

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

J & A INVESTORS, LLC,)	
)	
Petitioner,)	
)	
v.)	PCB 13-_____
)	(Water Permit Appeal)
ILLINOIS ENVIRONMENTAL)	
PROTECTION AGENCY,)	
)	
Respondent.)	

NOTICE OF FILING

TO: Mr. John Therriault
Assistant Clerk of the Board
Illinois Pollution Control Board
100 West Randolph Street
Suite 11-500
Chicago, Illinois 60601
(VIA ELECTRONIC MAIL)

PLEASE TAKE NOTICE that I have today filed with the Office of the Clerk of the Illinois Pollution Control Board a PETITION FOR REVIEW, MOTION TO STAY THE EFFECTIVENESS OF CONTESTED PERMIT CONDITIONS, ENTRY OF APPEARANCE OF EDWARD W. DWYER and an ENTRY OF APPEARANCE OF MONICA T. RIOS, copies of which are herewith served upon you.

Respectfully submitted,

J & A INVESTORS, LLC,
Petitioner,

Dated: September 17, 2013

By: /s/ Edward W. Dwyer
One of Its Attorneys

Edward W. Dwyer
Monica T. Rios
HODGE DWYER & DRIVER
3150 Roland Avenue
Post Office Box 5776
Springfield, Illinois 62705-5776
(217) 523-4900

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

J & A INVESTORS, LLC,)	
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Petitioner,)	
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v.)	PCB 13-_____
)	(Water Permit Appeal)
ILLINOIS ENVIRONMENTAL)	
PROTECTION AGENCY,)	
)	
Respondent.)	

PETITION FOR REVIEW

NOW COMES Petitioner, J & A INVESTORS, LLC (“J&A”), a Limited Liability Company, by and through its attorneys, HODGE DWYER & DRIVER, pursuant to Section 40(a)(1) of the Illinois Environmental Protection Act (“Act”) (415 ILCS 5/40(a)(1)), 35 Ill. Admin. Code § 105.204 and 35 Ill. Admin. Code § 105.Subpart B, and petitions the Illinois Pollution Control Board (“Board”) for review of the “Supplemental Permit - Application of Sludge” (“Supplemental Sludge Application Permit”) issued to J&A by the Illinois Environmental Protection Agency (“Illinois EPA”) on August 14, 2013. A copy of the Supplement Sludge Application Permit is attached hereto as Exhibit A.

In support of its petition, J&A states as follows:

1. J&A owns a facility at 205 Turner Drive in Rantoul, Illinois that is operated by Rantoul Foods LLC (“Rantoul”), as a pork harvesting facility (“the Facility”). J&A purchased the Facility in Rantoul, Illinois on September 17, 2010.
2. The Facility processes, packages and markets its fresh and frozen pork products to the Retail, Foodservice, Further Processing and Export Markets.

3. The harvesting and processing of the pork products generates a sludge product. On March 7, 2011, the Illinois EPA issued a permit to J&A to construct and/or operate water pollution control facilities that included the land application by surface application of approximately 1 million gallons of sludge per year, at rates not to exceed the agronomic rates for crops grown in Champaign County ("2011 Sludge Application Permit"). A copy of the 2011 Sludge Application Permit is attached hereto as Exhibit B.

4. In April 2013, after consultation with representatives of the Illinois EPA, J&A submitted a "Request for Revisions to the 2011 Sludge Application Permit" in order to allow land application of the sludge at additional sites.

5. On July 24, 2013, J&A and its consultant met with representatives of the Bureau of Water at the Illinois EPA to discuss revisions to the 2011 Sludge Application Permit.

6. At the close of the meeting, J&A requested, and the representatives of Illinois EPA stated, that the Illinois EPA would draft language for inclusion in a revised or supplemental permit and provide the proposed language to J&A for review prior to issuance of a revised or supplemental permit.

7. However, in August 2013, J&A received the Supplemental Sludge Application Permit dated August 14, 2013, that is the subject of this appeal. See Exhibit A.

8. Upon receipt of the Supplemental Sludge Application Permit, J&A sent a letter dated August 27, 2013 to Darrin LeCrone in the Industrial Permit Section at Illinois EPA, identifying the permit conditions in the Supplemental Sludge Application Permit

that presented concerns. A copy of the August 27, 2013 correspondence is attached hereto as Exhibit C. J&A received no response from Illinois EPA to its concerns.

9. As set forth below, the Illinois EPA included new or modified special conditions in the Supplemental Sludge Application Permit that are inconsistent with J&A's understanding of discussions at the July 2013 meeting. Further, the new or modified special conditions may neither be contained in nor required by applicable law and regulations to ensure that sludge application activities will not cause a violation of the Illinois Environmental Protection Act ("Act"), 415 ILCS 5/1 et seq., or the regulations promulgated thereunder. Accordingly, J&A seeks review of the Supplemental Sludge Application Permit as provided by Section 40(a) of the Act and 35 Ill. Admin Code Part 105 of the Board's regulations. The filing of this Petition is timely because it is filed with the Board within 35 days after issuance of the Supplemental Sludge Application Permit.

10. J&A is filing contemporaneously herewith a Motion to Stay the Effectiveness of the Contested Conditions of the Supplemental Sludge Application Permit and is requesting a stay of the contested conditions during the pendency of the review process.

11. J&A specifically objects to, and hereby appeals, the following new or modified special conditions of the Supplemental Sludge Application Permit:

Special Condition 1

12. Special Condition I requires that J&A submit a preliminary sludge and odor management plan ("plan") to Illinois EPA "within 30 days of permit issuance to address Special Condition 3" and requires that a final plan be submitted to Illinois EPA

“within 90 days as part of an application for supplemental permit.” As discussed in more detail below, Special Condition 3 is being appealed, and accordingly, J&A must appeal the requirements in Special Condition 1 to submit a plan to address Condition 3 within 30 days and submit a final plan within 90 days. J&A intends to comply with the 30 day and 90 day requirements upon issuance of a revised Supplemental Sludge Application Permit addressing J&A’s concerns regarding Special Condition 3.

Special Condition 2.F.2

13. Pursuant to Special Condition 1.F.4 of the 2011 Sludge Application Permit, sludge is required to be incorporated into the soil within 48 hours of application, which is allowed by Section 391.402(f). See Exhibit B; 35 Ill. Admin. Code § 391.402(f). In Special Condition 2.F.2 of the Supplemental Sludge Application Permit, the Illinois EPA modified the timeframe in which sludge is allowed to be incorporated and requires incorporation of the sludge into the soil within 24 hours of application instead of the 48 hours allowed by the 2011 Sludge Application Permit and Section 391.402(f).

14. At the July 24, 2013 meeting with Illinois EPA, J&A requested that Illinois EPA retain the 48 hours requirement from the 2011 Sludge Application Permit. See Exhibit C. Illinois EPA has provided no explanation for deviating from the 48 hours allowed by Section 391.402(f). Illinois EPA’s revision to Special Condition 2.F.2 was arbitrary and capricious because it has provided no explanation for revising Special Condition 2.F.2. J&A requests that the Board direct Illinois EPA to revise Special Condition 2.F.2 of the Supplemental Sludge Application Permit to require incorporation of sludge into the soil within 48 hours of application, as allowed by Section 391.402(f).

Special Condition 2.N

15. The second sentence of Special Condition 2.N is a new condition that prohibits “[h]auling of sludge during major holidays.” See Exhibit A. This requirement is, at best, ambiguous, and as such, J&A requests that it be stricken from the Supplemental Sludge Application Permit. In addition, there appears to be no basis for this condition being necessary to ensure that sludge application to land will not cause a violation of the Act or the regulations. In the event that the Board declines to direct Illinois EPA to strike this requirement from Special Condition 2.N in its entirety, J&A requests that the Board direct Illinois EPA to narrowly tailor the prohibition to specific holidays.

Special Condition 3.A and 3.B

16. Special Condition 3.A has been modified to require sampling, testing and reporting of sludge conditions be conducted on a monthly basis rather than annually. Special Condition 3.B is a new condition that requires that % volatile solids and pH be tested weekly. In addition, Special Condition 3 requires that allowable sludge application rates for all lands need to be recalculated after the data for each month is collected and that monthly reports of the sampling analyses be submitted to Illinois EPA.

17. Special Condition 3 in the Supplemental Sludge Permit Application is not consistent with discussions at the meeting that was held on July 24, 2013 between J&A and Illinois EPA. At the meeting, J&A proposed establishing a baseline of the quality of the sludge and then sampling annually as required by the 2011 Sludge Application Permit. J&A intended to initially take multiple samples of the sludge to demonstrate that there is not a significant variance in the quality of the sludge. See Exhibit C.

18. J&A has performed its initial sampling and has determined that the quality of the sludge is consistent with only slight, even negligible, variability. Because the quality of the sludge is consistent, monthly and weekly testing, as well as monthly reporting, is not warranted. Further, the Act and regulations do not appear to dictate the frequency of sampling when the quality of sludge is consistent, and there appears to be no regulatory basis for this intensive sampling frequency and drastic change from the 2011 Sludge Application Permit. Absent legal authority for imposing the increased sampling in Special Condition 3 or a basis for the increased sampling frequency being necessary to ensure that sludge application to land will not cause a violation of the Act or the regulations promulgated thereunder, Illinois EPA's revisions to sampling and reporting frequency was arbitrary and capricious. Special Condition 3 must be revised, and J&A requests that the Board direct Illinois EPA to reduce the sampling frequency from monthly and weekly to annually should the information provided by J&A demonstrate that there is not a significant variance in the quality of the sludge.

Owner and Operator

19. As stated above, J&A is the owner of the Facility; however, Rantoul operates the Facility. Since Rantoul is the operator of the Facility, J&A will be requesting, with Rantoul's consent, that Illinois EPA issue the revised Supplemental Sludge Application Permit to Rantoul rather than J&A. J&A and Rantoul will submit any necessary information to aid Illinois EPA in designating Rantoul as the permittee on the revised permit.

20. Based on the information set forth above, the Board should order the Illinois EPA to revise the Supplemental Sludge Application Permit as detailed herein.

Such revised Supplemental Sludge Application Permit will ensure that the land application of sludge will not cause a violation of the Act or the regulations promulgated thereunder.

WHEREFORE, Petitioner J&A INVESTORS LLC, petitions the Illinois Pollution Control Board for a hearing on the Illinois Environmental Protection Agency's action to issue the Supplemental Sludge Application Permit.

Respectfully submitted,

J & A INVESTORS LLC,
Petitioner,

By: /s/ Edward W. Dwyer
One of Its Attorneys

Dated: September 17, 2013

Edward W. Dwyer
Monica T. Rios
HODGE DWYER & DRIVER
3150 Roland Avenue
Post Office Box 5776
Springfield, Illinois 62705-5776
(217) 523-4900

EXHIBIT A

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT

LOG NUMBERS: 2013-57725

PERMIT NO.: 2011-SC-1354-1

FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS
PREPARED BY: J & A Investors LLC

DATE ISSUED: August 14, 2013

SUBJECT: J & A INVESTORS LLC – Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

PERMITTEE TO OWN AND OPERATE

J & A Investors LLC
801 Commerce Pkwy
Carpentersville, IL 60110

Supplemental Permit is hereby granted to the above designated permittee(s) to construct and/or operate water pollution control facilities which were previously approved under Permit 2011-SC-1354 dated March 7, 2011. These facilities have been revised as follows:

The land application of approximately 1 million gallons per year of sludge at rates not to exceed the agronomic requirements of the crop grown at sites located in Champaign County. The current agronomic rate is 3.15 dry tons per acre. The sludge is generated by the processing of hogs at the Rantoul Foods, LLC plant located at 205 Turner Dr. in Rantoul.

This operating permit expires on February 28, 2016.

This Permit is issued subject to the following Special Condition(s). If such Special Condition(s) require(s) additional or revised facilities, satisfactory engineering plan documents must be submitted to this Agency for review and approval for issuance of a Supplemental Permit.

SPECIAL CONDITION 1: The permittee must develop a sludge and odor management plan covering sludge generation, dewatering, storage, transportation and methods of land application. The plan must include information on how sludge will be stored or managed if weather, crops, or sludge characteristics prevent hauling of sludge to the field for land application. The plan must also include alternate disposal options if sludge cannot be land applied or stored on the site of the generator, and methods of odor control to be implemented both at the treatment system as well as at the land application sites. The method of transportation shall also be included in the plan including safeguards that will ensure the control of dust or other leakage of sludge into the air or on the roadways. In order to minimize odor potential and reduce pathogen organism content, the plan must include treatment process changes, and/or methods of digestion or stabilization of the sludge prior to application. Acceptable methods may include but are not limited to aerobic digestion, anaerobic digestion, composting and lime stabilization. A preliminary plan containing alternatives, methods and procedures being considered, must be submitted within 30 days of permit issuance to the addresses in Special Condition 3. The final plan to be implemented must be submitted to the Agency within 90 days as part of an application for supplemental permit. The Agency will issue a supplemental permit incorporating the elements of the sludge and odor management plan.

Page 1 of 5

THE STANDARD CONDITIONS OF ISSUANCE INDICATED ON THE REVERSE SIDE MUST BE COMPLIED WITH IN FULL. READ ALL CONDITIONS CAREFULLY.

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DIVISION OF WATER POLLUTION CONTROL

cc: EPA-Champaign FOS
Records - Industrial
Binds


Alan Keller, P.E.
Manager, Permit Section

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT

LOG NUMBERS: 2013-57725

PERMIT NO.: 2011-SC-1354-1

FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS

DATE ISSUED: August 14, 2013

PREPARED BY: J & A Investors LLC

SUBJECT: J & A INVESTORS LLC – Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

SPECIAL CONDITION 2:

- A. Sludge shall be applied to sites within the following guidelines:
1. Sludge shall not be applied to sites during precipitation.
 2. Sludge shall not be applied to sites which are saturated or with ponded water.
 3. Sludge shall not be applied to ice or snow covered sites.
 4. Frozen land, which is not ice or snow covered and has a slope of 5% or less, may be used for land application of sludge provided a 200 foot grassy area exists between the sludge applied land and any surface water or potable water supply well.
- B. It is not recommended that sludge be applied to sites:
1. When precipitation is imminent,
 2. Which have received greater than 1/4 inch rainfall within the 24-hour period preceding the intended sludge application time.
- C. Sludge shall not be applied to land which lies within 200 feet from a community water supply well, potable water supply well, surface waters or intermittent streams or within one-fourth of a mile of any potable water supply wells located in consolidated bedrock such as limestone or sinkhole areas unless a 50 foot depth of non-sandy or non-gravelly unconsolidated material exists. In no case shall sludge be applied within 400 feet of a community water supply well deriving water from an unconfined shallow fractured or highly permeable bedrock formation or from an unconsolidated and unconfined sand and gravel formation. In addition, sludge shall not be land applied closer than 100 feet to an occupied dwelling.
- D. Sludge shall not be applied to sites during the periods in which the seasonal high water table rises within 3 feet of the surface at the site.
- E. Sludge shall only be applied to land with a background soil pH of 6.5 or greater unless lime or other suitable materials are applied to the site prior to sludge application to raise the soil pH to a minimum of 6.5.
- F. Sludge shall be applied and incorporated into the site soils within the following guidelines:
1. Sludge shall not be applied to a site with slope greater than 8% with annual soil loss in excess of 5 ton/acre.
 2. Sludge which is surface applied shall be incorporated within 24 hours of application or prior to any rainfall whichever is more restrictive.
- G. Sludge amended land shall have a crop grown and harvested pursuant to normal agricultural practices.

**ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT**

LOG NUMBERS: 2013-57725

PERMIT NO.: 2011-SC-1354-1

**FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS**

DATE ISSUED: August 14, 2013

PREPARED BY: J & A Investors LLC

SUBJECT: J & A INVESTORS LLC – Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

- H. The delivery and application of sludge, and the choice of an application site, shall be made so as to minimize the emission of odors to nearby residents taking into account the direction of wind, humidity and day of the week.
- I. Sludge application shall not exceed the following maximum metal loading rates over the lifetime of a site (pounds per acre).

1. Soils with 5-15 meq/100 grams Cation Exchange Capacity (CEC):

<u>Metal</u>	<u>Total Loading</u>	<u>Annual Loading</u>
Cadmium	10	2
Nickel	100	--
Copper	250	--
Zinc	500	--
Manganese	900	--
Lead	1000	--

- 2. Soils with 0-5 meq/100 grams CEC shall apply only half the metal loading rates set forth in item I(1) above.
- 3. Soils with 15 or greater meq/100 grams CEC may apply double the total metal loading rates set forth in item I(1) above, however a supplemental permit shall be required for that specific site.
- J. Sludge stored off the treatment plant site, in the interim period while the Sludge and Odor Management Plan is being developed and finalized, shall be performed within the following guidelines:
 - 1. Off-site interim storage of liquid sludge shall not be allowed.
 - 2. Off-site interim storage of dried sludge in excess of 30 days shall not be allowed. The permittee shall avoid the interim storage of sludge in amounts in excess of what can be used on adjacent fields
 - 3. Any sludge which is stockpiled on or near the land application site must be contained to control stormwater run-on and runoff. Containment measures shall include the characteristics of the storage location, and stormwater controls such as protection from upgradient runoff, buffers, filter strips, silt fences and/or berms.
 - 4. Only sludge that is digested or stabilized so that odor production is minimized may be placed in off-site interim storage facilities.
- K. User information sheets, in conformance with the Design Criteria for Sludge Application on Land (Title 35, Subtitle C, Chapter II, Part 391), shall be provided by the permittee to all sludge users and shall be signed by sludge users requesting more than 25 cubic yards. Records regarding sludge users shall be retained by the permittee for the duration of this permit and 2 years after the expiration date of this permit.
- L. No later than 7 days prior to the application of sludge to land written notice shall be provided to the owner(s) of the land receiving the sludge, the owners of land adjacent to the land receiving the sludge and the Township and County officials whose jurisdiction encompasses the sludge application site.

**ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT**

LOG NUMBERS: 2013-57725

PERMIT NO.: 2011-SC-1354-1

**FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS**

DATE ISSUED: August 14, 2013

PREPARED BY: J & A Investors LLC

SUBJECT: J & A INVESTORS LLC – Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

- M. The permittee shall retain agronomic calculations and supporting sludge analyses for a period of not less than 5 years. Said sludge analysis shall be in compliance with 35 Ill. Adm. Code 391.501. Such records shall be available to any person or party upon request.
- N. Hauling sludge to the land application sites must be done in such a manner to prevent sludge blowing, leaking, falling or otherwise leaving the truck and causing nuisance conditions. Hauling of sludge during major holidays is prohibited.

SPECIAL CONDITION 3:

- A. For the duration of this permit, the permittee shall sample all different sludges being applied to land on a monthly basis and chemically analyze said samples in accordance with the recommended procedures contained in the latest edition of Standard Methods for the Examination of Water and Wastewater for the following parameters:

Total Kjeldahl Nitrogen	Cadmium	pH
Ammonia Nitrogen	Copper	%TS
Phosphorus	Lead	%VS
Potassium	Manganese Nickel Zinc	

In addition to the above parameters, anaerobically digested sludge shall also be tested for volatile acids.

- B. In addition to the monthly sampling, the permittee shall sample sludges for % volatile solids and pH on a weekly basis.

The results of the analyses listed above shall be submitted to this Agency on a monthly basis. The permittee shall update the sludge application rate utilizing all sludge analyses obtained after the previous sludge application period. The analyses shall be submitted to the following addresses:

Illinois Environmental Protection Agency
Division of Water Pollution Control
Compliance Assurance Section
1021 N. Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62704-9276

Illinois EPA - Champaign Region
Division of Water Pollution Control
2125 South First Street
Champaign, Illinois 61820

SPECIAL CONDITION 4: The permitted land application sites for solids accumulated in the wastewater storage lagoon are identified as follows:

Rickher - 161.53 acres, T21N, R9E, Section 7, NE ¼, Rantoul Township, Champaign County
Little Bros - 140.47 acres, T21N, R9E, Section 7, SE ¼ Rantoul Township, Champaign County
McCarty - 40 acres, T21N, R9E, Section 8, NW ¼ Rantoul Township, Champaign County
Clifford - 240 acres, T21N, R9E, Section 8, NE ¼ Rantoul Township, Champaign County
Clifford - 40 acres, T21N, R9E, Section 8, SE ¼ Rantoul Township, Champaign County
Clifford - 75 acres, T21N, R9E, Section 9, SW ¼ Rantoul Township, Champaign County
Mary C. Riden - 139.54 acres, T22N, R9E, Section 21 NW ¼ Ludlow Township, Champaign County
Mary C. Riden - 78.17 acres, T22N, R9E, Section 20, SE ¼, Ludlow Township, Champaign County
John Clifford - 40 acres, T21N, R9E, Section 5, NE ¼, Rantoul Township, Champaign County

**ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT**

LOG NUMBERS: 2013-57725

PERMIT NO.: 2011-SC-1354-1

**FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS**

DATE ISSUED: August 14, 2013

PREPARED BY: J & A Investors LLC

SUBJECT: J & A INVESTORS LLC – Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

John Clifford – 5.74 acres, T21N, R9E, Section 4, NW ¼, Rantoul Township, Champaign County
Skelton Family Trust – 153.87 acres, T21N, R10E, Section 10, SW ¼, Compromise Township, Champaign County
Roseann Clifford – 78 acres, T21N, R11E, Section 30, SE ¼, Compromise Township, Champaign County
Roseann Clifford & Mary C. Riden – 79 acres, T21N, R14W, Sect. 30, NW ¼, Compromise Township, Champaign County
John Clifford, 70.40 acres, T21N, R14W, Section 30, NW ¼, Compromise Township, Champaign County

SPECIAL CONDITION 5: This permit is being issued with the expressed understanding that the transportation of sludge to the land application facility for treatment will be done in accordance with the following IEPA Bureau of Land requirements:

These regulations as identified in 35 Ill. Adm. Code 809, state that the generator may not give the waste to a hauler unless the hauler has obtained an Illinois special waste haulers license; the hauler may not accept the waste unless it is accompanied by the required manifest; and the receiving facility cannot accept the waste unless it is delivered by a licensed special waste hauler or exempt hauler, accompanied by the required manifest and the receiving facility has obtained the required permits to receive the waste.

The authorization number is no longer issued by this Agency. Therefore, you will no longer be required to identify the authorization number on the manifest when shipping waste as authorized by this permit.

SPECIAL CONDITION 6: Any soil type identified as muck, wet (W), frequently flooded or have a slope in excess of 8% shall not be utilized for land application purposes.

SPECIAL CONDITION 7: Issuance of this permit does not release the Permittees from any liability for prior violations of the Act or Rules and Regulations promulgated thereunder.

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT

EXHIBIT B

LOG NUMBERS: 1354-11

PERMIT NO.: 2011-SC-1354

FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS

DATE ISSUED: March 7, 2011

PREPARED BY: J & A Investors LLC

SUBJECT: J & A INVESTORS LLC - Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

PERMITTEE TO OWN AND OPERATE

J & A Investors LLC
801 Commerce Pkwy
Carpentersville, IL 60110

Permit is hereby granted to the above designated permittee(s) to construct and/or operate water pollution control facilities described as follows:

The land application by surface application and plowing of approximately 1 million gallons per year of sludge at rates not to exceed the agronomic requirements of the crop grown at sites located in Champaign county. The current agronomic rate is 3.15 dry tons per acre. The sludge is generated by the processing of hogs at the Rantoul Foods, LLC plant located at 205 Turner Dr. in Rantoul.

This operating permit expires on February 28, 2016.

This Permit is issued subject to the following Special Condition(s). If such Special Condition(s) require(s) additional or revised facilities, satisfactory engineering plan documents must be submitted to this Agency for review and approval for issuance of a Supplemental Permit.

RECEIVED

MAR 14 2011

ENVIRONMENTAL
PROTECTION AGENCY
CHAMPAIGN

SPECIAL CONDITION 1:

- A. Sludge shall be applied to sites within the following guidelines:
 - 1. Sludge shall not be applied to sites during precipitation.
 - 2. Sludge shall not be applied to sites which are saturated or with ponded water.
 - 3. Sludge shall not be applied to ice or snow covered sites.
 - 4. Frozen land, which is not ice or snow covered and has a slope of 5% or less, may be used for land application of sludge provided a 200 foot grassy area exists between the sludge applied land and any surface water or potable water supply well.
- B. It is not recommended that sludge be applied to sites:
 - 1. When precipitation is imminent,

THE STANDARD CONDITIONS OF ISSUANCE INDICATED ON THE REVERSE SIDE MUST BE COMPLIED WITH IN FULL. READ ALL CONDITIONS CAREFULLY.

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DIVISION OF WATER POLLUTION CONTROL

cc: EPA-Champaign FOS
Records - Industrial
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Alan Keller, P.E.
Manager, Permit Section

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT

LOG NUMBERS: 1354-11

PERMIT NO.: 2011-SC-1354

FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS
PREPARED BY: J & A Investors LLC

DATE ISSUED: March 7, 2011

SUBJECT: J & A INVESTORS LLC -- Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

- 2. Which have received greater than 1/4 inch rainfall within the 24-hour period preceding the intended sludge application time.
- C. Sludge shall not be applied to land which lies within 200 feet from a community water supply well, potable water supply well, surface waters or intermittent streams or within one-fourth of a mile of any potable water supply wells located in consolidated bedrock such as limestone or sinkhole areas unless a 50 foot depth of non-sandy or non-gravelly unconsolidated material exists. In no case shall sludge be applied within 400 feet of a community water supply well deriving water from an unconfined shallow fractured or highly permeable bedrock formation or from an unconsolidated and unconfined sand and gravel formation.
- D. Sludge shall not be applied to sites during the periods in which the seasonal high water table rises within 3 feet of the surface at the site.
- E. Sludge shall only be applied to land with a background soil pH of 6.5 or greater unless lime or other suitable materials are applied to the site prior to sludge application to raise the soil pH to a minimum of 6.5.
- F. Sludge shall be applied and incorporated into the site soils within the following guidelines:
 - 1. Sludge may be surface applied without incorporation only if the site slope is less than 8% and the annual soil loss does not exceed 5 tons/acre as determined by the Universal Soil Loss Equation.
 - 2. Sludge shall be incorporated if:
 - A) Site slope exceeds 8% but the annual soil loss is less than 5 tons/acre, or
 - B) Site slope is less than 8% but the annual soil loss exceeds 5 ton/acre.
 - 3. Sludge shall not be applied to a site with slope greater than 8% with annual soil loss in excess of 5 ton/acre.
 - 4. Unless surface application is allowed pursuant to this condition, or otherwise specified in this permit, sludge shall be incorporated within 48 hours of application or prior to any rainfall whichever is more restrictive.
- G. Sludge amended land shall have a crop grown and harvested pursuant to normal agricultural practices.
- H. The delivery and application of sludge, and the choice of an application site, shall be made so as to minimize the emission of odors to nearby residents taking into account the direction of wind, humidity and day of the week.
- I. Sludge application shall not exceed the following maximum metal loading rates over the lifetime of a site (pounds per acre).
 - 1. Soils with 5-15 meq/100 grams Cation Exchange Capacity (CEC):

<u>Metal</u>	<u>Total Loading</u>	<u>Annual Loading</u>
Cadmium	10	2
Nickel	100	--
Copper	250	--

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT

LOG NUMBERS: 1354-11

PERMIT NO.: 2011-SC-1354

FINAL PLANS, SPECIFICATIONS, APPLICATION
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DATE ISSUED: March 7, 2011

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Zinc	500	--
Manganese	900	--
Lead	1000	--

- 2. Soils with 0-5 meq/100 grams CEC shall apply only half the metal loading rates set forth in item I(1) above.
- 3. Soils with 15 or greater meq/100 grams CEC may apply double the total metal loading rates set forth in item I(1) above, however a supplemental permit shall be required for that specific site.
- J. Sludge stored off the sewage treatment plant site shall be performed within the following guidelines:
 - 1. Off-site interim storage of liquid sludge shall not be allowed.
 - 2. Off-site interim storage of dried sludge in excess of 2 months shall not be allowed. In addition, measures shall be taken to contain runoff and leachate from any dried sludge that is stored.
- K. Users applying sludge to sites greater than 300 acres under common ownership or control or users of more than 1500 dry tons per year shall obtain a sludge user permit from this Agency unless the site is specifically identified in the permittee's application.
- L. User information sheets, in conformance with the Design Criteria for Sludge Application on Land (Title 35, Subtitle C, Chapter II, Part 391), shall be provided by the permittee to all sludge users and shall be signed by sludge users requesting more than 25 cubic yards. Records regarding sludge users shall be retained by the permittee for the duration of this permit and 2 years after the expiration date of this permit.

SPECIAL CONDITION 2: For the duration of this permit, the permittee shall sample all different sludges being applied to land on an annual basis and chemically analyze said samples in accordance with the recommended procedures contained in the latest edition of Standard Methods for the Examination of Water and Wastewater for the following parameters:

- | | | |
|---------------------------|-------------|-------|
| Total Kjeldahl Nitrogen ✓ | Cadmium ✓ | pH ✓ |
| Ammonia Nitrogen ✓ | Copper ✓ | %TS ✓ |
| Phosphorus ✓ | Lead ✓ | %VS ✓ |
| Potassium | Manganese ✓ | |
| | Nickel ✓ | |
| | Zinc ✓ | |

In addition to the above parameters, anaerobically digested sludge shall also be tested for volatile acids. The results of these analyses shall be submitted to this Agency on an annual basis. The permittee shall update the sludge application rate utilizing all sludge analyses obtained after the previous sludge application period.

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY
WATER POLLUTION CONTROL PERMIT

LOG NUMBERS: 1354-11

PERMIT NO.: 2011-SC-1354

FINAL PLANS, SPECIFICATIONS, APPLICATION
AND SUPPORTING DOCUMENTS

DATE ISSUED: March 7, 2011

PREPARED BY: J & A Investors LLC

SUBJECT: J & A INVESTORS LLC – Rantoul Foods, LLC - Application of Sludge - Various Sites in Champaign County

SPECIAL CONDITION 3: The permitted land application sites for solids accumulated in the wastewater storage lagoon are identified as follows:

Rickher - 161.53 acres, T21N, R9E, Section 7, NE ¼, Rantoul Township, Champaign County

Little Bros – 140.47 acres, T21N, R9E, Section 7, SE ¼ Rantoul Township, Champaign County

McCarty - 40 acres, T21N, R9E, Section 8, NW ¼ Rantoul Township, Champaign County

Clifford - 240 acres, T21N, R9E, Section 8, NE ¼ Rantoul Township, Champaign County

Clifford - 40 acres, T21N, R9E, Section 8, SE ¼ Rantoul Township, Champaign County

Clifford - 75 acres, T21N, R9E, Section 9, SW ¼ Rantoul Township, Champaign County

SPECIAL CONDITION 4: This permit is being issued with the expressed understanding that the transportation of sludge to the land application facility for treatment will be done in accordance with the following IEPA Bureau of Land requirements:

These regulations as identified in 35 Ill. Adm. Code 809, state that the generator may not give the waste to a hauler unless the hauler has obtained an Illinois special waste haulers license; the hauler may not accept the waste unless it is accompanied by the required manifest; and the receiving facility can not accept the waste unless it is delivered by a licensed special waste hauler or exempt hauler, accompanied by the required manifest and the receiving facility has obtained the required permits to receive the waste.

The authorization number is no longer issued by this Agency. Therefore, you will no longer be required to identify the authorization number on the manifest when shipping waste as authorized by this permit.

EXHIBIT C

August 27, 2013

Mr. Darin LeCrone
Industrial Permit Section
Division of Water Pollution Control
Illinois Environmental Protection Agency
1021 North Grand Avenue East,
P.O. Box 19276
Springfield, Illinois 62794-9276

Re: Rantoul Foods - Champaign County
Application of Sludge Permit Number 2011 - SC - 1354 -1

Dear Mr. LaCrone:

Rantoul Foods, LLC has reviewed the subject permit dated August 14, 2013. It was our understanding based on the July 24th meeting with the Illinois Environmental Protection Agency (IEPA) that we would have an opportunity to review the permit prior to it being issued. Following are several items that we would like to discuss with IEPA:

Special Condition 2.F.2: Special Condition 2.F.2 has been modified to require that sludge is incorporated into the soil within 24 hours of application instead of the 48 hours which was the allowable time in the Permit 2011-SC-1354. Rantoul Foods had requested that IEPA keep the 48 hours in the revised permit at the July 24, 2013 meeting between Rantoul Foods and the IEPA at IEPA's office in Springfield. We would appreciate it if IEPA could provide some regulatory clarification as to why the revision has been made or change the permit back to 48 hours.

Special Condition 2.J.2 has been modified to limit off-site storage of dried sludge to 30 days instead of the 2 month limitation in the previous permit. We would appreciate it if IEPA could provide some regulatory clarification as to why the revision has been made or change it back to 60 days.

Special Condition 2.L has been added that requires that owners of lands adjacent to land receiving sludge as well as Township and County officials be notified in writing that sludge will be applied to lands at least 7 days prior to sludge application. We would appreciate it if IEPA could provide regulatory clarification as to why this is required in the permit. We would request that it be removed.

Special Condition 2.M has been added and requires that agronomic calculations and supporting sludge analyses be kept for 5 years. The condition includes the following statement "Such records shall be available to any person or party upon request". We request that this statement be removed from the permit. Rantoul Foods does not have concerns providing information required by permit to IEPA; but we do not believe that we need to make this information available to any person or party upon request.

Special Condition 2.N has been added and states that hauling of sludge during major holidays is prohibited. We would like this omitted from the permit. If it cannot be omitted, please provide clarification as to why it is needed and clarification of what major holidays are.

Special Condition 3 has been modified to require sampling, testing and reporting of sludge conditions be done on a monthly basis instead of annually. The condition also requires that % volatile solids and pH be tested weekly. Allowable sludge application rates for all lands need to be recalculated after the data for each month is collected. This paragraph is not consistent with the meeting that was held on July 24, 2013. We discussed establishing a baseline through taking multiple samples and reducing the frequency of the sampling based on demonstration that there is not a significant variance in the quality of the sludge. We would like language allowing Rantoul Foods to develop a baseline of information and reduce sampling frequency.

Sincerely,

A handwritten signature in black ink, appearing to read "Mike Welu". The signature is fluid and cursive, written over a horizontal line.

Mike Welu
Plant Manager Rantoul Foods

Cc: Holly Hirschert, Illinois EPA
Randy Patchett, Burns & McDonnell

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

J & A INVESTORS, LLC,)	
)	
Petitioner,)	
)	
v.)	PCB 13-_____
)	(Water Permit Appeal)
ILLINOIS ENVIRONMENTAL)	
PROTECTION AGENCY,)	
)	
Respondent.)	

MOTION TO STAY THE EFFECTIVENESS OF CONTESTED PERMIT CONDITIONS

NOW COMES Petitioner, J & A INVESTORS, LLC (“J&A”), a Limited Liability Company, by and through its attorneys, HODGE DWYER & DRIVER, pursuant to the Illinois Pollution Control Board’s (“Board”) authority to grant discretionary stays of permit conditions (see, e.g., Community Landfill Co. and City of Morris v. Illinois EPA, PCB Nos. 01-48 and 01-49 (Ill.Pol.Control.Bd. Oct. 19, 2000)), and hereby moves the Board to stay the effectiveness of the contested conditions of the “Supplemental Permit - Application of Sludge” (“Supplemental Sludge Application Permit”) issued to J&A by the Illinois Environmental Protection Agency (“Illinois EPA”) on August 14, 2013 that is at issue in this matter.

In support of this Motion, J&A states as follows:

1. On August 14, 2013, the Illinois EPA issued the “Supplemental Permit - Application of Sludge” (Log No. 2013-57725) to J&A, which included conditions that must be stricken and/or modified in order to effectuate the Illinois EPA’s presumed intent, i.e. to ensure that the land application of sludge will not cause a violation of the

Illinois Environmental Protection Act (“Act”) or the regulations promulgated thereunder.

See Petition for Review.

2. Today, J&A filed simultaneously with this Motion a timely Petition for Review (“Petition”) of such permit conditions.

3. The Board may grant a stay of contested permit conditions where a petitioner has requested such a stay. See, e.g., Beneficial Reuse Management, LLC and Southern Illinois Power Cooperative v. Illinois EPA, PCB No. 12-23 (Ill.Pol.Control.Bd. Sept. 8, 2011) (granting a request for a stay of contested conditions of a water pollution control permit); Midwest Generation, LLC Will County Generating Station v. Illinois EPA, PCB No. 06-156 (Ill.Pol.Control.Bd. July 20, 2006) (granting a request for a partial stay of construction permit conditions), North Shore Sanitary District v. Illinois EPA, PCB No. 03-146 (Ill.Pol.Control.Bd. Mar. 20, 2003) (granting Petitioner’s Motion to Stay Condition 1 pending the outcome of the appeal), Hartford Working Group v. Illinois EPA, PCB No. 05-74 (Ill.Pol.Control.Bd. Nov. 18, 2004) (granting Petitioner’s Motion to Stay Effectiveness of Special Condition 2.0 until the Board takes final action in the appeal).

4. J&A is requesting a stay of the following contested conditions of the Supplemental Sludge Application Permit, issued on August 14, 2013:

- Special Condition 1, as discussed further below;
- Special Condition 2.F.2;
- The second sentence of Special Condition 2.N; and
- Special Condition 3.

5. Special Condition 1 of the Supplemental Sludge Application Permit requires that J&A submit a preliminary sludge and odor management plan (“plan”) to Illinois EPA “within 30 days of permit issuance to address Special Condition 3” and requires that a final plan be submitted to Illinois EPA “within 90 days as part of an application for supplemental permit.” As discussed in detail in the Petition, Special Condition 3 is being appealed, and accordingly, J&A has appealed the requirements in Special Condition 1 to submit a plan to address Condition 3 within 30 days and submit a final plan within 90 days. In order for J&A’s appeal rights to be effectuated, the requirements Special Condition 1, as described herein and in the Petition, must be stayed.

6. A stay of effectiveness of the above referenced Special Conditions is needed to prevent irreparable harm to J&A. If these conditions are not stricken and/or modified as described in the Petition, J&A will arbitrarily and unreasonably be forced to incur unnecessary expense and burden to comply with conditions that have no statutory or regulatory basis. See Petition for Review. Additionally, as stated above, the striking of certain special conditions and the modification of other special conditions will not result in the permitted activity causing a violation of the Act or the regulations promulgated thereunder. See Petition for Review. Further, a stay is necessary to protect J&A’s right to appeal permit conditions. That is, J&A’s appeal would be rendered meaningless if it must comply with these provisions while its appeal is pending. Finally, no adequate remedy exists at law, and J&A has a probability of success on the merits. See Petition for Review.

7. The Illinois EPA, the public, and the environment will not be harmed if a stay is granted, because J&A will continue to operate under the terms and conditions of

the Supplemental Sludge Application Permit, except for the stayed provisions, should the Board grant this Motion.

WHEREFORE, Petitioner, J & A INVESTORS, LLC, moves the Illinois Pollution Control Board to grant a Stay of Effectiveness of Contested Conditions of the Supplemental Sludge Application Permit as described herein and in the Petition for Review until the Board's final action in this matter.

Respectfully submitted,

J & A INVESTORS, LLC,
Petitioner,

By: /s/ Edward W. Dwyer
One of Its Attorneys

Dated: September 17, 2013

Edward W. Dwyer
Monica T. Rios
HODGE DWYER & DRIVER
3150 Roland Avenue
Post Office Box 5776
Springfield, Illinois 62705-5776
(217) 523-4900

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

J & A INVESTORS, LLC,)	
)	
Petitioner,)	
)	
v.)	PCB 13-_____
)	(Water Permit Appeal)
ILLINOIS ENVIRONMENTAL)	
PROTECTION AGENCY,)	
)	
Respondent.)	

ENTRY OF APPEARANCE OF EDWARD W. DWYER

NOW COMES Edward W. Dwyer, of the law firm of HODGE DWYER & DRIVER, and hereby enters his appearance on behalf of Petitioner, J & A INVESTORS, LLC.

Respectfully submitted,

J & A INVESTORS, LLC,
Petitioner,

By: /s/ Edward W. Dwyer
Edward W. Dwyer

Dated: September 17, 2013

Edward W. Dwyer
HODGE DWYER & DRIVER
3150 Roland Avenue
Post Office Box 5776
Springfield, Illinois 62705-5776
(217) 523-4900

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

J & A INVESTORS, LLC,)	
)	
Petitioner,)	
)	
v.)	PCB 13-_____
)	(Water Permit Appeal)
ILLINOIS ENVIRONMENTAL)	
PROTECTION AGENCY,)	
)	
Respondent.)	

ENTRY OF APPEARANCE OF MONICA T. RIOS

NOW COMES Monica T. Rios, of the law firm of HODGE DWYER & DRIVER, and hereby enters her appearance on behalf of Petitioner, J & A INVESTORS, LLC.

Respectfully submitted,

J & A INVESTORS, LLC,
Petitioner,

By: /s/ Monica T. Rios
Monica T. Rios

Dated: September 17, 2013

Monica T. Rios
HODGE DWYER & DRIVER
3150 Roland Avenue
Post Office Box 5776
Springfield, Illinois 62705-5776
(217) 523-4900

CERTIFICATE OF SERVICE

I, Edward W. Dwyer, the undersigned, hereby certify that I have served copies of the attached PETITION FOR REVIEW, MOTION TO STAY THE EFFECTIVENESS OF CONTESTED PERMIT CONDITIONS, ENTRY OF APPEARANCE OF EDWARD W. DWYER and an ENTRY OF APPEARANCE OF MONICA T. RIOS upon:

Mr. John Therriault
Assistant Clerk of the Board
Illinois Pollution Control Board
100 West Randolph Street
Suite 11-500
Chicago, Illinois 60601

via electronic mail on September 17, 2013; and upon:

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

by depositing said documents in the United States Mail in Springfield, Illinois, postage prepaid, on September 17, 2013.

By: /s/ Edward W. Dwyer
Edward W. Dwyer