any person who falsifies, tampered with, or knowingly renders inaccurate any monitoring device or method required to be maintained under permit shall, upon conviction, be punished by a fine of not more than \$10,000 per violation, or by imprisonment for not more than 6 months per violation, or by both.
- (22) The Clean Water Act provides that any person who knowingly makes any false statement, representation, or certification in any record or other document submitted or required to be maintained under the permit shall, including monitoring reports or reports of compliance or non-compliance shall, upon conviction, be punished by a fine of not more than \$10,000 per violation, or by imprisonment for not more than 6 months per violation, or by both.
- (23) Collected screenings, slimes, sludges, and other solids shall be disposed of in such a manner as to prevent entry of those wastes or runoff from the wastes into waters of the State. The proper authorization for such disposal shall be obtained from the Agency and is incorporated as part hereof by reference.
- (24) In case of conflict between these standard conditions and any other conditions included in this permit, the other conditions shall govern.
- (25) The permittee shall comply with, in addition to the requirements of the permit, all applicable provisions of 35 Ill. Adm. Code, Subtitle C, Subtitle D, Subtitle E, and all applicable orders of the Board.
- (26) The provisions of this permit are severable, and if any provision of this permit, or the application of any provision of this permit is held invalid, the remaining provisions of this permit shall continue in full force and effect.

attachment 2

Easement Agreement -- Illinois Department of Conservation (now Illinois Department of Natural Resources) and DMG (formerly Illinois Power Company)

Illinois



Department of Conservation

life and land together

LINCOLN TOWER PLAZA • 524 SOUTH SECOND STREET • SPRINGFIELD 62701-1787
CHICAGO OFFICE • ROOM 4-300 • 100 WEST RANDOLPH 60601
MARK FRECH, DIRECTOR

August 5, 1987

Mr. Jene Robinson
Illinois Power Company
500 S. 27th Street
Decatur, Illinois 62525

Dear Jene,

Enclosed is one fully executed copy of our easement agreement. Thank you for putting so much effort into this agreement. I'm glad we were able to satisfy the concerns of the Department, Illinois Power Company, and the National Park Service.

We fully understand that the easement does not go into effect until the Middle Fork River is approved for national designation by the U.S. Department of the Interior. At that time, we will be glad to include Illinois Power Company in any official media activities or ceremonies associated with the designation.

The Department of Conservation is pleased with this easement, and we look forward to working cooperatively with Illinois Power Company on future projects in this and other areas of the state.

Sincerely,

Ed Hoffman, Supervisor
Division of Planning

ELH:JA:mfb

Enclosure

CONSERVATION EASEMENT AGREEMENT

WHEREAS, the State of Illinois by and through the Department of Conservation desires to preserve and protect for recreational purposes the natural beauty of the real estate hereinafter described, and to prevent future development on said tract, except as hereinafter permitted, which may tend to detract therefrom;

WHEREAS, Illinois Power Company is willing to grant an easement, hereinafter referred to as a Conservation Easement, for the above stated purposes; and

WHEREAS, The U.S. Department of Interior has approved the designation of the Middle Fork of the Vermillion River as a State managed component of the National Wild and Scenic Rivers System,

THEREFORE, Illinois Power Company (hereinafter "Grantor") for and in consideration of ONE DOLLAR in hand paid, the receipt of which is hereby acknowledged, and for other valuable considerations contained in this Conservation Easement Agreement (hereinafter "Agreement") does grant, convey and dedicate to the People of the State of Illinois to be managed and controlled by the Department of Conservation (hereinafter "Grantee") a Conservation Easement in accordance with the terms and conditions set forth herein, along and upon real property located in the County of Vermillion and State of Illinois, and more particularly described as follows:

A strip of land four hundred (400) feet in width extending over, through and across The Northeast Quarter The South Half of the Northeast Quarter of the Northwest Quarter, the East Half of the Southeast Quarter of the Northwest Quarter, the North Half of the Northwest Quarter of the Southeast Quarter, the Northeast Quarter of the Southeast Quarter, and the East Half of the Southeast Quarter of the Southeast Quarter of Section 20, except exemptions as stated in Section A Reservation of Grantor's Rights paragraphs 1 and 2 of the Terms and Conditions of this Conservation Easement Agreement; and the Southwest Quarter of the Northwest Quarter and the West Half of the Southwest Quarter of Section 21; and the West Half of the Northwest Quarter of Section 28; and the East Half of the Northeast Quarter of the Northeast Quarter and the South Half of the Northeast Quarter of Section 29; all in Township 20 North, Range 12 West of the 2nd Principal Meridian, Vermillion County, Illinois; said four hundred (400) foot strip being described as being two hundred (200) feet on either side of the thread of the Vermillion River Extending generally North and South through the above-described real estate as shown in Attachment A.

This Agreement including, but not limited to, all reservations of rights and permitted uses shall apply to Grantor and any of its successors and assigns.

Subject to the terms of this Agreement, the Grantor authorizes the State of Illinois to include the Conservation Easement as described and provided for herein in any area to be designated pursuant to the National Wild and Scenic Rivers Act, and to add said Conservation Easement to the State Protected River corridor authorized under Public Law 84-1257, so long as the exceptions and reservation of rights contained in this Agreement are preserved.

-2-

TERMS AND CONDITIONSA. RESERVATION OF GRANTOR'S RIGHTS

The Grantor reserves the right for continued use of the Conservation Easement as it has in the past, including full and free access to all portions of the Conservation Easement and to continue to operate existing facilities as it has in the past. Except as provided in paragraph B.6., nothing in this Agreement shall limit Grantor's right to use or withdraw water from the Middle Fork of the Vermilion River for its existing power station or to otherwise operate its existing power station as it has in the past, including any of the additional facilities provided for under this Agreement.

Furthermore, Grantor reserves the right to operate, maintain and improve all of its facilities presently located within the Conservation Easement or built there in the future as provided under the Agreement as well as the rights to:

(1) Expand its ash holding ponds presently located within the Conservation Easement; however, all such expansion shall be limited to a twenty (20) foot vertical lift of the existing north ash pond. Such lift will not result in widening of the berm toward the river, will include an interior berm to protect Orchid Hill natural area, and will include permanent native vegetative cover on the river side of the north ash pond.

(2) Construct and operate a new ash holding pond west of the Middle Fork of the Vermilion River in the Southeast Quarter of Section 20 within the 200 foot Conservation Easement but not within 150 feet of the center line of the river. Such ash holding pond shall include a berm and discharge line to the river and will include permanent native vegetative cover on the river side of the new ash pond.

(3) Construct, operate and maintain new electric transmission and distribution lines, and a new water discharge area to the Middle Fork of the Vermilion River and related facilities within the Conservation Easement as long as the same are within the existing transmission line right-of-way, hereinafter referred to as the Transmission Corridor, more particularly described as follows:

The Northernmost line thereof is described as being 50 feet North of and parallel to Grantor's existing electric line which crosses the Middle Fork of the Vermilion River at a point about 930 feet North of the South line of said Section 21. The Southernmost line thereof is described as being 50 feet South of and parallel to Grantor's existing electric line which crosses the Middle Fork of the Vermilion River at a point about 730 feet North of the South line of said Section 21.

(4) Notwithstanding anything herein to the contrary, Grantor further reserves the right and privilege to construct, operate and maintain new facilities within a 200-foot strip hereinafter referred to as the Development Strip, upon

shall be designated at the sole discretion of Grantor in consultation with the Grantee. The Grantee will be notified in writing by the Grantor prior to seeking permits from other agencies concerning the location of the Development Strip. Grantee will provide Grantor with written comments on the proposed location within 60 days of notification.

The Grantor will follow the recommendations of the Illinois Environmental Protection Agency, Illinois Department of Conservation, Illinois Historic Preservation Agency, Illinois Department of Transportation, U.S. Environmental Protection Agency, and U.S. Army Corps of Engineers to the greatest extent possible subject to Grantor's economic and operational constraints as a public utility.

The Development Strip may contain the following:

- (a) One additional water intake pump house, one additional water intake structure, associated roads, electric service lines, and water lines on either side of the Middle Fork of the Vermillion River;
- (b) Roads, discharge areas and water line facilities associated with an impoundment created by damming a ravine on the east side of the Middle Fork of the Vermillion River;
- (c) One bridge across the Vermillion River large enough to carry vehicular traffic and pipelines from one side of the Middle Fork of the Vermillion River to the other side and if a new bridge is built, the existing bridge shall be removed;
- (d) Any additional facilities agreed to in writing by Grantor and Grantee prior to construction of such facilities.

All river crossings of any type, except transmission lines, must occur within the Development Strip.

(5) Notwithstanding anything herein to the contrary, any facilities or improvements that may be required by federal and state or local regulatory authorities may be located within the Conservation Easement and may be constructed, operated and maintained by the Grantor. The Grantee shall be consulted prior to the construction of any such facilities or improvements.

B. RESTRICTIONS AND PERMITTED USES

The following restrictions on future uses and developments and the following permitted uses are hereby agreed to, by and between the Grantor and Grantee:

1. No signs, billboards, outdoor advertising structures, or advertisements of any kind, shall be hereafter erected, displayed, placed or maintained upon or within the Conservation Easement, except such signs as would be placed by the Grantor or Grantee designating and informing the public of any facility located on said premises, or concerning its use in relation to the business of the Grantor or its successors or assigns.

2. No trash or other offensive material shall hereafter be dumped or placed by the Grantor or Grantee in the Conservation Easement except as may be incidental to an authorized occupation or use of the property by Grantor, or required for reason of sanitation, public safety or disease control and which cannot otherwise be located outside of the Conservation Easement.

3. No trees or shrubs shall be destroyed, cut or removed in the Conservation Easement except as may be necessary for Grantor's authorized occupation or use of the property, which includes, but is not limited to, Grantor's authorized uses within the Transmission Corridor and Development Strip or as may be required for reason of sanitation, public safety or disease control.

4. No house trailers, mobile homes, fishing or hunting shacks, portable structures, or other low quality, unattractive or temporary improvements or structures may be located within the Conservation Easement, except such temporary structures as would be necessary to Grantor during the erection or building of any structure or facility permitted under Grantor's authorized uses.

5. Roads built within the Conservation Easement shall be restricted to those needed by Grantor to operate and maintain structures located within the Conservation Easement, and if visible from the river will be screened from view with native vegetation, which is the responsibility of the Grantor at the time of construction. Only one permanent road shall cross the Middle Fork of the Vermilion River at the one bridge allowed under paragraph A.(4)(c).

6. Grantor does not plan to modify its current operations regarding water withdrawals unless necessary to comply with State or federal mandates. In the event Grantor constructs additional generating capacity and support facilities as permitted under this Agreement, Grantor agrees to limit its water withdrawals from the Middle Fork of the Vermilion River for both its existing and additional generating capacity

in accordance with the following:

If river flow at
pump inlets is:
(cubic feet per second)

Grantor withdrawals
shall not exceed:
cubic feet per second)

0 - 5

0

Greater than 5

20% of stream flow, but not
to reduce stream flow below
5 cfs

7. All agricultural production will be removed from the Conservation Easement.

8. The public will be allowed to travel the Middle Fork of the Vermilion River by boat, canoe, or raft and to make such contact with its banks within the Conservation Easement as is necessary during an emergency situation.

9. Grantor and Grantee will attempt to negotiate, through a separate agreement, expansion of existing recreation opportunities in the Middle Fork River Corridor through linkages of the Grantor's and Grantee's property on the east side of the Middle Fork of the Vermilion River and the Vermilion County Conservation District's public property in the Middle Fork River Corridor.

10. The Grantee and anyone lawfully designated by Grantee is granted the right to ingress and egress to the Conservation Easement subject to the prior written approval of the Grantor.

11. Nothing contained in this Agreement is intended to be in opposition to any applicable requirements of any local, state, or federal statutes or regulations, nor to prevent or release Grantor from compliance. Furthermore, nothing in this Agreement shall be used or construed to impose any additional requirements on the actions of Grantor that are not explicitly defined in this Agreement or otherwise required under applicable local, state, or federal statutes or regulations.

12. Grantor shall be protected against liability for any injury to persons or property caused by, connected with or arising directly or indirectly, wholly or in part from any use or occupation of the Conservation Easement by Department of Conservation, its agents, contractors, employees, or members of the general public, in accordance with the Illinois Revised Statutes 1985, Chapter 70, Sections 31 through 37 inclusive, or in accordance with any amendments thereto or substitute legislation hereafter adopted. To provide further protection for Grantor against liability arising out of injury to persons caused by or connected with the use or occupation of the Conservation Easement, Department of Conservation shall require all contractors to whom Department of Conservation may grant any right or rights to enter upon, use

or occupy the Conservation Easement to provide and maintain policies of insurance, insuring Grantor against liability for injury to persons arising out of such contractors' exercise of rights so granted; the form of such insurance and the insurance carrier shall be subject to Grantor's approval which will not be unreasonably withheld, and shall be with limits of \$1,000,000 for injuries to one person and \$1,000,000 for injuries to two or more persons in one accident, and \$500,000 for damage to property. Such insurance contracts shall be provided to Grantor prior to the initiation of any work by such contractors. The parties hereto recognize that Department of Conservation may desire to enter contracts or grant concessions involving small amounts of money and/or single, non-recurring performance of services where these insurance limits might be prohibitive. Upon the written request of Department of Conservation, Grantor shall reasonably consider waiving or lowering the insurance coverage required for such contracts or concessions.

13. Nothing in this Agreement precludes the establishment of any additional lease or easement agreement which involves this Conservation Easement as may be jointly agreed to by the Grantor and Grantee.

14. The uses allowed within the Conservation Easement are those reserved by Grantor under Part A of this Agreement, those allowed Grantor and Grantee under Part B of this Agreement, and those mutually agreed upon in writing by Grantor and Grantee.

15. The Management Plan for the Middle Fork River Corridor will not require any actions of the Grantor that are not included in this Agreement.

CONSERVATION EASEMENT AGREEMENT
BETWEEN THE STATE OF ILLINOIS AND
ILLINOIS POWER COMPANY

The State of Illinois by and through the Illinois Department of Conservation and Illinois Power Company hereby agree to enter into the Conservation Easement Agreement attached hereto.

ILLINOIS POWER COMPANY

ILLINOIS DEPARTMENT OF
CONSERVATION

Name: *Porter J. Womneidorff*
Porter J. Womneidorff

Title: Vice President

Date: 7/23/87

Name: *Mark Frech*
Mark Frech

Title: Director

Date: 8/4/87