BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

CONOCOPHILLIPS COMPANY,	)	
	)	
Petitioner,	)	
	)	
v.	)	PCB 12-101
	)	Permit Appeal (NPDES)
ILLINOIS ENVIRONMENTAL PROTECTION AGENCY,	)	
	)	
	)	
Respondent.	)	

ORIGINAL

RETURN TO CLERK'S OFFICE

NOTICE OF FILING

TO: Those Individuals as Listed on attached Certificate of Service

Please take notice that on January 17, 2012, the undersigned caused to be filed with the Clerk of the Illinois Pollution Control Board the attached Appearance, a copy of which is herewith served upon you.

RECEIVED
CLERK'S OFFICE
JAN 17 2012
STATE OF ILLINOIS
Pollution Control Board

Dated this 17th day of January, 2012.

Respectfully submitted,

David L. Rieser
Kathleen M. Cunniff

McGuireWoods LLP
77 West Wacker, Suite 4100
Chicago, IL 60601
Telephone: 312/849-8100

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

CONOCOPHILLIPS COMPANY,	)	
	)	
Petitioner,	)	
	)	
v.	)	PCB 12-_____
	)	Permit Appeal (NPDES)
ILLINOIS ENVIRONMENTAL PROTECTION AGENCY,	)	
	)	
	)	
Respondent.	)	

APPEARANCE

The undersigned hereby enter their Appearance in this proceeding on behalf of Petitioner, ConocoPhillips Company.

Respectfully submitted,

Dated: January 17, 2012

David L. Rieser
Kathleen M. Cunniff

McGuireWoods LLP
77 West Wacker, Suite 4100
Chicago, IL 60601
Telephone: 312/849-8100

CERTIFICATE OF SERVICE

The undersigned, one of the attorneys for Petitioner, hereby certifies that I served a copy of the attached Appearance upon those listed below on January 17, 2012 via First Class United States Mail, postage prepaid.

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

Ms. Dorothy Gunn, Clerk
Illinois Pollution Control Board
James R. Thompson Center
1000 West Randolph Street, Suite 11-500
Chicago, IL 60601

One of the Attorneys for Petitioner

David L. Rieser
Kathleen M. Cunniff
McGuireWoods LLP
77 West Wacker, Suite 4100
Chicago, IL 60601
Telephone: 312/849-8100

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BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

CONOCOPHILLIPS COMPANY, Petitioner, v. ILLINOIS ENVIRONMENTAL PROTECTION AGENCY, Respondent.	)	PCB 12-_____ Permit Appeal (NPDES)

PETITION FOR REVIEW
AND
MOTION FOR STAY

Petitioner, ConocoPhillips Company ("Petitioner" or "COPC"), pursuant to Section 40(a) of Illinois Environmental Protection Act ("415 ILCS 5/40(a)" and "35 Ill. Adm. Code 105.200 *et seq.*"), seeks a hearing before the Board to contest the decisions of the Illinois Environmental Protection Agency ("Agency") to include certain conditions and make other decisions in the issuance of the National Pollution Discharge Elimination System ("NPDES") permit dated December 22, 2011 ("Permit") for the COPC Wood River Refinery ("WRR") (A copy of the Permit is attached hereto and incorporated herein as Exhibit A.) Petitioner requests that the Board stay certain conditions of this Permit during the pendency of this Petition for Review. In support of this Petition, Petitioner states as follows.

I. BACKGROUND

1. Petitioner operates WRR which refines petroleum products, located at 900 South Central Avenue in Roxanna, Illinois. (A map showing the location and general layout of the WRR is attached hereto and incorporated herein as Exhibit B.) WRR is owned by WRB Refining LP and operated by the ConocoPhillips Company. WRR produces refined oil products including

propane and butane, motor gasoline, aviation fuels, diesel and heating oils, kerosene, asphalt and coke. The facility employs approximately 800 people in Madison County.

2. WRR is in the final stages of significant expansion of its operation and upgrades to its equipment (the "Expansion"). WRR increased crude oil throughput from 323,000 to 385,000 barrels per day and added additional facilities to process efficiently heavier crude oils from Canada. In addition, and in response to a Consent Decree with USEPA entered into in January 27, 2005, WRR added two wet gas scrubbers to its pollution control equipment. The combined cost of the Expansion, including the changes to the pollution control equipment, is expected to be approximately $3.8 billion dollars. According to a study prepared by RSN Economic Group, the Expansion is projected to increase income in the region by approximately $48 million per year. ("The Economic Impact of the Wood River Refinery Expansion on the River Bend Region.")

3. WRR discharges wastewater to the Mississippi River pursuant to NPDES Permit number IL0000205. WRR treats process wastewater through a series of unit operations, starting with two bar screens operated in parallel, followed by two 93,350 gallon pH neutralization tanks. Wastewater then flows through eight oil/water separators followed by two dissolved nitrogen flotation units to reduce oil concentration before biological treatment. After this, the wastewater flows to a 6,900,000 gallon diversion/equalization tank and then to the activated sludge process which includes two aeration tanks and three secondary clarifiers to reduce organic loading. The effluent passes through polishing lagoons before being discharged to the Mississippi River at River Mile 197.5. WRR designates the sampling point for this outfall at the end of the polishing lagoons as Outfall 001. During high river stages when the lagoons flood, WRR samples at a

location downstream of the clarifiers designated as Outfall 002. (A schematic diagram of the wastewater treatment system is attached hereto and incorporated herein as Exhibit C.)

4. IEPA issued WRR's last NPDES permit prior to the Expansion on April 14, 2004, with an expiration date of March 31, 2009. In order to facilitate the Expansion and make changes to the wastewater treatment system needed to address the higher sulfur content of the wastewater as a result of the wet scrubbers, WRR sought a modification of this permit by application dated May 12, 2006. IEPA issued its draft permit on November 3, 2006 and held public hearings on the draft permit on May 8, 2007. IEPA issued the final modified permit ("2009 Permit") on February 5, 2009. (Copies of the 2004 Permit and the 2009 Permit are attached hereto and incorporated herein as Exhibits D and E.)

5. WRR timely filed its application for permit renewal on September 30, 2008. IEPA issued a draft permit on December 21, 2010 but received few, if any, public comments and no request for hearings. IEPA issued its final permit (Exhibit A) on December 22, 2011.

6. WRR submitted comments with respect to a number of issues including the issues addressed below and met repeatedly with IEPA permit staff to discuss these matters. Many issues were resolved through those discussions, but the parties could not reach agreement on three matters which are now the subject of this Appeal. The fourth issue in this Appeal, the dissolved oxygen limit, was not included in the draft permit, was never previously raised by the Agency and was not the subject of prior discussions. WRR's comments with respect to these four remaining issues are discussed with greater specificity below.

7. WRR hereby petitions for review of the following identified terms and conditions of the Permit and asks the Board to reverse and remand the Permit to the Agency specifically for the purpose of removing said conditions or revising the Permit as requested herein. This Petition

for Review is timely filed within thirty-five (35) days of final permit action on the NPDES permit pursuant to 415 ILCS 5/40(a).

II. STAY

8. WRR further requests that the Board enter its order staying the effectiveness of the following conditions pending a final decision of the Board and the action by the Agency implementing that decision: Special Conditions 21 (Smith Lake), 26 and 28 (fecal coliform), the effluent limit and Special Condition 27 (mercury), and the effluent limit for dissolved oxygen.

9. As stated in *Borg-Warner v. Mauzy*, 427 N.E.2d 415 (Ill. App. 3d 1981) and reiterated by the Board in *Ameren Energy Generating Company v. Illinois EPA*, 2006 Ill. Env. Lexis 72; PCB No. 06-67 (February 16, 2006), once a permit is appealed to the Board, it is stayed in its entirety until the Board issues its opinion. Despite the availability of this blanket stay, a petitioner can choose to ask the Board to stay only certain challenged sections of a permit and allow the remaining sections to go into effect. (*Ameren Energy*, p. 17, n. 1).

10. In this matter, Petitioner has no objection to and is prepared to operate under the balance of the permit except for the four issues discussed below. Therefore, Petitioner wishes to limit its application for stay accordingly.

11. Petitioner also wishes to clarify the extent of the stay with respect to Special Condition 27, which establishes the mercury compliance plan. As Petitioner has advised the Agency, Petitioner is at a point in the plan where it must begin contracting for the design, engineering and construction of the mercury control facility. In order to have the facility complete by the compliance date of February 5, 2014, Petitioner must begin significant expenditures no later than April of 2012. While the Board's stay of this condition in this permit should halt this compliance requirement, it could be argued that Petitioner's obligation would

revert to Special Condition 27 in the 2009 permit which contains an identical requirement. Since the Agency agreed to review its legal and factual basis for this condition in the context of this permit renewal, this condition should be seen as independent of the prior condition and subject to both appeal and stay. Therefore, Petitioner requests that the Board's stay order reflect that Petitioner's obligation to implement the mercury compliance plan, whether in the 2009 or the 2011 permit, is stayed.

III. MERCURY

12. The Permit establishes concentration and load limits for mercury based on the General Use Water Quality Standard. Special Condition 27 establishes a schedule for identifying and evaluating mercury control options and then for testing and implementing the selected controls. This limit and special condition were imposed in the 2009 Permit (Exhibit E), but the Agency agreed to review these conditions in the context of the Renewal. As a result, the Agency reconsidered its underlying legal basis for rejecting a mixing zone and evaluated the factual information developed by Petitioner while implementing the schedule.

13. The Agency's determination to impose an effluent limit based on the water quality standards is arbitrary and contrary to law in that the Agency refused to allow a mixing zone in determining the mercury effluent limit. As shown by Special Condition 18, the Agency accepted Petitioner's mixing zone delineation study for numerous other parameters but not for mercury, contending the Board's rules do not allow the Agency to allow a mixing zone for mercury. This contention directly conflicts with 35 Ill. Adm. Code 302.208(d)(3) which specifically states that Water Quality Standards for Protection of Human Health (which include mercury at 302.208(f)) must be met at the edge of a mixing zone established pursuant to 35 Ill. Adm. Code 302.102. Contrary to the Agency's contention, the Board rules specifically allow

mixing zones to be applied to mercury, except for discharges to the Lake Michigan Basin (35 Ill. Adm. Code 302.530) which obviously does not apply here.

14. The Agency has not, nor cannot identify any basis under the Board rules for allowing a mixing zone for the parameters in Special Condition 18 and not for mercury. There is no showing of water quality standard violations either at the edge of the identified mixing zone or immediately downstream. The Agency's action in setting a mercury limit without reference to a mixing zone is contrary to law and arbitrary and capricious. As a result, the effluent limitation should be removed and mercury should be included in Special Condition 18 among the list of constituents subject to the delineated mixing zone.

15. Similarly, the load limits for mercury have no regulatory basis either. Because the Agency should not have established what purports to be a water quality based effluent limit for mercury and mercury should have been subject to the delineated mixing zone, the Agency has no basis to impose a waste load allocation. 35 Ill. Adm. Code 309.142 requires waste load allocations only where the Agency applies a more stringent water quality based effluent standard. Since the Agency had no authority to establish a mercury effluent limit, it similarly has no authority to require a waste load allocation. In addition, there was no showing that the load limit was necessary to mitigate downstream water quality violations. The Agency's determination to include a mercury load limit was contrary to law, arbitrary and capricious, and the load limit should be deleted from the permit.

16. In the event that the Board holds that the mercury effluent standard should be allowed, the Board should direct the Agency to modify the waste load allocation consistent with USEPA Technical Support Document ("TSD"). Although the IEPA claimed that they relied on the TSD, their proposed load limit failed to take into account the variability in mercury levels in

the effluent which Petitioner thoroughly documented. According to the TSD, such variability is a key component in setting appropriate load limits. Thus, the Agency's determination to ignore such variability constituted an arbitrary and capricious decision which should be reversed.

17. Finally, should the Board determine to remove the mercury limit to include mercury among the constituents subject to the mixing zone, it should also determine that the mercury compliance plan identified in Special Condition 27 is unnecessary, irrelevant, and should be deleted.

18. Should the Board determine to keep the mercury limit, the Board should reverse the Agency's arbitrary and capricious refusal to modify or extend the compliance plan in Special Condition 27. The Board should note that the Special Condition allows Petitioner to seek Board relief from this requirement if it can demonstrate that compliance with the mercury standard is technically infeasible or economically unreasonable. In information presented to the Agency, Petitioner documented that, based on current conditions, a filtration system may effectively control mercury but at a capital cost range of $9.4 to $14.1 million. After further assessment, Petitioner now believes the cost will be $13.3 million. Assuming this treatment removes mercury to the level needed to meet the standard, the total quantity of mercury expected to be removed over the life of the filtration system is 5.2 pounds. This equates to an approximate cost of $2.6 million for each pound of mercury removed. In any event, it cannot be stated to a reasonable certainty that this or any other reasonably available system will comply with the limits imposed by the Agency.

19. In addition, due to the constricted time frame in the compliance plan, Petitioner's assessment is based on the current waste stream and could not take into account the conditions of the wastewater stream once the Expansion is fully operational. The new mix of crudes may be

entirely different than the current raw materials and calls into question the ability of the filtration system to achieve compliance with the mercury effluent limit. Despite this massive source of uncertainty, the Agency refused to extend the deadlines for beginning and completing construction of control facilities. The Agency's refusal would force Petitioner to expend millions of dollars on a treatment system which might not even achieve compliance with the very stringent limits. Petitioner's evaluation as shared with the Agency documented no other potential feasible treatment technology, and petitioner has shown that based on current information the proposed technology cannot be assured of meeting the limits either now or after the new crudes are introduced. Should the Board determine to keep the mercury limit, the Board should reverse this refusal and allow petitioner additional time to complete its investigation based on its future waste stream.

IV. FECAL COLIFORM

20. The Agency added Special Condition 26 to the renewal permit to place an effluent limit on fecal coliform from the facility. Fecal coliform monitoring was required in the Petitioner's initial NPDES permits until 1983, at which time it was deleted from the permit because of the virtual absence of coliform in the effluent. Petitioner has recently documented that fecal coliform levels continue to be very low, and are nearly always below the imposed standard. As a result, the fecal coliform limit is unnecessary and not supported by data or the Board's regulations. The Board should delete this special condition because the Agency's inclusion of this limit is arbitrary and capricious and contrary to law.

V. SMITH LAKE

21. Petitioner contests Special Condition 21 requiring discharges to Smith Lake to be subject to an NPDES permit and states that the Agency's determination is without factual or

legal basis. Smith Lake is a small (10 acre) manmade depression on the eastern edge of the facility. Smith Lake receives stormwater discharges and overland storm flow but has no known outfall. Despite the fact that Smith Lake has been present since the NPDES program began, the Agency never previously identified it as a water which requires an NPDES permit for any discharge.

22. In fact, Smith Lake has been determined by the United States not to be a "water" pursuant to 40 CFR 122, which determination precludes the IEPA from requiring an NPDES permit. On January 25, 2008, the Army Corps of Engineers issued its determination that Smith Lake was an "isolated water" and not a navigable water subject to regulation under the Clean Water Act. (A copy of this letter is attached hereto and incorporated herein as Exhibit F.) While the definition of "waters of the state" in the Illinois Environmental Protection Act ("Act") is significantly broader than the CWA's definition of navigable waters, the Act also precludes the IEPA from requiring an NPDES permit in those instances where such a permit is not required under the CWA (415 ILCS 5/11(a)(8)). As a result, the IEPA has no authority to include discharges to Smith Lake in Petitioner's NPDES permit. The Board should delete this Special Condition because the IEPA determination to include the Smith Lake discharges is arbitrary and capricious and contrary to state and federal law.

VI. DISSOLVED OXYGEN

23. Petitioner contests the dissolved oxygen limits included by the Agency for the first time in the final Permit. Although the Board adopted the regulation on which these limits are based (302.206) in January of 2008, the Agency never previously sought to apply these limits in the 2009 Permit or proposed to include them in the draft permit for the permit issued on December 22, 2010. Indeed in all of the many meetings and communications between Petitioner

and the Agency regarding permit issues, the Agency never once raised the possibility of applying these limits to Petitioner. Petitioner is also not aware of any comment submitted during the comment period suggesting that the draft permit include these limits. As a result, the Agency's action here violates the Board's NPDES procedures as described in 35 Ill. Adm. Code 309, Subpart A. By failing to include this proposed limitation in the draft permit and in the absence of any public comments to which this inclusion might be a response, the Agency unlawfully deprived Petitioner of its ability to respond to this limitation and include information in the record in opposition. As a result of the Agency's unlawful action, the Board is required to reverse this condition. *Prairie Rivers Network v. Pollution Control Board*, 781 N.E.2d 372 (Ill. App. 4th 2002); *Village of Sauget v. Pollution Control Board*, 566 N.E.2d 724 (Ill. App. 5th 1990).

24. If the Board should decide to consider the substance of this limitation it should find that the Agency's inclusion of it is inconsistent with the Board's regulations and arbitrary and capricious. The dissolved oxygen limitation is a water quality standard adopted at 35 Ill. Adm. Code 302.206 applied in this permit as an effluent standard. Yet the Agency already determined that a mixing zone exists with respect to this discharge and applies to numerous constituents including pH, ammonia, temperature, and fecal coliform. Nothing in 35 Ill. Adm. Code 302.206 precludes the application of a mixing zone pursuant to 35 Ill. Adm. Code 302.102 and there is no basis to treat dissolved oxygen any differently than the other constituents to which the Agency already determined the mixing zone applied.

WHEREFORE, Petitioner requests that the Board:

1. Enter an Order staying the effectiveness of the contested conditions in the Permit as set forth above;

2. Conduct a hearing on the contested terms of the Permit; and

3. Reverse and remand the Permit and the contested terms to the Agency to delete or modify in accordance with Petitioner's objections and the Board's Order.

Respectfully submitted,

Dated: 1/12/2012

David L. Rieser
Kathleen M. Cunniff

McGuireWoods LLP
77 West Wacker, Suite 4100
Chicago, IL 60601
Telephone: 312/849-8100

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

CONOCOPHILLIPS COMPANY, WOOD RIVER REFINERY,	)	
Petitioner,	)	
v.	)	PCB 12-_____
	)	Permit Appeal (NPDES)
ILLINOIS ENVIRONMENTAL PROTECTION AGENCY,	)	
Respondent.	)	

NOTICE OF FILING

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

Ms. Dorothy Gunn, Clerk
Illinois Pollution Control Board
James R. Thompson Center
1000 West Randolph Street, Suite 11-500
Chicago, IL 60601

Please take notice that on Jan. 17, 2012, the undersigned caused to be filed with the Clerk of the Illinois Pollution Control Board, Petitioner's Petition for Review and Motion for Stay, and Appearance, copies of which are herewith served upon you.

By: David L. Rieser
One of its attorneys

David L. Rieser
Kathleen M. Cunniff
McGuireWoods LLP
77 West Wacker, Suite 4100
Chicago, IL 60601
Telephone: 312/849-8100

Exhibit A

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY

1021 NORTH GRAND AVENUE EAST, P.O. BOX 19276, SPRINGFIELD, ILLINOIS 62794-9276 • (217) 782-3397
PAT QUINN, GOVERNOR JOHN J. KIM, INTERIM DIRECTOR

217/782-0610

December 22, 2011

ConocoPhillips Wood River Refinery
Post Office Box 76
Roxana, Illinois 62084

Re: ConocoPhillips Wood River Refinery
NPDES Permit No. IL0000205
Final Permit

Gentlemen:

The following are responses to your comments of January 13 and April 13, 2011:

- Fecal Coliform will remain limited in the renewal permit to ensure compliance with 35 IAC 304.121.
- Manganese limits were removed from the permit as requested and replaced with a quarterly monitoring requirement included as part of Special Condition 24.
- A mixing zone was recognized for temperature therefore temperature limits and associated Special Condition 2 was removed from the permit.
- Part A of Special Condition 15 was modified to allow 90 days to revise the SWPPP to reflect the new SWPPP requirements. Part S of Special Condition 15 was modified to reflect the existing annual reporting cycle.
- Special Condition 21 was changed to allow 180 days to submit a Form 2F for the discharges to Smith Lake.
- Mercury will remain limited in the renewal permit in the renewal permit to ensure compliance with 35 IAC 302.208.

The following modifications were made to the permit following public notice:

- The discharge credits for the Roxana STP effluent have been removed from outfall 001.
- Outfall 001/002 and any reference to this outfall was removed from the permit as it is not a point source. Associated Special Condition 19 was revised and 22 was deleted. The remaining special conditions were renumbered.
- The dissolved oxygen parameter must meet water quality standards of 35 IAC 302.206 and is not eligible for mixing.
- A quarterly monitoring requirement for Nickel was added to the permit as part of Special Condition 24. This monitoring requirement is in place of the Nickel limits which were removed in the 15-Day draft permit.
- Special Condition 1 was modified to the Agency's standard pH condition and ensures pH is within 6.0 to 9.0 standard units as required by 40 CFR 419.22 and .23.

Attached is the final NPDES Permit for your discharge. The Permit as issued covers discharge limitations, monitoring, and reporting requirements. Failure 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 has begun a program allowing the submittal of electronic Discharge Monitoring Reports (eDMRs) instead of paper Discharge Monitoring Reports (DMRs). If you are interested in eDMRs, more information can be found on the Agency website, http://epa.state.il.us/water/edmr/index.html. If your facility is not registered in the eDMR program, a supply of preprinted paper DMR Forms for your facility 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.

The attached Permit is effective as of the date indicated on the first page of the Permit. Until the effective date of any re-issued Permit, the limitations and conditions of the previously-issued Permit remain in full effect. 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.

Should you have questions concerning the Permit, please contact Jaime Rabins at 217/782-0610.

Sincerely,

Alan Keller, P.E.
Manager, Permit Section
Division of Water Pollution Control

SAK:JAR:09042301.BAH

Attachment: Final Permit

cc: Records Unit
Compliance Assurance Section
Collinsville Region
SWIMRPC
US EPA
Missouri DNR

NPDES Permit No. IL0000205

Illinois Environmental Protection Agency

Division of Water Pollution Control

1021 North Grand Avenue East

Post Office Box 19276

Springfield, Illinois 62794-9276

NATIONAL POLLUTANT DISCHARGE ELIMINATION SYSTEM

Reissued (NPDES) Permit

Expiration Date: December 31, 2016

Issue Date: December 22, 2011
Effective Date: January 1, 2012

Name and Address of Permittee:

ConocoPhillips Wood River Refinery
Post Office Box 78
Roxana, Illinois 62084

Facility Name and Address:

ConocoPhillips Wood River Refinery
900 South Central Avenue
Roxana, Illinois 62084
(Madison County)

Discharge Number and Name:	Receiving Waters:
001 Treated Process, Wet Gas Scrubber Water, Sanitary and Stormwater and Air Liquide Effluent	Mississippi River
002 Treated Process, Wet Gas Scrubber Water, Sanitary and Stormwater and Air Liquide Effluent	Mississippi River
003 Stormwater Runoff from Southwest Property and Fire Water	Grassy Lake to Cahokia Canal to Mississippi River
004 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
005 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
006 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
007 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
008 Stormwater Runoff from Southwest Paved Road (Dock Area)	Mississippi River
009 Stormwater Runoff from Hawthorne Avenue Construction Equipment Laydown Area	Unnamed Tributary to Grassy Lake to Cahokia Canal to Mississippi River

In compliance with the provisions of the Illinois Environmental Protection Act, Title 35 of Ill. Adm. Code, Subtitle C and/or Subtitle D, Chapter 1, and the Clean Water Act (CWA), 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.

Alan Keller

Alan Keller, P.E.
Manager, Permit Section
Division of Water Pollution Control

SAK:JAR:09042301.bah

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

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 Treated Process, Wet Gas Scrubber Water, Sanitary, Stormwater and Air Liquide Effluent (DAF = 10.72 MGD)

Air Liquide - DAF = 0.0161 MGD, DMF = 0.0677 MGD

	LOAD LIMITS lbs/day DAF (DMF)		CONCENTRATION LIMITS mg/l			
PARAMETER	30 DAY AVERAGE	DAILY MAXIMUM	30 DAY AVERAGE	DAILY MAXIMUM	SAMPLE FREQUENCY	SAMPLE TYPE
Flow (MGD)	See Special Condition 7				Daily	Continuous
pH	See Special Condition 1				2/week	Grab
Fecal Coliform	See Special Condition 26				2/month	Grab
BOD_5	1208	4340	20	40	2/month	Composite
Total Suspended Solids	2388	3743	25	50	2/month	Composite
Oil and Grease	867	1626	15	30	2/month	Composite
COD	20821	40190	–	–	1/month	Composite
Phenols	17	40	0.3	0.6	1/month	Composite
Ammonia (as N)	1626	3579	–	–	1/month	Composite
Sulfides	16	35	–	–	2/month	Composite
Chromium(Total)	19	53	1.0	2.0	2/month	Composite
Chromium (Hexavalent)	1.5	3.4	0.1	0.2	2/month	Composite (12-Hour)
Phosphorus	60	–	1.0	–	2/month	Composite
Cyanide(Total)	6.0	22	0.1	0.2	2/month	Grab

				MONTHLY AVG. NOT LESS THAN	WEEKLY AVG. NOT LESS THAN	DAILY MIN.		
Dissolved Oxygen								
Mar – Jul					6.0	5.0	1/week	Grab
Aug – Feb				5.5	4.0	3.5		
	30 DAY AVERAGE	DAILY MAXIMUM	ANNUAL AVERAGE	30 DAY AVERAGE	DAILY MAXIMUM	ANNUAL AVERAGE		
Mercury	0.12	0.30	7.8×10^{-4}	1.3 µg/L	2.6 µg/L	0.012 µg/L	1/month	Grab

See Special Condition 3 to clarify composite sample for Oil and Grease.
See Special Condition 4 to clarify composite sample for Chromium (Hexavalent).
See Special Condition 9 for Total Suspended Solids, Oil and Grease, COD, Phenols, Chromium (Total), and Chromium (Hexavalent).
Dissolved oxygen shall be reported on the DMR as minimum.
See Special Condition 25 for Mercury. Mercury concentration limits are listed in micrograms per liter.

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

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): 002 Treated Process, Wet Gas Scrubber Water, Sanitary and Stormwater Including Effluent from Air Liquide (DAF = 10.72 MGD)

Air Liquide - DAF = 0.0161 MGD, DMF = 0.0677 MGD

	LOAD LIMITS lbs/day DAF (DMF)		CONCENTRATION LIMITS mg/l				
PARAMETER	30 DAY AVERAGE	DAILY MAXIMUM	30 DAY AVERAGE	DAILY MAXIMUM		SAMPLE FREQUENCY	SAMPLE TYPE
Flow (MGD)	See Special Condition 7					Daily	Continuous
pH	See Special Condition 1					2/week	Grab
Fecal Coliform	See Special Condition 26					2/week	Grab
BOD_5	1208	4340	20	40		2/week	Composite
Total Suspended Solids	2388	3743	25	50		2/week	Composite
Oil and Grease	867	1626	15	30		1/week	Composite
COD	20821	40190	–	–		2/week	Composite
Phenols	17	40	0.3	0.6		2/week	Composite
Ammonia (as N)	1626	3579	–	–		2/week	Composite
Sulfides	16	35	–	–		2/week	Composite
Chromium (Total)	19	53	1.0	2.0		2/week	Composite
Chromium (Hexavalent)	1.5	3.4	0.1	0.2		2/week	Composite (12-Hour)
Phosphorus	60	–	1.0	–		2/week	Composite
Cyanide(Total)	6.0	22	0.1	0.2		2/week	Grab
			MONTHLY AVG. NOT LESS THAN	WEEKLY AVG. NOT LESS THAN	DAILY MIN.		
Dissolved Oxygen							
Mar – Jul				6.0	5.0	1/week	Grab
Aug – Feb			5.5	4.0	3.5		
	30 DAY AVERAGE	DAILY MAXIMUM	ANNUAL AVERAGE	30 DAY AVERAGE	DAILY MAXIMUM	ANNUAL AVERAGE	
Mercury	0.12	0.30	7.8×10^{-4}	1.3 µg/L	2.6 µg/L	0.012 µg/L	1/month	Grab

See Special Condition 3 to clarify composite sample for Oil and Grease.
See Special Condition 4 to clarify composite sample for Chromium (Hexavalent).
See Special Condition 9 for Total Suspended Solids, Oil and Grease, COD, Phenols, Chromium (Total), and Chromium (Hexavalent).
Dissolved oxygen shall be reported on the DMR as minimum.
See Special Condition 25 for Mercury. Mercury concentration limits are listed in micrograms per liter.

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

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 Fire Water and Stormwater (Intermittent Discharge)

	LOAD LIMITS lbs/day DAF (DMF)		CONCENTRATION LIMITS mg/l			
PARAMETER	30 DAY AVERAGE	DAILY MAXIMUM	30 DAY AVERAGE	DAILY MAXIMUM	SAMPLE FREQUENCY	SAMPLE TYPE
pH	See Special Condition 16				1/month	Grab
Oil and Grease				15	1/month	Grab
TOC				110	1/month	Grab

The permittee shall report the analytical results for TOC and Oil and Grease as a monthly average and a daily maximum. Sampling shall be done during normal daytime business hours only, Monday through Friday. If no discharge occurs during normal sampling period, indicate this on the DMR forms.

Outfall(s): 004, 005, 006, 007, 008 and 009

See Special Conditions 8 and 15.

NPDES Permit No. IL0000205

Special Conditions

SPECIAL CONDITION 1. The pH shall be in the range 6.0 to 9.0 at outfalls 001 and 002. The monthly minimum and monthly maximum values shall be reported on the DMR form.

SPECIAL CONDITION 2. Special waste shall be transported to the receiving facility utilizing the Illinois EPA's manifest system and a licensed special waste hauler.

SPECIAL CONDITION 3. The composites for oil, fats, and greases shall consist of sample aliquots of approximately equal volume, a minimum of 100 milliliters, be collected at regular time intervals over a eight-hour period (three aliquots total). A single sample formed by combining all the aliquots, and the solvent rinse of the container, would then be analyzed. The results of the single analysis is then reported for oil, fats, and grease.

SPECIAL CONDITION 4. The composites for chromium (hexavalent) shall consist of sample aliquots of approximately equal volume, a minimum of 100 milliliters be collected at regular time intervals over a twelve-hour period (four aliquots minimum).

SPECIAL CONDITION 5. The Permittee shall record monitoring results on Discharge Monitoring Report (DMR) Forms using one such form for each outfall each month.

In the event that an outfall does not discharge during a monthly reporting period, the DMR Form shall be submitted with no discharge indicated.

The Permittee may choose to submit electronic DMRs (eDMRs) instead of mailing paper DMRs to the IEPA. More information, including registration information for the eDMR program, can be obtained on the IEPA website, http://www.epa.state.il.us/water/edmr/index.html.

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.

Permittees not using eDMRs shall mail Discharge Monitoring Reports with an original signature to the IEPA at the following address:

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

Attention: Compliance Assurance Section, Mail Code # 19

SPECIAL CONDITION 6.

A. Samples taken in compliance with the effluent monitoring requirements for outfalls 001 and 002 shall be taken at a point representative of the discharge, but prior to entry into the receiving stream.

B. The Permittee shall monitor flow and sample at outfall 001 when there is a discharge at outfall 001 to the river and it is physically possible to monitor and sample at outfall 001.

The Permittee shall monitor flow and/or sample at outfall 002 at the clarifier effluent at times when outfall 001 is impossible to monitor and/or sample due to flood conditions, as follows:

1. Flow monitoring shall be conducted at outfall 002 when the river elevation exceeds a point six inches below the average liquid head above the weir crest.

2. Sampling shall be conducted at outfall 002 when the river is rising and the elevation exceeds a point 4 feet below the bottom of the sample house, or when the river is falling and the elevation exceeds a point 6 feet below the bottom of the sample house.

The Permittee shall provide markers at outfall 001 which indicate the above referenced elevations at which monitoring and sampling will be conducted at outfall 001 or conducted at outfall 002, for the purpose of determining compliance with this Special Condition. In the event the Permittee requires outfall or equipment changes which will result in the adjustment of these elevations, the Permittee shall notify the Agency in writing prior to making these changes.

Rapidly changing river elevations and response time of personnel to relocate the sampling equipment shall be taken into account when making a determination of whether the Permittee is in compliance with the above. If river elevations temporarily recede below the above indicated elevations after flow monitoring and/or sampling have been switched to outfall 002, the Permittee may elect not

to return flow monitoring and/or sampling to outfall 001 if the Corps of Engineers river stage forecast (as measured at Lock and Dam 26 tailwater) predicts elevations greater than the above indicated elevations to recur any time within the next 5 days.

C. Samples taken in compliance with the effluent monitoring requirements for outfall 003 shall be taken at a point representative of the discharge, but prior to entry into the Grassy Lake Area.

SPECIAL CONDITION 7. Flow shall be measured in units of Million Gallons per Day (MGD) and reported as a monthly average and a daily maximum on the monthly Discharge Monitoring Report.

SPECIAL CONDITION 8. For the purpose of this permit:

The discharge from outfalls 001 and 002 is limited to refinery process water, wet gas scrubber water, sanitary and stormwater, truck and process washdown, evaporative condenser, blowdown and sanitary from Air Liquide and tank, remediation, hydrotest, dryer and stormwater from off-site locations such as pipeline terminal or marketing facilities which are owned or operated by ConocoPhillips, free from other wastewater discharges.

The discharge from outfall 003 is limited to stormwater and fire water, free from process and other wastewater discharges.

The discharge from outfalls 004, 005, 006, 007, 008 and 009 is limited to stormwater, free from process and other wastewater discharges.

In the event that the permittee shall require the use of water treatment additives other than those previously approved of, the permittee must request a change in this permit in accordance with the Standard Conditions – Attachment H.

SPECIAL CONDITION 9.

A. The discharge credit, if necessary, for contaminated stormwater, as applied to discharges 001 and 002 shall be as follows:

Additional stormwater credit for the following parameters shall be based on quantity of storm flow taken through process treatment:

Pounds per 1000 Gallons of Stormwater Flow*

Parameter	30 Day Average	Daily Maximum
TSS	0.18	0.28
COD	1.5	3.0
Oil and Grease	0.067	0.13
Phenols	0.0014	0.0029
Chromium (Total)	0.0018	0.0050
Chromium (Hexavalent)	0.00023	0.00052

Dry Weather Flow: The average flow from the wastewater treatment facility for the last three consecutive zero precipitation days. Previously collected stormwater which is sent to process treatment during this period shall not be included in this computation.

*Stormwater Flows: The stormwater runoff which is treated in the wastewater treatment facility is that portion of flow greater than the dry weather flow. Measurement of contaminated stormwater from tank dike areas and previously collected may also be used in computing stormwater credit.

The stormwater credit does not allow the permittee to exceed the concentration limits contained in the effluent limitations and monitoring pages.

In computing monthly average permit limits to include stormwater credit, the mass credit calculated above shall be averaged along with process load limits over the 30 day period. Explanatory calculations and flow data shall be submitted with Discharge Monitoring Reports.

The permittee shall not exceed the following load limits at any time during months when there is a discharge from outfall 001 and/or 002:

Parameter	30 Day Average (Lbs/Day)	Daily Maximum (Lbs/Day)
TSS	2388	5425
Oil and Grease	906	3255

Phenols	18	65
Chromium (Total)	57	217
Chromium (Hexavalent)	5.7	22

SPECIAL CONDITION 10. The permittee shall continue biomonitoring of the effluent discharge at outfall 001 in accordance with the biomonitoring plan submitted by the permittee and approved by the IEPA in July, 2004 or other plan approved thereafter.

Biomonitoring

1. Acute Toxicity - Standard definitive acute toxicity tests shall be run on at least two trophic levels of aquatic species (fish, invertebrate) representative of the aquatic community of the receiving stream. Testing must be consistent with Methods for Measuring the Acute Toxicity of Effluents and Receiving Waters to Freshwater and Marine Organisms (Fifth Ed.) EPA/821-R-02-012. Unless substitute tests are pre-approved; the following tests are required:

   A. Fish - 96 hour static LC_{50} Bioassay using fathead minnows (Pimephales promelas).

   B. Invertebrate 48-hour static LC_{50} Bioassay using Ceriodaphnia.

2. Testing Frequency - The above tests shall be conducted using 24-hour composite samples unless otherwise authorized by the IEPA. Samples must be collected on a yearly basis for the remainder of the Permit.

3. Reporting - Results shall be reported according to EPA/821-R-02-012, Section 12, Report Preparation, and shall be submitted to IEPA, Bureau of Water, Compliance Assurance Section within one week of receipt from the laboratory. Reports are due to the IEPA no later than December of the calendar year.

4. Toxicity - Should a bioassay result in toxicity to >20% of organisms test in the 100% effluent treatment, the IEPA may require, upon notification, six (6) additional rounds of monthly testing on the affected organism(s) to be initiated within 30 days of the toxic bioassay. Results shall be submitted to IEPA within (1) week of becoming available to the Permittee. Should any of the additional bioassays result in toxicity to ≥50% of organisms tested in the 100% effluent treatments, the Permittee may wish to contact the IEPA to request the discontinuance of further sampling at which time the IEPA may require the Permittee to begin the toxicity reduction evaluation and identification as outlined below.

5. Toxicity Reduction Evaluation - Should the results of the biomonitoring program identify toxicity; the IEPA may require that the Permittee prepare a plan for toxicity reduction evaluation and identification. This plan shall be developed in accordance with Toxicity Reduction Evaluation Guidance for Municipal Wastewater Treatment Plants, EPA/8338-99/002, and shall include an evaluation to determine which chemicals have a potential for being discharged in the plant wastewater, a monitoring program to determine their presence or absence and to identify other compounds which are not being removed by treatment, and other measures as appropriate. The Permittee shall submit to the IEPA its plan for toxicity reduction evaluation within ninety (90) days following notification by the IEPA. The Permittee shall implement the plan within ninety (90) days or other such date as contained in a notification letter received from the IEPA.

The IEPA may modify this Permit during its term to incorporate additional requirements or limitations based on the results of the biomonitoring. In addition, after review of the monitoring results, the IEPA may modify this Permit to include numerical limitations for specific toxic pollutants. Modifications under this condition shall follow public notice and opportunity for hearing.

SPECIAL CONDITION 11. If an applicable effluent standard or limitation is promulgated under Sections 301(b)(2)(C) and (D), 304(b)(2), and 307(a)(2) of the Clean Water Act and that effluent standard or limitation is more stringent than any effluent limitation in the permit or controls a pollutant not limited in the NPDES Permit, the Agency shall revise or modify the permit, after public notice and opportunity for hearing, in accordance with the more stringent standard or prohibition. In addition to newly promulgated effluent standards or limitations, if new information is received by this Agency that was not available at the time of permit issuance and would have justified the application of different permit conditions at the time of issuance, the Agency shall revise or modify the permit, after public notice and opportunity for hearing, to address the new information.

SPECIAL CONDITION 12. The bypass and upset provisions in 40 CFR 122.41 (m) and (n) are applicable to this permit.

SPECIAL CONDITION 13. The use and operation of the wastewater treatment facilities shall be under the supervision of a certified Class K operator.

SPECIAL CONDITION 14. For the duration of this permit, the permittee shall determine the quantity of waste activated sludge produced by the treatment facility in dry tons or gallons with average percent total solids analysis. The permittee shall maintain adequate records of the quantities of waste activated sludge produced and have said records available for Agency inspection. The permittee shall submit to the Agency, at a minimum, a semi-annual summary report of the quantities of waste activated sludge generated and disposed of, in units of dry tons or gallons (average total percent solids) by different disposal methods including but not limited to application on farmland, application on reclamation land, land filling, public distribution, dedicated land disposal, sod farms, storage lagoons or any other specified disposal

method. Said reports shall be submitted to the Agency by January 31 and July 31 of each year reporting the preceding January thru June and July thru December interval of sludge disposal operations.

Planned Changes. The permittee shall give notice to the Agency on the semi-annual report of any changes in waste activated sludge use and disposal.

Monitoring reports for sludge shall be reported on the form titled "Sludge Management Reports" to the following address:

Illinois Environmental Protection Agency
Division of Water Pollution Control
Permit Section, Compliance Assurance Section
1021 North Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62794-9276

SPECIAL CONDITION 15.

STORM WATER POLLUTION PREVENTION PLAN (SWPPP) for outfalls 004, 005, 006, 007, 008 and 009

A. A storm water pollution prevention plan shall be maintained by the permittee for the storm water associated with industrial activity at this facility. The plan shall identify potential sources of pollution which may be expected to affect the quality of storm water discharges associated with the industrial activity at the facility. In addition, the plan shall describe and ensure implementation of practices which are to be used to reduce the pollutants in storm water discharges associated with industrial activity at the facility and to assure compliance with the terms and conditions of this permit. The permittee shall modify the plan if substantive changes are made or occur affecting compliance with this condition. The permittee is allowed 90 days to revise its existing plan to reflect the new requirements of this condition.

   1. Waters not classified as impaired pursuant to Section 303(d) of the Clean Water Act.

      Unless otherwise specified by federal regulation, the storm water pollution prevention plan shall be designed for a storm event equal to or greater than a 25-year 24-hour rainfall event.

   2. Waters classified as impaired pursuant to Section 303(d) of the Clean Water Act

      For any site which discharges directly to an impaired water identified in the Agency's 303(d) listing, and if any parameter in the subject discharge has been identified as the cause of impairment, the storm water pollution prevention plan shall be designed for a storm event equal to or greater than a 25-year 24-hour rainfall event. If required by federal regulations, the storm water pollution prevention plan shall adhere to a more restrictive design criteria.

B. The operator or owner of the facility shall make a copy of the plan available to the Agency at any reasonable time upon request.

   Facilities which discharge to a municipal separate storm sewer system shall also make a copy available to the operator of the municipal system at any reasonable time upon request.

C. The permittee may be notified by the Agency at any time that the plan does not meet the requirements of this condition. After such notification, the permittee shall make changes to the plan and shall submit a written certification that the requested changes have been made. Unless otherwise provided, the permittee shall have 30 days after such notification to make the changes.

D. The discharger shall amend the plan whenever there is a change in construction, operation, or maintenance which may affect the discharge of significant quantities of pollutants to the waters of the State or if a facility inspection required by paragraph H of this condition indicates that an amendment is needed. The plan should also be amended if the discharger is in violation of any conditions of this permit, or has not achieved the general objective of controlling pollutants in storm water discharges. Amendments to the plan shall be made within 30 days of any proposed construction or operational changes at the facility, and shall be provided to the Agency for review upon request.

E. The plan shall provide a description of potential sources which may be expected to add significant quantities of pollutants to storm water discharges, or which may result in non-storm water discharges from storm water outfalls at the facility. The plan shall include, at a minimum, the following items:

   1. A topographic map extending one-quarter mile beyond the property boundaries of the facility, showing: the facility, surface water bodies, wells (including injection wells), seepage pits, infiltration ponds, and the discharge points where the facility's storm water discharges to a municipal storm drain system or other water body. The requirements of this paragraph may be included on the site map if appropriate. Any map or portion of map may be withheld for security reasons.

   2. A site map showing:

Special Conditions

i. The storm water conveyance and discharge structures;

ii. An outline of the storm water drainage areas for each storm water discharge point;

iii. Paved areas and buildings;

iv. Areas used for outdoor manufacturing, storage, or disposal of significant materials, including activities that generate significant quantities of dust or particulates.

v. Location of existing storm water structural control measures (dikes, coverings, detention facilities, etc.);

vi. Surface water locations and/or municipal storm drain locations

vii. Areas of existing and potential soil erosion;

viii. Vehicle service areas;

ix. Material loading, unloading, and access areas.

x. Areas under items iv and ix above may be withheld from the site for security reasons.

3. A narrative description of the following:

i. The nature of the industrial activities conducted at the site, including a description of significant materials that are treated, stored or disposed of in a manner to allow exposure to storm water;

ii. Materials, equipment, and vehicle management practices employed to minimize contact of significant materials with storm water discharges;

iii. Existing structural and non-structural control measures to reduce pollutants in storm water discharges;

iv. Industrial storm water discharge treatment facilities;

v. Methods of onsite storage and disposal of significant materials.

4. A list of the types of pollutants that have a reasonable potential to be present in storm water discharges in significant quantities. Also provide a list of any pollutant that is listed as impaired in the most recent 303(d) report.

5. An estimate of the size of the facility in acres or square feet, and the percent of the facility that has impervious areas such as pavement or buildings.

6. A summary of existing sampling data describing pollutants in storm water discharges.

F. The plan shall describe the storm water management controls which will be implemented by the facility. The appropriate controls shall reflect identified existing and potential sources of pollutants at the facility. The description of the storm water management controls shall include:

1. Storm Water Pollution Prevention Personnel - Identification by job titles of the individuals who are responsible for developing, implementing, and revising the plan.

2. Preventive Maintenance - Procedures for inspection and maintenance of storm water conveyance system devices such as oil/water separators, catch basins, etc., and inspection and testing of plant equipment and systems that could fail and result in discharges of pollutants to storm water.

3. Good Housekeeping - Good housekeeping requires the maintenance of clean, orderly facility areas that discharge storm water. Material handling areas shall be inspected and cleaned to reduce the potential for pollutants to enter the storm water conveyance system.

4. Spill Prevention and Response - Identification of areas where significant materials can spill into or otherwise enter the storm water conveyance systems and their accompanying drainage points. Specific material handling procedures, storage requirements, spill clean up equipment and procedures should be identified, as appropriate. Internal notification procedures for spills of significant materials should be established.

5. Storm Water Management Practices - Storm water management practices are practices other than those which control the source of pollutants. They include measures such as installing oil and grit separators, diverting storm water into retention basins, etc. Based on assessment of the potential of various sources to contribute pollutants, measures to remove pollutants from storm water discharge shall be implemented. In developing the plan, the following management practices shall be considered:

Special Conditions

i. Containment - Storage within berms or other secondary containment devices to prevent leaks and spills from entering storm water runoff. To the maximum extent practicable storm water discharged from any area where material handling equipment or activities, raw material, intermediate products, final products, waste materials, by-products, or industrial machinery are exposed to storm water should not enter vegetated areas or surface waters or infiltrate into the soil unless adequate treatment is provided.

ii. Oil and Grease Separation - Oil/water separators, booms, skimmers or other methods to minimize oil contaminated storm water discharges.

iii. Debris & Sediment Control - Screens, booms, sediment ponds or other methods to reduce debris and sediment in storm water discharges.

iv. Waste Chemical Disposal - Waste chemicals such as antifreeze, degreasers and used oils shall be recycled or disposed of in an approved manner and in a way which prevents them from entering storm water discharges.

v. Storm Water Diversion - Storm water diversion away from materials manufacturing, storage and other areas of potential storm water contamination. Minimize the quantity of storm water entering areas where material handling equipment of activities, raw material, intermediate products, final products, waste materials, by-products, or industrial machinery are exposed to storm water using green infrastructure techniques where practicable in the areas outside the exposure area, and otherwise divert storm water away from exposure area.

vi. Covered Storage or Manufacturing Areas - Covered fueling operations, materials manufacturing and storage areas to prevent contact with storm water.

vii. Storm Water Reduction - Install vegetation on roofs of buildings within adjacent to the exposure area to detain and evapotranspirate runoff where precipitation falling on the roof is not exposed to contaminants, to minimize storm water runoff; capture storm water in devices that minimize the amount of storm water runoff and use this water as appropriate based on quality.

Using storm water management practices in combination is more effective than using storm water management practices in isolation for minimizing pollutants in your stormwater discharge

6. Sediment and Erosion Prevention - The plan shall identify areas which due to topography, activities, or other factors, have a high potential for significant soil erosion. The plan shall describe measures to limit erosion.

7. Employee Training - Employee training programs shall inform personnel at all levels of responsibility of the components and goals of the storm water pollution control plan. Training should address topics such as spill response, good housekeeping and material management practices. The plan shall identify periodic dates for such training.

8. Inspection Procedures - Qualified plant personnel shall be identified to inspect designated equipment and plant areas. A tracking or follow-up procedure shall be used to ensure appropriate response has been taken in response to an inspection. Inspections and maintenance activities shall be documented and recorded.

G. Non-Storm Water Discharge - The plan shall include a certification that the discharge has been tested or evaluated for the presence of non-storm water discharge. The certification shall include a description of any test for the presence of non-storm water discharges, the methods used, the dates of the testing, and any onsite drainage points that were observed during the testing. Any facility that is unable to provide this certification must describe the procedure of any test conducted for the presence of non-storm water discharges, the test results, potential sources of non-storm water discharges to the storm sewer, and why adequate tests for such storm sewers were not feasible.

H. Quarterly Visual Observation of Discharges - The requirements and procedures of quarterly visual observations are applicable to all outfalls covered by this condition.

1. You must perform and document a quarterly visual observation of a storm water discharge associated with industrial activity from each outfall. The visual observation must be made during daylight hours. If no storm event resulted in runoff during daylight hours from the facility during a monitoring quarter, you are excused from the visual observations requirement for that quarter, provided you document in your records that no runoff occurred. You must sign and certify the document.

2. Your visual observation must be made on samples collected as soon as practical, but not to exceed 1 hour or when the runoff or snow melt begins discharging from your facility. All samples must be collected from a storm event discharge that is greater than 0.1 inch in magnitude and that occurs at least 72 hours from the previously measureable (greater than 0.1 inch rainfall) storm event. The observation must document: color, odor, clarity, floating solids, settled solids, suspended solids, foam, oil sheen, and other obvious indicators of storm water pollution. If visual observations indicate any unnatural color, odor, turbidity, floatable material, oil sheen or other indicators of storm water pollution, the permittee shall obtain a sample and monitor for the parameter or the list of pollutants in Part E.4.

Special Conditions

3. You must maintain your visual observation reports onsite with the SWPPP. The report must include the observation date and time, inspection personnel, nature of the discharge (i.e., runoff or snow melt), visual quality of the storm water discharge (including observations of color, odor, floating solids, settled solids, suspended solids, foam, oil sheen, and other obvious indicators of storm water pollution), and probable sources of any observed storm water contamination.

4. You may exercise a waiver of the visual observation requirement at a facility that is inactive or unstaffed, as long as there are no industrial materials or activities exposed to storm water. If you exercise this waiver, you must maintain a certification with your SWPPP stating that the site is inactive and unstaffed, and that there are no industrial materials or activities exposed to storm water.

5. Representative Outfalls - If your facility has two or more outfalls that you believe discharge substantially identical effluents, based on similarities of the industrial activities, significant materials, size of drainage areas, and storm water management practices occurring within the drainage areas of the outfalls, you may conduct visual observations of the discharge at just one of the outfalls and report that the results also apply to the substantially identical outfall(s).

6. The visual observation documentation shall be made available to the Agency and general public upon written request.

I. The permittee shall conduct an annual facility inspection to verify that all elements of the plan, including the site map, potential pollutant sources, and structural and non-structural controls to reduce pollutants in industrial storm water discharges are accurate. Observations that require a response and the appropriate response to the observation shall be retained as part of the plan. Records documenting significant observations made during the site inspection shall be submitted to the Agency in accordance with the reporting requirements of this permit.

J. This plan should briefly describe the appropriate elements of other program requirements, including Spill Prevention Control and Countermeasures (SPCC) plans required under Section 311 of the CWA and the regulations promulgated thereunder, and Best Management Programs under 40 CFR 125.100.

K. The plan is considered a report that shall be available to the public at any reasonable time upon request.

L. The plan shall include the signature and title of the person responsible for preparation of the plan and include the date of initial preparation and each amendment thereto.

M. Facilities which discharge storm water associated with industrial activity to municipal separate storm sewers may also be subject to additional requirement imposed by the operator of the municipal system

Construction Authorization

Authorization is hereby granted to construct treatment works and related equipment that may be required by the Storm Water Pollution Prevention Plan developed pursuant to this permit.

This Authorization is issued subject to the following condition(s).

N. If any statement or representation is found to be incorrect, this authorization may be revoked and the permittee there upon waives all rights thereunder.

O. The issuance of this authorization (a) does not release the permittee from any liability for damage to persons or property caused by or resulting from the installation, maintenance or operation of the proposed facilities; (b) does not take into consideration the structural stability of any units or part of this project; and (c) does not release the permittee from compliance with other applicable statutes of the State of Illinois, or other applicable local law, regulations or ordinances.

P. Plans and specifications of all treatment equipment being included as part of the stormwater management practice shall be included in the SWPPP.

Q. Construction activities which result from treatment equipment installation, including clearing, grading and excavation activities which result in the disturbance of one acre or more of land area, are not covered by this authorization. The permittee shall contact the IEPA regarding the required permit(s).

REPORTING

R. The facility shall submit an electronic copy of the annual inspection report to the Illinois Environmental Protection Agency. The report shall include results of the annual facility inspection which is required by Part I of this condition. The report shall also include documentation of any event (spill, treatment unit malfunction, etc.) which would require an inspection, results of the inspection, and any subsequent corrective maintenance activity. The report shall be completed and signed by the authorized facility employee(s) who conducted the inspection(s). The annual inspection report is considered a public document that shall be available at any reasonable time upon request.

Special Conditions

S. The first report shall contain information gathered during the one year time period ending August 5 of each year, and shall be submitted to IEPA by October 4. Each subsequent report shall contain the previous year's information and shall be submitted no later than one year after the previous year's report was due.

T. If the facility performs inspections more frequently than required by this permit, the results shall be included as additional information in the annual report.

U. The permittee shall retain the annual inspection report on file at least 3 years. This period may be extended by request of the Illinois Environmental Protection Agency at any time.

Annual inspection reports shall be mailed to the following address:

Illinois Environmental Protection Agency
Bureau of Water
Compliance Assurance Section
Annual Inspection Report
1021 North Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62794-9276

V. The permittee shall notify any regulated small municipal separate storm sewer owner (MS4 Community) that they maintain coverage under an individual NPDES permit. The permittee shall submit any SWPPP or any annual inspection to the MS4 community upon request by the MS4 community.

CORRECTIVE ACTIONS

W. Conditions Requiring Review and Revision to Eliminate Problem

If any of the following conditions occur, you must review and revise the selection, design, installation, and implementation of your stormwater management controls listed under Part F to ensure that the condition is eliminated and will not be repeated in the future:

- an unauthorized release or discharge (e.g., spill, leak, or discharge of non-stormwater not authorized by this or another NPDES permit) occurs at your facility;

- a discharge violates a numeric effluent limit;

- you become aware, or EPA determines, that your stormwater management controls are not stringent enough for the discharge to meet applicable water quality standards;

- an inspection or evaluation of your facility by an EPA official, or local, State, or Tribal entity, determines that modifications to the stormwater management controls are necessary to meet the non-numeric effluent limits in this permit; or

- you find in your routine facility inspection, quarterly visual assessment, or comprehensive site inspection that your stormwater management controls are not being properly operated and maintained.

X. Conditions Requiring Review to Determine if Modifications Are Necessary

If any of the following conditions occur, you must review the selection, design, installation, and implementation of your stormwater management controls to determine if modifications are necessary to meet the effluent limits in this permit:

- construction or a change in design, operation, or maintenance at your facility significantly changes the nature of pollutants discharged in stormwater from your facility, or significantly increases the quantity of pollutants discharged; or

- the average of 4 quarterly sampling results exceeds an applicable benchmark. If less than 4 benchmark samples have been taken, but the results are such that an exceedence of the 4 quarter average is mathematically certain (i.e., if the sum of quarterly sample results to date is more than 4 times the benchmark level) this is considered a benchmark exceedence, triggering this review.

Y. Corrective Action Deadlines

You must document your discovery of any of the conditions listed in Parts W and X within 24 hours of making such discovery. Subsequently, within 14 days of such discovery, you must document any corrective action(s) to be taken to eliminate or further investigate the deficiency, or if no corrective action is needed, the basis for that determination. Specific documentation required within 24 hours and 14 days is detailed in Part Z. If you determine that changes are necessary following your review, any modifications to your stormwater management controls must be made before the next storm event if possible, or as soon as practicable following that storm event. These time intervals are not grace periods, but are schedules considered reasonable for documenting your findings and

for making repairs and improvements. They are included in this permit to ensure that the conditions prompting the need for these repairs and improvements are not allowed to persist indefinitely.

Z. Corrective Action Report

Within 24 hours of discovery of any condition listed in Parts W and X, you must document the following information:

- Identification of the condition triggering the need for corrective action review;
- Description of the problem identified; and
- Date the problem was identified.

Within 14 days of discovery of any condition listed in Parts W and X, you must document the following information:

- Summary of corrective action taken or to be taken (or, for triggering events identified in Part X where you determine that corrective action is not necessary, the basis for this determination);
- Notice of whether SWPPP modifications are required as a result of this discovery or corrective action;
- Date corrective action initiated; and
- Date corrective action completed or expected to be completed.

You must submit this documentation in an annual report and retain a copy onsite with your SWPPP.

SPECIAL CONDITION 16. The pH shall be in the range 6.5 to 9.0 at outfall 003. The monthly minimum and monthly maximum values shall be reported on the DMR form.

SPECIAL CONDITION 17. 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 and discharged through outfalls 001, 002 or 003 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 18. The Agency has reviewed a mixing zone delineation study conducted by the permittee on the Mississippi River in the vicinity of this effluent outfall dated October, 2007. From the results of that study and the Agency's own modeling, it is recognized that adequate mixing exists in compliance with 35 Ill. Adm. Code 302.102 for the following parameters: pH, ammonia, phenols, chloride, chromium (Hexavalent), sulfate, nickel, temperature, fecal coliform and available cyanide. Of these parameters, a zone of initial dilution is recognized for acute whole effluent toxicity, hexavalent chromium, ammonia, nickel, and available cyanide. The limits given for these parameters were established to result in compliance with the water quality standards of 35 Ill. Adm. Code Part 302 outside of these mixing zones and zones of initial dilution. All parameters known to be present in this effluent at levels above water quality standards are listed above.

SPECIAL CONDITION 19. For those months when there is a discharge from both outfalls 001 and 002, the monthly average and daily maximum concentration and load limits listed on page 2 of this permit shall apply to the combination of results from both outfalls 001 and 002. For the purpose of determining compliance with this special condition, the Permittee shall follow its normal sampling schedule for each outfall. During those months, sample results for both outfalls including flow, concentration, and load for each parameter, as well as the total loading calculations for both outfalls, shall be submitted as an attachment to the DMR.

SPECIAL CONDITION 20. The permittee shall monitor and sample at outfall 002 at times when the polishing lagoons are physically bypassed, either by pump-around of the lagoons or by other means of discharging from the clarifiers directly to the river. The polishing lagoons may only be physically bypassed during lagoon maintenance or when there is an unplanned event beyond the permittee's control. When the lagoons are physically bypassed, the permittee shall indicate the day(s) of the month the lagoons are bypassed and the reason(s) for bypass, on an attachment to the monthly DMR's.

SPECIAL CONDITION 21. Waters referred to as Smith Lake meets the definitions of Waters per 35 Ill. Adm. Code 301.440 and Waters of the U.S. per 40 CFR 122.2 and any discharges to such water must be covered under an NPDES permit unless the discharger submits adequate documentation that Smith Lake is a waste treatment system designed to meet the requirements of the Clean Water Act and obtains a State Operating Permit to operate said waste treatment system. A completed Form 2F shall be submitted to the Agency within 180 days of the issue date of this permit for all discharges of stormwater to waters referred to as Smith Lake.

Special Conditions

SPECIAL CONDITION 22. The storm water retention area that discharges to outfall 003 shall not be used for the purposes of spill containment.

In the event the permittee incurs a tank dike overflow which results in a discharge to the above indicated southwest property storm water retention area, the permittee shall implement measures to prevent this area from discharging to outfall 003, if possible.

The permittee shall also submit to this Agency a comprehensive mitigation plan if a tank dike overflow occurs which results in a discharge to the southwest property storm water retention area. This plan shall provide documentation that immediate clean-up has commenced, documentation of any spills to that area that have occurred and materials spilled since the effective date of this permit, and the date in which the Permittee expects clean-up to be completed. This plan shall be submitted to this Agency within 90 days of the date of the tank dike overflow.

The Permittee shall notify the Agency in writing after clean-up has been completed. This notification shall include documentation that the above referenced mitigation plan has accomplished clean-up. This notification shall be submitted to the Permit Section at the address indicated in Special Condition 5.

In the event the Permittee incurs a tank dike overflow which results in a discharge to the previously referenced stormwater retention area, the Permittee shall sample for pH, oil and grease and TOC on a daily basis when discharging until clean-up has been completed. At such time clean-up has been completed, the sample frequency for these parameters at outfall 003 shall be monthly when discharging. The date in which clean-up has been completed shall be indicated on the DMR form for the month in which clean-up was completed.

The permit may be modified as a result of these analyses to include sampling requirements and limitations for additional parameters at outfall 003 and include the appropriate sampling frequencies. Modifications under this Special Condition shall follow public notice and opportunity for hearing.

SPECIAL CONDITION 23. The Permittee may use dyes on an as needed basis to aid in diagnosing sewer or other equipment problems, or for equipment hydrostatic testing. Dyes may also be present in hydrotreating waters received from off-property sources. The Permittee shall take reasonable precautions to minimize any impact of dyes on the color of the discharges (at outfall 001 and 002) which may result from such use of dyes, which shall be below obvious levels.

SPECIAL CONDITION 24. The Permittee shall monitor and report concentrations (in mg/l) of the following listed parameters in March, June, September and December. The sample shall be a 24-hour effluent composite except as otherwise specifically provided below and the results shall be submitted as an attachment to the April, July, October and January DMR's. The parameters to be sampled are:

STORET CODE	PARAMETER	Minimum detection limit
01002	Arsenic	0.001 mg/l
01007	Barium	0.5 mg/l
01027	Cadmium	0.003 mg/l
01042	Copper	0.005 mg/l
00718	Cyanide (grab) (available)	5.0 µg/l
01045	Iron (total)	0.5 mg/l
01046	Iron (dissolved, lab filtered)	0.5 mg/l
01051	Lead	0.05 mg/l
01055	Manganese	0.5 mg/l
01067	Nickel	0.005 mg/l
01147	Selenium	0.005 mg/l
01077	Silver (total)	0.003 mg/l
01087	Vanadium	0.008 mg/l
01092	Zinc	0.050 mg/l
01022	Boron	5.0 µg/l
00945	Sulfate	10.0 mg/l
00600	Nitrogen	0.5 mg/l

Unless otherwise indicated, concentrations refer to the total amount of the constituent present in all phases, whether solid, suspended or dissolved, elemental or combined, including all oxidation states.

SPECIAL CONDITION 25. All wastewater sampling for mercury shall be in accordance with USEPA Method 1631E and the digestion procedure described in Section 11.1.1.2 of 1631E.

SPECIAL CONDITION 26. The daily maximum fecal coliform count shall not exceed 400 per 100 ml.

SPECIAL CONDITION 27.

Special Conditions

Schedule of Compliance with Mercury Effluent Limitations

Project Description: Permittee shall achieve compliance with the effluent limitations for Mercury in three phases. In Phase I Permittee shall sample and analyze potential sources of wastewater mercury at the refinery, and/or incoming crudes. Permittee may also perform modeling to identify mercury disposition and partitioning in process and wastewater streams. In Phase II Permittee shall identify additional technology if necessary to comply with the annual average mercury concentration and load limits listed on pages two and three of this permit. In Phase III Permittee shall design and implement the selected technology. Operation level must be obtained by the completion date of Phase III. If no technology is identified which would allow Permittee to comply with the limit, the Permittee may apply to the Illinois Pollution Control Board for an adjusted standard or a site specific rule change.

Unless a site specific rule change has been granted, the Permittee shall achieve compliance with the annual average Mercury limits as specified in this permit for discharge numbers 001 and 002 by completion of the project described above in accordance with the following compliance schedule:

	ITEM	COMPLETION DATE
1.	Phase I Progress Report	Completed
2.	Phase I Progress Report	Completed
3.	Phase I and II Progress Reports	Completed
4.	Final Phase I Report	Completed
5.	Phase II Progress Report	Completed
6.	Phase II Pilot Plant Progress Report	February 5, 2012
7.	Final Phase II Report and Phase III Progress Report	August 5, 2012
8.	Phase III Progress Report	February 5, 2013
9.	Phase III Progress Report	August 5, 2013
10.	Final Phase III Report and Operational Level must be Obtained	February 5, 2014

Progress reports shall be submitted to the Agency every six months until the operational level has been obtained.

Reporting

The permittee shall submit a report no later than fourteen (14) days following the completion dates indicated for each numbered item in the compliance schedule, indicating, a) the date the item was completed, or b) that the item was not completed. All reports shall be submitted to IEPA and USEPA at the following addresses:

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

ATTENTION: Compliance Assurance Section

United States Environmental Protection Agency
Region V
Water Division
230 South Dearborn Street
Chicago, Illinois 60604

ATTENTION: Compliance Section

SPECIAL CONDITION 28.

Schedule of Compliance with Fecal Coliform Effluent Limitations

Project Description: Permittee shall achieve compliance with the effluent limitations for fecal coliform in two phases. In Phase I Permittee shall evaluate alternative technologies and decide upon an appropriate technology. A State Construction Permit shall be applied for on or before August 5, 2012 if required by Title 35 Ill. Adm. Code Part 309. In Phase II Permittee shall construct and obtain operational level to comply with the effluent limit for fecal coliform. The Permittee may apply to the Illinois Pollution Control Board for an adjusted standard or a site specific rule change.

Unless a site specific rule change has been granted, the Permittee shall achieve compliance with the effluent limit for fecal coliform as specified in this permit for discharge numbers 001 and 002 by completion of the project described above in accordance with the following compliance schedule:

	ITEM	COMPLETION DATE
1.	Initial Progress Report	February 5, 2012
2.	Final Phase I Report including conclusions	August 5, 2012

Special Conditions

3.	Preliminary Phase II Report	February 5, 2013
4.	Intermediate Phase II Report	August 5, 2013
5.	Final Phase II Report and Compliance	February 5, 2014

Progress reports shall be submitted to the Agency every six months until the operational level has been obtained.

Monitoring of the effluent for fecal coliform is required as specified on pages 2 and 3 of the permit from the effective date of the permit.

Reporting

The permittee shall submit a report no later than fourteen (14) days following the completion dates indicated for each numbered item in the compliance schedule, indicating, a) the date the item was completed, or b) that the item was not completed. All reports shall be submitted to IEPA and USEPA at the addresses listed in Special Condition 27.

SPECIAL CONDITION 29. The Aquathol and Hydrothol products presented in the permit application may be applied when algae blooms threaten the clarity of the lagoon that discharges to outfall 001, or the clarity of the stormwater retention area that discharges to outfall 003. These products shall not be applied at rates that would cause violations of water quality standards in 35 Ill. Adm. Code, Part 302.

Attachment H

Standard Conditions

Definitions

Act means the Illinois Environmental Protection Act, 415 ILCS 5 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 Pub. L 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 imposing 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.

Aliquot 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 requirements.

(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 conditions of this permit. Proper operation and maintenance includes effective 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 and 40 CFR 122.63. 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 or USEPA (including an authorized contractor acting as a representative of the Agency or USEPA), 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. Records related to the permittee's sewage sludge use and disposal activities shall be retained for a period of at least five years (or longer as required by 40 CFR Part 503). This period may be extended by request of the Agency or USEPA 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.

(d) **Certification.** Any person signing a document under paragraph (a) or (b) of this section shall make the following certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations.

(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.

Notice is required when:

(1) The alteration or addition to a permitted facility may meet one of the criteria for determining whether a facility is a new source pursuant to 40 CFR 122.29 (b); or

(2) The alteration or addition could significantly change the nature or increase the quantity of pollutants discharged. This notification applies to pollutants which are subject neither to effluent limitations in the permit, nor to notification requirements pursuant to 40 CFR 122.42 (a)(1).

(3) The alteration or addition results in a significant change in the permittee's sludge use or disposal practices, and such alteration, addition, or change may justify the application of permit conditions that are different from or absent in the existing permit, including notification of additional use or disposal sites not reported during the permit application process or not reported pursuant to an approved land application plan.

(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) **Transfers.** This permit is not transferable to any person except after notice to the Agency.

(d) **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.

(e) **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.

(f) **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 time; 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 reoccurrence 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) Any upset which exceeds any effluent limitation in the permit.

(3) Violation of a maximum daily discharge limitation for any of the pollutants listed by the Agency in the permit or any pollutant which may endanger health or the environment.

The Agency may waive the written report on a case-by-case basis if the oral report has been received within 24-hours.

(g) **Other noncompliance.** The permittee shall report all instances of noncompliance not reported under paragraphs (12) (d), (e), or (f), at the time monitoring reports are submitted. The reports shall contain the information listed in paragraph (12) (f).

(h) **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) **Bypass.**

(a) Definitions.

(1) Bypass means the intentional diversion of waste streams from any portion of a treatment facility.

(2) Severe property damage means substantial physical damage to property, damage to the treatment facilities which causes them to become inoperable, or substantial and permanent loss of natural resources which can reasonably be expected to occur in the absence of a bypass. Severe property damage does not mean economic loss caused by delays in production.

(b) Bypass not exceeding limitations. The permittee may allow any bypass to occur which does not cause effluent limitations to be exceeded, but only if it also is for essential maintenance to assure efficient operation. These bypasses are not subject to the provisions of paragraphs (13)(c) and (13)(d).

(c) Notice.

(1) Anticipated bypass. If the permittee knows in advance of the need for a bypass, it shall submit prior notice, if possible at least ten days before the date of the bypass.

(2) Unanticipated bypass. The permittee shall submit notice of an unanticipated bypass as required in paragraph (12)(f) (24-hour notice).

(d) Prohibition of bypass.

(1) Bypass is prohibited, and the Agency may take enforcement action against a permittee for bypass, unless:

(i) Bypass was unavoidable to prevent loss of life, personal injury, or severe property damage;

(ii) There were no feasible alternatives to the bypass, such as the use of auxiliary treatment facilities, retention of untreated wastes, or maintenance during normal periods of equipment downtime. This condition is not satisfied if adequate back-up equipment should have been installed in the exercise of reasonable engineering judgment to prevent a bypass which occurred during normal periods of equipment downtime or preventive maintenance; and

(iii) The permittee submitted notices as required under paragraph (13)(c).

(2) The Agency may approve an anticipated bypass, after considering its adverse effects, if the Agency determines that it will meet the three conditions listed above in paragraph (13)(d)(1).

(14) **Upset.**

(a) Definition. Upset means an exceptional incident in which there is unintentional and temporary noncompliance with technology based permit effluent limitations because of factors beyond the reasonable control of the permittee. An upset does not include noncompliance to the extent caused by operational error, improperly designed treatment facilities, inadequate treatment facilities, lack of preventive maintenance, or careless or improper operation.

(b) Effect of an upset. An upset constitutes an affirmative defense to an action brought for noncompliance with such technology based permit effluent limitations if the requirements of paragraph (14)(c) are met. No determination made during administrative review of claims that noncompliance was caused by upset, and before an action for noncompliance, is final administrative action subject to judicial review.

(c) Conditions necessary for a demonstration of upset. A permittee who wishes to establish the affirmative defense of upset shall demonstrate, through properly signed, contemporaneous operating logs, or other relevant evidence that:

(1) An upset occurred and that the permittee can identify the cause(s) of the upset;

(2) The permitted facility was at the time being properly operated; and

(3) The permittee submitted notice of the upset as required in paragraph (12)(f)(2) (24-hour notice).

(4) The permittee complied with any remedial measures required under paragraph (4).

(d) Burden of proof. In any enforcement proceeding the permittee seeking to establish the occurrence of an upset has the burden of proof.

(15) **Transfer of permits.** Permits may be transferred by modification or automatic transfer as described below:

(a) Transfers by modification. Except as provided in paragraph (b), a permit may be transferred by the permittee to a new owner or operator only if the permit has been modified or revoked and reissued pursuant to 40 CFR 122.62 (b) (2), or a minor modification made pursuant to 40 CFR 122.63 (d), to identify the new permittee and incorporate such other requirements as may be necessary under the Clean Water Act.

(b) Automatic transfers. As an alternative to transfers under paragraph (a), any NPDES permit may be automatically

transferred to a new permittee if:

(1) The current permittee notifies the Agency at least 30 days in advance of the proposed transfer date;

(2) The notice includes a written agreement between the existing and new permittees containing a specified date for transfer of permit responsibility, coverage and liability between the existing and new permittees; and

(3) 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.

(16) 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 acrolein 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.

(17) 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.

(18) 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:

(a) User charges pursuant to Section 204 (b) of the Clean Water Act, and applicable regulations appearing in 40 CFR 35;

(b) Toxic pollutant effluent standards and pretreatment standards pursuant to Section 307 of the Clean Water Act; and

(c) Inspection, monitoring and entry pursuant to Section 308 of the Clean Water Act.

(19) 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 reissued to conform to that effluent standard or limitation.

(20) 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.

(21) 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.

(22) 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 $25,000 per day of such violation. Any person who willfully or negligently violates permit conditions implementing Sections 301, 302, 306, 307, 308, 318 or 405 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.
Additional penalties for violating these sections of the Clean Water Act are identified in 40 CFR 122.41 (a)(2) and (3).

(23) The Clean Water Act provides that any person who falsifies, tampers with, or knowingly renders inaccurate any monitoring device or method required to be maintained under this permit shall, upon conviction, be punished by a fine of not more than $10,000, or by imprisonment for not more than 2 years, or both. If a conviction of a person is for a violation committed after a first conviction of such person under this paragraph, punishment is a fine of not more than $20,000 per day of violation, or by imprisonment of not more than 4 years, or both.

(24) 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 this permit, 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.

(25) Collected screening, slurries, 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.

(26) In case of conflict between these standard conditions and any other condition(s) included in this permit, the other condition(s) shall govern.

(27) 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 or any court with jurisdiction.

(28) 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.

Exhibit B

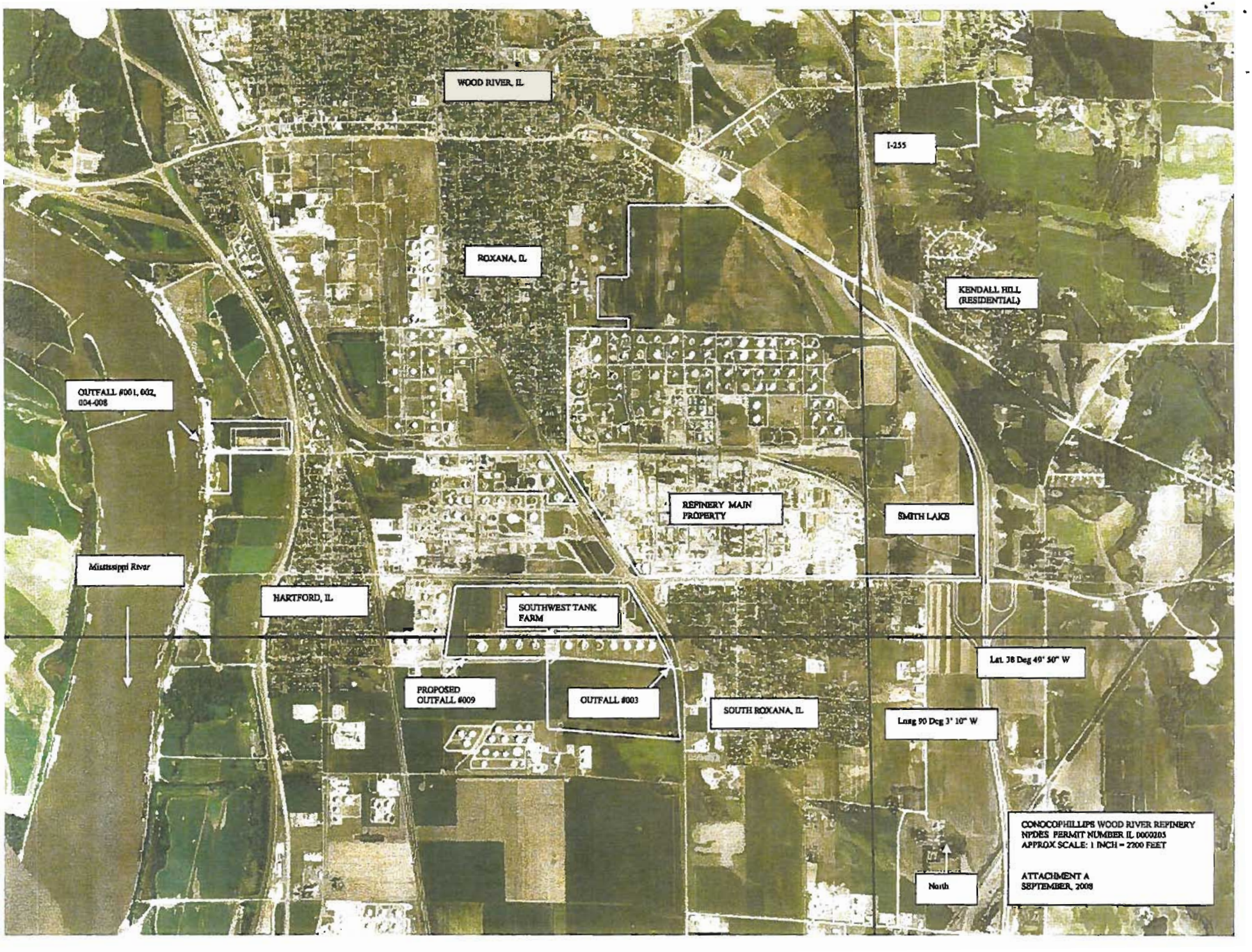
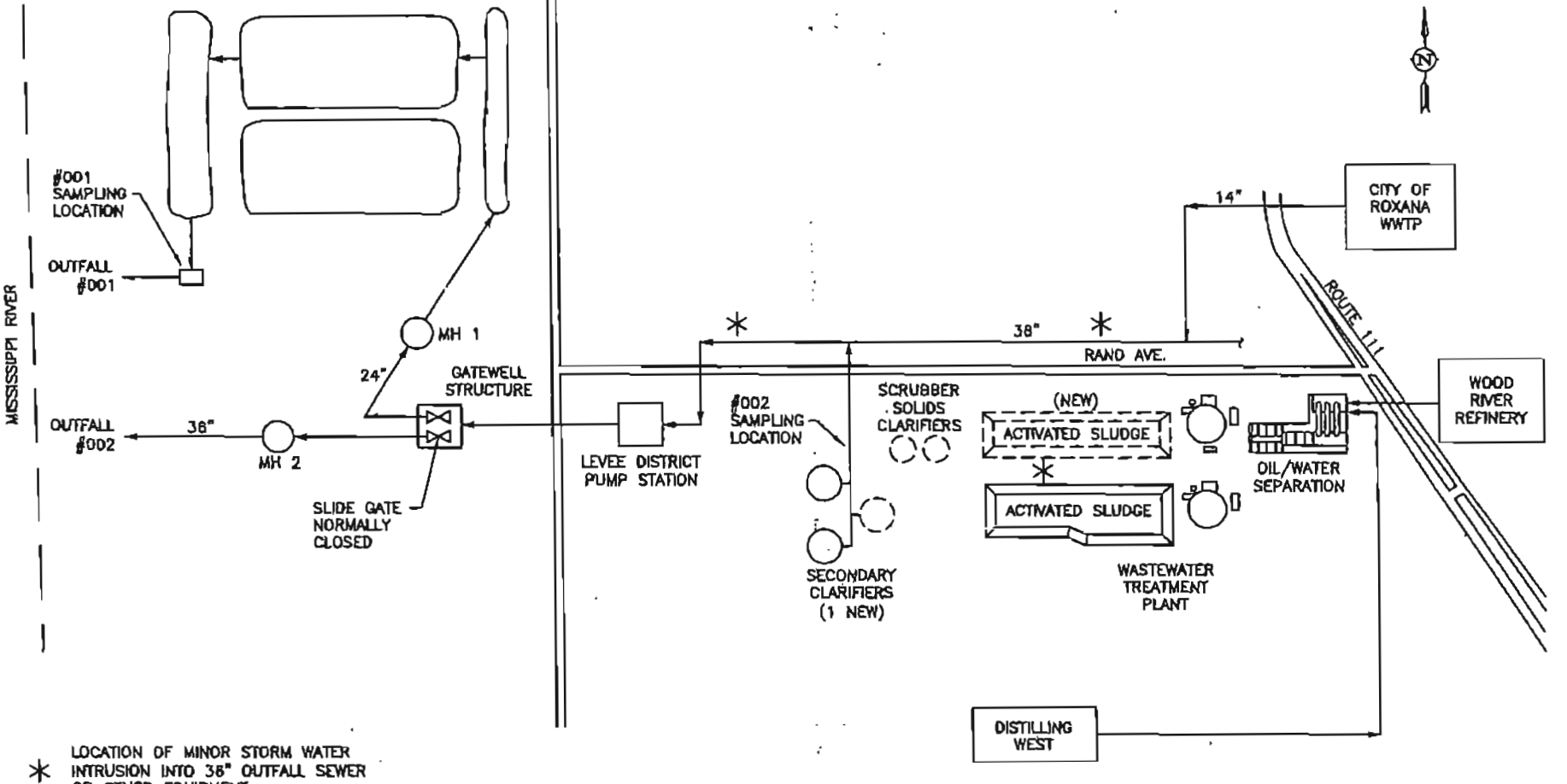

WOOD RIVER, IL
I-255
ROXANA, IL
KENDALL HILL (RESIDENTIAL)
OUTFALL #001, 002, 004-008
REFINERY MAIN PROPERTY
SMITH LAKE
Mississippi River
HARTFORD, IL
SOUTHWEST TANK FARM
Lat. 38 Deg 49' 50" W
PROPOSED OUTFALL #009
OUTFALL #003
SOUTH ROXANA, IL
Long 90 Deg 3' 10" W
North
CONOCOPHILLIPS WOOD RIVER REFINERY
NPDES PERMIT NUMBER IL 0000203
APPROX SCALE: 1 INCH = 2200 FEET
ATTACHMENT A
SEPTEMBER, 2008

Exhibit C

Attachment C(a)



CAD DRAWING-DO NOT REVISE MANUALLY							FINAL APP.	
ACCT.NO.	DATE	REVISION	NO.	DR.	CK	APP	ELEC SIGN	HAND SIGN
	5/8/83	ORIGINAL	0	JBJ			JDR	
	4/18/86	ADDED NOTE & CLARIFIER	1	CMG			JDR	
	2/27/88	UPDATED CLARIFIERS	2	CMO			JDR	
	4/24/88	ADDED NOTE	3	CMO			JDR	

WOOD RIVER, *Wood River Refinery* ILLINOIS

WASTEWATER TREATMENT PLANT LAYOUT

DEPT.	REF GEN	CAT.	ENVIRONMENTAL
UNIT	REFINERY GENERAL	TYPE	OTHER DRAWINGS

MASTER DRAWING YES/NO: NO

PLOT SCALE: 1=1

SCALE: NONE

SHEET 1 OF 1 REV.

SK 10576 3

FORM8.DWG REVISED 10/11/91

MICROFILM | REV.NO. | DATE | INITIAL |

ADD DEPTS

ADD UNITS

EQUIPMENT ID NUMBERS

Exhibit D

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY

1021 NORTH GRAND AVENUE EAST, P.O. BOX 19276, SPRINGFIELD, ILLINOIS 62794-9276, 217-782-3397
JAMES R. THOMPSON CENTER, 100 WEST RANDOLPH, SUITE 11-300, CHICAGO, IL 60601, 312-814-6026

ROD R. BLAGOJEVICH, GOVERNOR RENEE CIPRIANO, DIRECTOR

217/782-0610

April 14, 2004

RECEIVED
APR 19 2004
By

ConocoPhillips Wood River Refinery
P.O. Box 76
Roxana, Illinois 62084

Re: ConocoPhillips Wood River Refinery
NPDES Permit No. IL0000205
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 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 Fred Rosenblum at the telephone number indicated above.

Sincerely,

Alan Keller/gg

Alan Keller, P.E.
Manager, Permit Section
Division of Water Pollution Control

SAK:BAK:FLR:02073103.bah

Attachment: Final Permit

cc: Records
Compliance Assurance Section
Collinsville Region
SIMAPC
Missouri
U.S. EPA

NPDES Permit No. IL0000205

Illinois Environmental Protection Agency

Division of Water Pollution Control

1021 North Grand Avenue East

P.O. Box 19276

Springfield, Illinois 62794-9276

NATIONAL POLLUTANT DISCHARGE ELIMINATION SYSTEM

Reissued (NPDES) Permit

Expiration Date: March 31, 2009

Issue Date: April 14, 2004
Effective Date: April 14, 2004

Name and Address of Permittee:

ConocoPhillips Wood River Refinery
Post Office Box 76
Roxana, Illinois 62084

Facility Name and Address:

ConocoPhillips Wood River Refinery
900 South Central Avenue
Roxana, Illinois 62084
(Madison County)

Discharge Number and Name:	Receiving Waters
001 Treated process, sanitary and stormwater, including effluent from Roxana STP and Air Liquide	Mississippi River
002 Treated process, sanitary and stormwater, including effluent from Air Liquide	Mississippi River
003 Stormwater runoff from southwest property	Unnamed ditch tributary to Grassy Lake tributary to Cahokia Canal Mississippi River
004 Stormwater runoff from north drainage ditch (docks area)	Mississippi River
005 Stormwater runoff from east drainage ditch (docks area)	Mississippi River
006 Stormwater runoff from north drainage ditch (docks area)	Mississippi River
007 Stormwater runoff from south drainage ditch (docks area)	Mississippi River
008 Stormwater runoff from southwest paved road (docks area)	Mississippi River

In compliance with the provisions of the Illinois Environmental Protection Act, Title 35 of Ill. Adm. Code, Subtitle C and/or Subtitle D, Chapte 1, and the Clean Water Act (CWA), the above-named permittee is hereby authorized to discharge at the above location to the above-name 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 expi date, the permittee shall submit the proper application as required by the Illinois Environmental Protection Agency (IEPA) not lat 180 days prior to the expiration date.

Alan Keller

Alan Keller, P.E.
Manager, Permit Section
Division of Water Pollution Control

SAK:BAK:FLR:02073103.bah

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day 30 DAY AVG.	LOAD LIMITS lbs/day DAILY MAX.	CONCENTRATION LIMITS mg/l 30 DAY AVG.	CONCENTRATION LIMITS mg/l DAILY MAX.	SAMPLE FREQUENCY	SAMPLE TYPE
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****					
Flow (MGD)	See Special Condition 8				Daily	Continuous
pH	See Special Condition 1				2/week	Grab
Temperature	See Special Condition 2				2/week	Grab
BOD_5*****	1249	4,761	20	40	2/month	Composite
Total Suspended Solids (TSS)*****	2452	4085***	25	50	2/month	Composite
COD******	20980	40968			1/month	Composite
Oil and Grease*****	867.1***	1626***	15	30	2/month	Composite*
Phenols*****	16.69***	40.11***	0.3	0.6	1/month	Composite
Ammonia (as N)*****	1635	3600			1/month	Composite
Sulfides*****	15.72	35.23			2/month	Composite
Chromium (Total)*****	18.59***	53.48***	1.0	2.0	2/month	Composite
Chromium (Hexavalent)*****	1.53***	3.42***	0.1	0.2	2/month	Composite** (12-Hour)

*See Special Condition 3.
**See Special Condition 4.
***See Special Condition 11.
****The limits and monitoring/reporting requirements on this page apply to outfall 001 only during months when there is a discharge from outfall 001 and not outfall 002. See Special Conditions 5, 19, 20, 24, and 30.
*****See Special Condition 27.
******See Special Conditions 11 and 27.

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day 30 DAY AVG.	LOAD LIMITS lbs/day DAILY MAX.	CONCENTRATION LIMITS mg/l 30 DAY AVG.	CONCENTRATION LIMITS mg/l DAILY MAX.	SAMPLE FREQUENCY	SAMPLE TYPE
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): 002****						
Flow (MGD)	See Special Condition 8				Daily	Continuous
pH	See Special Condition 1				2/week	Grab
Temperature	See Special Condition 2				2/week	Grab
BOD_5	1208	4552	20	40	2/week	Composite
Total Suspended Solids (TSS)	2388	3743***	25	50	2/week	Composite
COD***	20821	40190			2/week	Composite
Oil and Grease	867.1***	1626***	15	30	1/week	Composite*
Phenols	16.69***	40.11***	0.3	0.6	2/week	Composite
Ammonia (as N)	1626	3579			2/week	Composite
Sulfides	15.72	35.23			2/week	Composite
Chromium (Total)	18.59***	53.48***	1.0	2.0	2/week	Composite
Chromium (Hexavalent)	1.53***	3.42***	0.1	0.2	2/week	Composite** (12-Hour)

*See Special Condition 3.
**See Special Condition 4.
***See Special Condition 11.
****The limits and monitoring/reporting requirements on this page apply to outfall 002 only during months when there is a discharge from outfall 002 and not outfall 001. See Special Conditions 5, 20, 23, 24, and 30.

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day 30 DAY AVG.	LOAD LIMITS lbs/day DAILY MAX.	CONCENTRATION LIMITS mg/l 30 DAY AVG.	CONCENTRATION LIMITS mg/l DAILY MAX.	SAMPLE FREQUENCY	SAMPLE TYPE
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*****/002******						
Flow (MGD)	See Special Condition 8				Daily	Continuous
pH	See Special Condition 1				2/week	Grab
Temperature	See Special Condition 2				2/week	Grab
BOD_5*****	1249	4761	20	40	2/month*****	Composite
Total Suspended Solids (TSS)*****	2452	4085****	25	50	2/month*****	Composite
COD*******	20980	40968			1/month*****	Composite
Oil and Grease*****	867.1****	1626****	15	30	2/month*****	Composite*
Phenols*****	16.69****	40.11****	0.3	0.6	1/month*****	Composite
Ammonia (as N)*****	1635	3600			1/month*****	Composite
Sulfides*****	15.72	35.23			2/month*****	Composite
Chromium (Total)*****	18.59****	53.48****	1.0	2.0	2/month*****	Composite
Chromium (Hexavalent)*****	1.53****	3.42****	0.1	0.2	2/month*****	Composite** (12-Hour)

*See Special Condition 3.
**See Special Condition 4.
***See Special Condition 11.
*****The sample frequency for BOD_5, TSS, Sulfides, Chromium (Total), and Chromium (Hexavalent) shall be 2/month at outfall 001 and 2/week at outfall 002, during months when there is a discharge from both outfalls 001 and 002; the sample frequency for Oil & Grease shall be 2/months at outfall 001 and 1/week at outfall 002, during months when there is a discharge from both outfalls 001 and 002; and the sample frequency for COD, Phenols and Ammonia (as N) shall be 1/month at outfall 001 and 2/week at outfall 002, during months when there is a discharge from both outfalls 001 and 002. The other parameters shall be sampled at the indicated frequency at outfall 001 and 002. See Special Condition 27.
******The limits and monitoring/reporting requirements on this page apply to outfall 001/002 only during months when there is a discharge from both outfalls 001 and 002. See Special Conditions 5, 19, 20, 21, 23, 24, and 30.
*******See Special Conditions 11 and 27.

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

PARAMETER	LOAD LIMITS lbs/day 30 DAY AVG.	LOAD LIMITS lbs/day DAILY MAX.	CONCENTRATION LIMITS mg/l 30 DAY AVG.	CONCENTRATION LIMITS mg/l DAILY MAX.	SAMPLE FREQUENCY	SAMPLE TYPE
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*						
pH	See Special Conditions 18, 25, and 26				1/Month***	Grab
Oil & Grease**				15	1/month***	Grab
TOC**				110	1/month***	Grab

*See Special Conditions 9, 20, 25, 26, and 29.
**See Special Conditions 10, 25, and 26.
***If discharge occurs during normal sampling period (see Special Condition 29). If no discharge occurs during the normal sampling period, indicate this on the DMR forms.

Outfalls: 004*, 005*, 006*, 007*, and 008*

*See Special Conditions 9 and 17.

Special Conditions

SPECIAL CONDITION 1. The pH shall be in the range 6.0 to 9.0 at outfalls 001 and 002. The monthly minimum and monthly maximum values shall be reported on the DMR forms each month for outfall 001 and outfall 002. For months when the outfall 001 Discharge Monitoring Report (DMR) is used, the outfall 001 pH values shall be reported on the DMR and the outfall 002 pH values are to be reported as a footnote on the outfall 001 DMR; and for months when the outfall 002 DMR is used, the outfall 002 pH values shall be reported on the DMR, and the outfall 001 pH values will not be available for outfall 001 during those months. See Special Condition 21 for reporting the pH value during months when the 001/002 DMR is used. The pH 9 maximum limit may be exceeded at outfall 001 if the elevated pH level is caused entirely by algae in the treatment lagoon(s) that discharge to outfall 001.

SPECIAL CONDITION 2. Discharge of wastewater from this facility must not alone or in combination with other sources cause the receiving stream to violate the following thermal limitations at the edge of the mixing zone which is defined by Section 302.211, Illinois Administration Code, Title 35, Chapter 1, Subtitle C, as amended:

A. Maximum temperature rise above natural temperature must not exceed 5°F (2.8°C).

B. Water temperature at representative locations in the main river shall not exceed the maximum limits in the following table during more than one (1) percent of the hours in the 12-month period ending with any month. Moreover, at no time shall the water temperature at such locations exceed the maximum limits in the following table by more than 3°F (1.7°C). (Main river temperatures are temperatures of those portions of the river essentially similar to and following the same thermal regime as the temperatures of the main flow of the river.)

	JAN.	FEB.	MAR.	APR.	MAY	JUNE	JULY	AUG.	SEPT.	OCT.	NOV.	DEC.
°F	50	50	60	70	80	87	89	89	87	78	70	57
°C	10	10	16	21	27	31	32	32	31	26	21	14

The temperature shall be reported on the monthly DMR as a maximum value.

SPECIAL CONDITION 3. The composites for oil, fats, and greases shall consist of sample aliquots of approximately equal volume, a minimum of 100 milliliters, be collected at regular time intervals over a eight-hour period (three aliquots total). A single sample formed by combining all the aliquots, and the solvent rinse of the container, would then be analyzed. The results of the single analysis is then reported for oil, fats, and grease.

SPECIAL CONDITION 4. The composites for chromium (hexavalent) shall consist of sample aliquots of approximately equal volume, a minimum of 100 milliliters be collected at regular time intervals over a twelve-hour period (four aliquots minimum).

SPECIAL CONDITION 5.

A. Samples taken in compliance with the effluent monitoring requirements for outfall 001 and 002 shall be taken at a point representative of the discharge, but prior to entry into the receiving stream.

B. The Permittee shall monitor flow and sample at outfall 001 when there is a discharge at outfall 001 to the river and it is physically possible to monitor and sample at outfall 001.

The Permittee shall monitor flow and/or sample at outfall 002 at the clarifier effluent at times when outfall 001 is impossible to monitor and/or sample due to flood conditions, as follows:

1. Flow monitoring shall be conducted at outfall 002 when the river elevation exceeds a point 2 feet below the average liquid head above the weir crest.

2. Sampling shall be conducted at outfall 002 when the river is rising and the elevation exceeds a point 4 feet below the bottom of the sample house, or when the river is falling and the elevation exceeds a point 6 feet below the bottom of the sample house.

The Permittee shall provide markers at outfall 001 which indicate the above referenced elevations at which monitoring and sampling will be conducted at outfall 001 or conducted at outfall 002, for the purpose of determining compliance with this Special Condition. In the event the Permittee requires outfall or equipment changes which will result in the adjustment of these elevations, the Permittee shall notify the Agency in writing prior to making these changes.

Special Conditions

During the period while flow is being monitored at the outfall 002 flow monitoring point (the clarifier flow meters) but there is a discharge at outfall 001, only, the Permittee shall conduct sampling at outfall 001 and calculate the flow at outfall 001 by combining daily average flows from the Village of Roxana with the flow monitored at the outfall 002 flow monitoring point (the clarifier flow meters). This calculated flow at outfall 001 shall be used for the purposes of flow and mass reporting on the Discharge Monitoring Reports (DMR's).

Rapidly changing river elevations and response time of personnel to relocate the sampling equipment shall be taken into account when making a determination of whether the Permittee is in compliance with the above. If river elevations temporarily recede below the above indicated elevations after flow monitoring and/or sampling have been switched to outfall 002, the Permittee may elect not to return flow monitoring and/or sampling to outfall 001 if the Corps of Engineers river stage forecast (as measured at Lock and Dam 26 tailwater) predicts elevations greater than the above indicated elevations to recur any time within the next 5 days.

C. Samples taken in compliance with the effluent monitoring requirements for outfall 003 shall be taken at a point representative of the discharge, but prior to entry into the Grassy Lake Area.

SPECIAL CONDITION 6. The permittee shall promptly dredge the receiving waters whenever necessary to remove deposits or obstructions to the navigability of those waters which are found to be attributable to the permitted discharge. Prior to dredging, the permittee shall check with the appropriate Corps of Engineers District to insure compliance with Section 404 of the Clean Water Act.

SPECIAL CONDITION 7. 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
1021 North Grand Avenue East
P.O. Box 19276
Springfield, Illinois 62794-9276

Attention: Compliance Assurance Section

SPECIAL CONDITION 8. The flow shall be reported on the monthly DMR, in million gallons per day (MGD), as a monthly average and maximum value.

SPECIAL CONDITION 9. For the purpose of this permit the discharge from outfalls 003-008 are limited to stormwater, free from process and other wastewater discharges.

SPECIAL CONDITION 10. The permittee shall report the analytical results for TOC and oil and grease as the monthly average and the daily maximum.

SPECIAL CONDITION 11. The discharge credit, if necessary, for contaminated stormwater, as applied to discharges 001 and 002 shall be as follows:

Additional stormwater credit for the following parameters shall be based on quantity of storm flow taken through process treatment:

Parameter	Pounds Per 1000 Gallons of Stormwater Flow* 30 Day Average	Daily Maximum
TSS**		0.28
COD	1.5	3.0
Oil and Grease**	0.067	0.13
Phenols**	0.0014	0.0029
Chromium (Total)**	0.0018	0.0050
Chromium (Hexavalent)**	0.00023	0.00052

Dry Weather Flow: The average flow from the wastewater treatment facility for the last three consecutive zero precipitation days.

Special Conditions

Previously collected stormwater which is sent to process treatment during this period shall not be included in this computation.

*Stormwater Flows: The stormwater runoff which is treated in the wastewater treatment facility is that portion of flow greater than the dry weather flow. Measurement of contaminated stormwater from tank dike areas and previously collected may also be used in computing stormwater credit.

The stormwater credit does not allow the permittee to exceed the concentration limits contained in the effluent limitations and monitoring pages.

In computing monthly average permit limits to include stormwater credit, the mass credit calculated above shall be averaged along with process load limits over the 30 day period. Explanatory calculations and flow data shall be submitted with Discharge Monitoring Reports.

**The permittee shall not exceed the following load limits at any time during months when there is a discharge from outfall 001 and not outfall 002 and during months when there is a discharge from both outfalls 001 and 002:

Parameter	30 Day Average (Lbs/Day)	Daily Maximum (Lbs/Day)
TSS	2452	5951
Oil and Grease	937	3570
Phenols	18.74	71.4
Chromium (Total)	59.13	238
Chromium (Hexavalent)	5.91	23.8

**The permittee shall not exceed the following load limits at outfall 002 at any time during months when there is a discharge from outfall 002 and not outfall 001:

Parameter	30 Day Average (Lbs/Day)	Daily Maximum (Lbs/Day)
TSS	2388	5690
Oil and Grease	906	3414
Phenols	18.11	68.3
Chromium (Total)	57.05	228
Chromium (Hexavalent)	5.71	22.8

SPECIAL CONDITION 12. The permittee shall prepare a preliminary plan for biomonitoring at outfall 001 and submit the plan to IEPA for review and approval within 90 days of the effective date of this permit. The permittee shall begin biomonitoring of the effluent discharge at outfall 001 within 90 days after approval of the biomonitoring plan or other such date as contained in the Agency's notification letter.

Biomonitoring

1. Acute Toxicity - Standard definitive acute toxicity tests shall be run on at least two trophic levels of aquatic species (fish, invertebrate) representative of the aquatic community of the receiving stream. Except as noted here and in the IEPA document "Effluent Biomonitoring and Toxicity Assessment", testing must be consistent with Methods for Measuring the Acute Toxicity of Effluents and Receiving Waters to Freshwater and Marine Organisms (Fourth Ed.) EPA-600/4-90-027F. Results shall be reported in accordance with Section 12. Unless substitute tests are pre-approved; the following tests are required:

   a. Fish - 96 hour static or static renewal LC_{50} Bioassay using one to 14 day old fathead minnows (Pimephales promelas).

   b. Invertebrate 48-hour static LC_{50} Bioassay using Ceriodaphnia.

2. Testing Frequency - The above tests shall be conducted on a yearly basis for the remainder of the permit within 90 days following approval of the biomonitoring plan or other such date as contained in the Agency's notification (approval) letter. Tests shall be performed using 24-hour composite effluent samples unless otherwise authorized by the Agency. Results shall be submitted to IEPA within 1 week of becoming available to the permittee.

Special Conditions

3. Toxicity Assessment - Should the review of the results of the biomonitoring program identify toxicity, the Agency may require that the permittee prepare a plan for toxicity reduction evaluation and identification. This plan shall include an evaluation to determine which chemicals have a potential for being discharged in the plant wastewater, a monitoring program to determine their presence or absence and to identify other compounds which are not being removed by treatment, and other measures as appropriate. The permittee shall submit to the Agency its plan for toxicity reduction evaluation within 90 days following notification by the Agency. The permittee shall implement the plan within 90 days or other such date as contained in a notification letter received from the Agency.

   The Agency may modify this permit during its term to incorporate additional requirements or limitations based on the results of the biomonitoring. In addition, after review of the monitoring results, the Agency may modify this permit to include numerical limitations for specific toxic pollutants. Modifications under this condition shall follow public notice and opportunity for hearing.

SPECIAL CONDITION 13. If an applicable effluent standard or limitation is promulgated under Sections 301(b)(2)(C) and (D), 304(b)(2), and 307(a)(2) of the Clean Water Act and that effluent standard or limitation is more stringent than any effluent limitation in the permit or controls a pollutant not limited in the NPDES Permit, the Agency shall revise or modify the permit, after public notice and opportunity for hearing, in accordance with the more stringent standard or prohibition. In addition to newly promulgated effluent standards or limitations, if new information is received by this Agency that was not available at the time of permit issuance and would have justified the application of different permit conditions at the time of issuance, the Agency shall revise or modify the permit, after public notice and opportunity for hearing, to address the new information.

SPECIAL CONDITION 14. The bypass and upset provisions in 40 CFR 122.41 (m) and (n) are applicable to this permit.

SPECIAL CONDITION 15. The use and operation of the wastewater treatment facilities shall be under the supervision of a certified Class K operator.

SPECIAL CONDITION 16. For the duration of this permit, the permittee shall determine the quantity of waste activated sludge produced by the treatment facility in dry tons or gallons with average percent total solids analysis. The permittee shall maintain adequate records of the quantities of waste activated sludge produced and have said records available for Agency inspection. The permittee shall submit to the Agency, at a minimum, a semi-annual summary report of the quantities of waste activated sludge generated and disposed of, in units of dry tons or gallons (average total percent solids) by different disposal methods including but not limited to application on farmland, application on reclamation land, landfilling, public distribution, dedicated land disposal, sod farms, storage lagoons or any other specified disposal method. Said reports shall be submitted to the Agency by January 31 and July 31 of each year reporting the preceding January thru June and July thru December interval of sludge disposal operations.

Planned Changes. The permittee shall give notice to the Agency on the semi-annual report of any changes in sludge use and disposal.

Monitoring reports for sludge shall be reported on the form titled "Sludge Management Reports" to the following address:

Illinois Environmental Protection Agency
Division of Water Pollution Control
Permit Section, Compliance Assurance Section
1021 North Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62794-9276

SPECIAL CONDITION 17.

STORM WATER POLLUTION PREVENTION PLAN (SWPPP) for outfalls 004 - 008

A. A storm water pollution prevention plan shall be developed by the permittee for the storm water associated with industrial activity at this facility. The plan shall identify potential sources of pollution which may be expected to affect the quality of storm water discharges associated with the industrial activity at the facility. In addition, the plan shall describe and ensure the implementation of practices which are to be used to reduce the pollutants in storm water discharges associated with industrial activity at the facility and to assure compliance with the terms and conditions of this permit.

B. The plan shall be completed within 180 days of the effective date of this permit. Plans shall provide for compliance with the terms of the plan within 365 days of the effective date of this permit. The owner or operator of the facility shall make a copy of the plan available to the Agency at any reasonable time upon request. [Note: If the plan has already been developed and implemented it shall be maintained in accordance with all requirements of this special condition.]

Special Conditions

C. The permittee may be notified by the Agency at any time that the plan does not meet the requirements of this condition. After such notification, the permittee shall make changes to the plan and shall submit a written certification that the requested changes have been made. Unless otherwise provided, the permittee shall have 30 days after such notification to make the changes.

D. The discharger shall amend the plan whenever there is a change in construction, operation, or maintenance which may affect the discharge of significant quantities of pollutants to the waters of the State or if a facility inspection required by paragraph G of this condition indicates that an amendment is needed. The plan should also be amended if the discharger is in violation of any conditions of this permit, or has not achieved the general objective of controlling pollutants in storm water discharges. Amendments to the plan shall be made within the shortest reasonable period of time, and shall be provided to the Agency for review upon request.

E. The plan shall provide a description of potential sources which may be expected to add significant quantities of pollutants to storm water discharges, or which may result in non-storm water discharges from storm water outfalls at the facility. The plan shall include, at a minimum, the following items:

1. A topographic map extending one-quarter mile beyond the property boundaries of the facility, showing: the facility, surface water bodies, wells (including injection wells), seepage pits, infiltration ponds, and the discharge points where the facility's storm water discharges to a municipal storm drain system or other water body. The requirements of this paragraph may be included on the site map if appropriate.

2. A site map showing:

   i. The storm water conveyance and discharge structures;

   ii. An outline of the storm water drainage areas for each storm water discharge point;

   iii. Paved areas and buildings;

   iv. Areas used for outdoor manufacturing, storage, or disposal of significant materials, including activities that generate significant quantities of dust or particulates.

   v. Location of existing storm water structural control measures (dikes, coverings, detention facilities, etc.);

   vi. Surface water locations and/or municipal storm drain locations

   vii. Areas of existing and potential soil erosion;

   viii. Vehicle service areas;

   ix. Material loading, unloading, and access areas.

3. A narrative description of the following:

   i. The nature of the industrial activities conducted at the site, including a description of significant materials that are treated, stored or disposed of in a manner to allow exposure to storm water;

   ii. Materials, equipment, and vehicle management practices employed to minimize contact of significant materials with storm water discharges;

   iii. Existing structural and non-structural control measures to reduce pollutants in storm water discharges;

   iv. Industrial storm water discharge treatment facilities;

   v. Methods of onsite storage and disposal of significant materials;

4. A list of the types of pollutants that have a reasonable potential to be present in storm water discharges in significant quantities.

5. An estimate of the size of the facility in acres or square feet, and the percent of the facility that has impervious areas such as pavement or buildings.

Special Conditions

6. A summary of existing sampling data describing pollutants in storm water discharges.

F. The plan shall describe the storm water management controls which will be implemented by the facility. The appropriate controls shall reflect identified existing and potential sources of pollutants at the facility. The description of the storm water management controls shall include:

1. Storm Water Pollution Prevention Personnel - Identification by job titles of the individuals who are responsible for developing, implementing, and revising the plan.

2. Preventive Maintenance - Procedures for inspection and maintenance of storm water conveyance system devices such as oil/water separators, catch basins, etc., and inspection and testing of plant equipment and systems that could fail and result in discharges of pollutants to storm water.

3. Good Housekeeping - Good housekeeping requires the maintenance of clean, orderly facility areas that discharge storm water. Material handling areas shall be inspected and cleaned to reduce the potential for pollutants to enter the storm water conveyance system.

4. Spill Prevention and Response - Identification of areas where significant materials can spill into or otherwise enter the storm water conveyance systems and their accompanying drainage points. Specific material handling procedures, storage requirements, spill clean up equipment and procedures should be identified, as appropriate. Internal notification procedures for spills of significant materials should be established.

5. Storm Water Management Practices - Storm water management practices are practices other than those which control the source of pollutants. They include measures such as installing oil and grit separators, diverting storm water into retention basins, etc. Based on assessment of the potential of various sources to contribute pollutants, measures to remove pollutants from storm water discharge shall be implemented. In developing the plan, the following management practices shall be considered:

i. Containment - Storage within berms or other secondary containment devices to prevent leaks and spills from entering storm water runoff;

ii. Oil & Grease Separation - Oil/water separators, booms, skimmers or other methods to minimize oil contaminated storm water discharges;

iii. Debris & Sediment Control - Screens, booms, sediment ponds or other methods to reduce debris and sediment in storm water discharges;

iv. Waste Chemical Disposal - Waste chemicals such as antifreeze, degreasers and used oils shall be recycled or disposed of in an approved manner and in a way which prevents them from entering storm water discharges.

v. Storm Water Diversion - Storm water diversion away from materials manufacturing, storage and other areas of potential storm water contamination;

vi. Covered Storage or Manufacturing Areas - Covered fueling operations, materials manufacturing and storage areas to prevent contact with storm water.

6. Sediment and Erosion Prevention - The plan shall identify areas which due to topography, activities, or other factors, have a high potential for significant soil erosion and describe measures to limit erosion.

7. Employee Training - Employee training programs shall inform personnel at all levels of responsibility of the components and goals of the storm water pollution control plan. Training should address topics such as spill response, good housekeeping and material management practices. The plan shall identify periodic dates for such training.

8. Inspection Procedures - Qualified plant personnel shall be identified to inspect designated equipment and plant areas. A tracking or follow-up procedure shall be used to ensure appropriate response has been taken in response to an inspection. Inspections and maintenance activities shall be documented and recorded.

NPDES Permit NO. IL000205

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G. The permittee shall conduct an annual facility inspection to verify that all elements of the plan, including the site map, potential pollutant sources, and structural and non-structural controls to reduce pollutants in industrial storm water discharges are accurate. Observations that require a response and the appropriate response to the observation shall be retained as part of the plan. Records documenting significant observations made during the site inspection shall be submitted to the Agency in accordance with the reporting requirements of this permit.

H. This plan should briefly describe the appropriate elements of other program requirements, including Spill Prevention Control and Countermeasures (SPCC) plans required under Section 311 of the CWA and the regulations promulgated thereunder, and Best Management Programs under 40 CFR 125.100.

I. The plan is considered a report that shall be available to the public under Section 308(b) of the CWA. The permittee may claim portions of the plan as confidential business information, including any portion describing facility security measures.

J. The plan shall include the signature and title of the person responsible for preparation of the plan and include the date of initial preparation and each amendment thereto.

Construction Authorization

K. Authorization is hereby granted to construct treatment works and related equipment that may be required by the Storm Water Pollution Prevention developed pursuant to this permit.

This Authorization is issued subject to the following condition(s).

1. If any statement or representation is found to be incorrect, this authorization may be revoked and the permittee there upon waives all rights thereunder.

2. The issuance of this authorization (a) does not release the permittee from any liability for damage to persons or property caused by or resulting from the installation, maintenance or operation of the proposed facilities; (b) does not take into consideration the structural stability of any units or part of this project; and (c) does not release the permittee from compliance with other applicable statutes of the State of Illinois, or other applicable local law, regulations or ordinances.

3. Plans and specifications of all treatment equipment being included as part of the stormwater management practice shall be included in the SWPPP.

4. Construction activities which result from treatment equipment installation, including cleaning, grading and excavation activities which result in the disturbance of five acres or more of land area, are not covered by this authorization. The permittee shall contact the IEPA regarding the required permit(s).

REPORTING

L. The facility shall submit an annual inspection report to the Illinois Environmental Protection Agency. The report shall include results of the annual facility inspection which is required by Part G of the Storm Water Pollution Prevention Plan of this permit. The report shall also include documentation of any event (spill, treatment unit malfunction, etc.) which would require an inspection, results of the inspection, and any subsequent corrective maintenance activity. The report shall be completed and signed by the authorized facility employee(s) who conducted the inspection(s).

M. The first report shall contain information gathered during the one year time period beginning with the effective date of coverage under this permit and shall be submitted no later than 60 days after this one year period has expired. Each subsequent report shall contain the previous year's information and shall be submitted no later than one year after the previous year's report was due.

N. Annual inspection reports shall be mailed to the following address:

Illinois Environmental Protection Agency
Bureau of Water
Compliance Assurance Section
Annual Inspection Report
1021 North Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62794-9276

Special Conditions

c. If the facility performs inspections more frequently than required by this permit, the results shall be included as additional information in the annual report.

SPECIAL CONDITION 18. The pH shall be in the range 6.0 to 9.0 at outfall 003. The monthly minimum and monthly maximum values shall be reported on the DMR form. The pH 9 maximum limit may be exceeded if the elevated pH level is caused entirely by algae in the stormwater retention area that discharges to outfall 003.

SPECIAL CONDITION 19. The Aquathol and Hydrothol products presented in the permit application may be applied when algae blooms threaten the clarity of the lagoon that discharges to outfall 001, or the clarity of the stormwater retention area that discharges to outfall 003. These products shall not be applied at rates that would cause violations of water quality standards in 35 Ill. Adm. Code, Part 302.

SPECIAL CONDITION 20. 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 (Outfalls 001, 002 and 003) 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 21. For those months when there is a discharge from both outfalls 001 and 002, the monthly average and daily maximum concentration and load limits on page 4 of this permit shall apply to the combination of results from both outfalls 001 and 002. For the purpose of determining compliance with this special condition, the Permittee will be allowed to follow its normal sampling schedule for each outfall. The day the sample was taken, the outfall the discharge occurred, the flow, pH, the concentration and load for each parameter shall be indicated and submitted as an attachment to the monthly DMR's.

SPECIAL CONDITION 22. The Agency has reviewed a mixing zone delineation study conducted by the permittee on the Mississippi River in the vicinity of this effluent outfall dated May 17, 1991. From the results of that study and the Agency's own modeling, it is recognized that adequate mixing exists in compliance with 35 Ill. Adm. Code 302.102 for the following parameters: pH, ammonia (total and un-ionized), phenols, TDS, chloride, hexavalent chromium, zinc (dissolved), sulfate and fluoride. Of these parameters, a zone of initial dilution is recognized for hexavalent chromium and un-ionized ammonia. The limits given for these parameters were established to result in compliance with the water quality standards of 35 Ill. Adm., Code Part 302 outside of these mixing zones and zones of initial dilution. All parameters known to be present in this effluent at levels above water quality standards are listed above. Other such parameters may be discovered in the future and will be evaluated for mixing according to the Illinois Permitting Guidance of Mixing Zones.

SPECIAL CONDITION 23. The permittee shall monitor and sample at outfall 002 at times when the polishing lagoons are physically bypassed, either by pump-around of the lagoons or by other means of discharging from the clarifiers directly to the river. The polishing lagoons may only be physically bypassed during lagoon maintenance or when there is an unplanned event beyond the permittee's control. When the lagoons are physically bypassed, the permittee shall indicate the day(s) of the month the lagoons are bypassed and the reason(s) for bypass, on an attachment to the monthly DMR's.

SPECIAL CONDITION 24. For months when there is a discharge from outfall 001 and not outfall 002, the permittee shall indicate "no discharge" on the outfall 002 monthly DMR and "not applicable" on the outfall 001/002 monthly DMR. For months when there is a discharge from outfall 002 and not outfall 001, the permittee shall indicate "no discharge" on the outfall 001 monthly DMR and "not applicable" on the outfall 001/002 monthly DMR. For months when there is a discharge from both outfalls 001 and 002, the permittee shall indicate "not applicable" on both the outfall 001 and outfall 002 monthly DMR's.

SPECIAL CONDITION 25. The permit may be modified as a result of the indicated analyses to include more frequent sampling for pH, oil and grease and TOC, as well as sampling requirements and limitations for additional parameters along with the appropriate sampling frequencies. Modifications under this Special Condition shall follow public notice and opportunity for hearing.

SPECIAL CONDITION 26. The storm water retention area that discharges to outfall 003 shall not be used for the purposes of spill containment.

In the event the permittee incurs a tank dike overflow which results in a discharge to the above indicated southwest property storm water retention area, the permittee shall implement measures to prevent this area from discharging to outfall 003, if possible.

Special Conditions

The permittee shall also submit to this Agency a comprehensive mitigation plan if a tank dike overflow occurs which results in a discharge to the southwest property storm water retention area. This plan shall provide documentation that immediate clean-up has commenced, documentation of any spills to that area that have occurred and materials spilled since the effective date of this permit, and the date in which the Permittee expects clean-up to be completed. This plan shall be submitted to this Agency within 90 days of the date of the tank dike overflow.

The Permittee shall notify the Agency in writing after clean-up has been completed. This notification shall include documentation that the above referenced mitigation plan has accomplished clean-up. This notification shall be submitted to the permit Section at the address indicated in Special Condition 7.

In the event the Permittee incurs a tank dike overflow which results in a discharge to the previously referenced stormwater retention area, the Permittee shall sample for pH, oil & grease and TOC on a daily basis when discharging until clean-up has been completed. At such time clean-up has been completed, the sample frequency for these parameters at outfall 003 shall be monthly when discharging. The date in which clean-up has been completed shall be indicated on the DMR form for the month in which clean-up was completed.

The permit may be modified as a result of these analyses to include sampling requirements and limitations for additional parameters at outfall 003 and include the appropriate sampling frequencies. Modifications under this Special Condition shall follow public notice and opportunity for hearing.

SPECIAL CONDITION 27. The Permittee has undergone a monitoring reduction review and the effluent sample frequency for BOD_5, TSS, COD, Oil & Grease, Phenols, Ammonia (as N), Sulfides, Chromium (Total) and Chromium (Hexavalent) at outfall 001 has been reduced due to sustained compliance. The IEPA will require that the effluent sample frequency for Oil & Grease at outfall 001 be increased to the frequency of 1/week, and that the effluent sample frequency for the other parameters listed above at outfall 001 be increased to the frequency of 2/week, if effluent deterioration occurs due to increased wasteload, operational, maintenance or other problems.. The increased monitoring frequency will be required Without Public Notice when a permit modification is received by the Permittee from the IEPA.

SPECIAL CONDITION 28. The Permittee may use dyes on an as needed basis to aid in diagnosing sewer or other equipment problems, or for equipment hydrostatic testing. Dyes may also be present in hydrotreating waters received from off-property sources. The Permittee shall take reasonable precautions to minimize any impact of dyes on the color of the discharges (at outfall 001 and 002) which may result from such use of dyes, which shall be below obvious levels.

SPECIAL CONDITION 29. Sampling at outfall 003 shall be done during normal daytime business hours only, Monday through Friday.

SPECIAL CONDITION 30. BOD_5, TSS, COD, Oil and Grease, Phenols, Ammonia (as N), Sulfides, Chromium (Total) and Chromium (Hexavalent) shall be reported in mg/L as monthly average and daily maximum concentrations and in lbs/day as monthly average and daily maximum loads.

Exhibit E

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY

1021 NORTH GRAND AVENUE EAST, P.O. BOX 19276, SPRINGFIELD, ILLINOIS 62794-9276 - (217) 782-2829
JAMES R. THOMPSON CENTER, 100 WEST RANDOLPH, SUITE 11-300, CHICAGO, IL 60601 - (312) 814-6026

DOUGLAS P. SCOTT, DIRECTOR

217/782-0610

February 5, 2009

ConocoPhillips Wood River Refinery
Post Office Box 76
Roxana, Illinois 62084

Re: ConocoPhillips Wood River Refinery
NPDES Permit No. IL0000205
Modification of NPDES Permit (After Public Notice)

Gentlemen:

The Illinois Environmental Protection Agency has reviewed the request for modification of the above-referenced NPDES Permit and issued a public notice based on that request. The final decision of the Agency is to modify the Permit as follows:

1. Fire water was added to outfall 003.

2. Special Conditions 6, 10, 25, 27, 29 and 30 were removed from the permit and the remaining special conditions were renumbered.

3. Language in Special Condition 15 (formerly Special Condition 17), items A, B and K(4) were modified to reflect existing regulations regarding construction site activities.

4. Special Condition 20 (formerly Special Condition 22) concerning the mixing zone was modified.

5. Special Condition 25 concerning quarterly sampling requirements was added. Lab filtration may be used for the determination of dissolved iron required by this special condition.

6. Special Condition 26 concerning a Nickel compliance schedule was added.

7. Special Condition 27 concerning Mercury sampling was added.

8. Special Condition 28 concerning a Mercury compliance schedule was added.

9. The permitted discharge from the facility increased from 7.49 to 10.97 MGD for outfalls 001 and 001/002 and from 7.24 to 10.82 MGD for outfall 002.

10. Special Condition 10 (formerly Special Condition 12) concerning biomonitoring was modified.

11. Special Condition 8 (formerly Special Condition 9) was modified to reflect the addition of fire water to outfall 003.

12. Limits for Phosphorus, Mercury, Nickel, and Total Cyanide at outfalls 001, 001/002, and 002 have been added to the permit.

Enclosed is a copy of the modified Permit. You have the right to appeal this modification to the Illinois Pollution Control Board within a 35 day period following the modification date shown on the first page of the permit.

Should you have any question or comments regarding the above, please contact Jaime Rabins of my staff.

Sincerely,

Alan Keller, P.E.
Manager, Permit Section
Division of Water Pollution Control

SAK:DEL:JAR:06071201.bah

Attachment: Modified Permit

cc: Records
Compliance Assurance Section
Collinsville Region
USEPA
SWIMRPC
Missouri DNR Water Pollution Control

NPDES Permit No. IL0000205

Illinois Environmental Protection Agency

Division of Water Pollution Control

1021 North Grand Avenue East

Post Office Box 19276

Springfield, Illinois 62794-9276

NATIONAL POLLUTANT DISCHARGE ELIMINATION SYSTEM

Modified (NPDES) Permit

Expiration Date: March 31, 2009

Issue Date: April 14, 2004
Effective Date: April 14, 2004
Modification Date: February 5, 2009

Name and Address of Permittee:

ConocoPhillips Wood River Refinery
Post Office Box 76
Roxana, Illinois 62084

Facility Name and Address:

ConocoPhillips Wood River Refinery
900 South Central Avenue
Roxana, Illinois 62084
(Madison County)

Discharge Number and Name:	Receiving Waters:
001 Treated Process, Sanitary and Stormwater, Including Effluent from Roxanna STP and Air Liquide	Mississippi River
002 Treated Process, Sanitary and Stormwater, Including Effluent from Air Liquide	Mississippi River
003 Stormwater Runoff from Southwest Property and Fire Water	Unnamed Ditch Tributary to Grassy Lake Tributary to Cahokia Canal
004 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
005 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
006 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
007 Stormwater Runoff from North Drainage Ditch (Dock Area)	Mississippi River
008 Stormwater Runoff from Southwest Paved Road (Dock Area)	Mississippi River

In compliance with the provisions of the Illinois Environmental Protection Act, Title 35 of Ill. Adm. Code, Subtitle C and/or Subtitle D, Chapter 1, and the Clean Water Act (CWA), 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.

Alan Keller

Alan Keller, P.E.
Manager, Permit Section
Division of Water Pollution Control

SAK:JAR:06071201.bah

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

1. From the modification 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 Treated Process, Sanitary, and Stormwater Including Effluent from Roxanna STP and Air Liquide (Avg. = 10.97 MGD)

Process, Sanitary, Stormwater and Air Liquide which are Treated - DAF = 10.97 MGD, DMF = 14.4 MGD
Village of Roxanna Wastewater - DAF = 0.25 MGD, DMF = 0.625 MGD

	LOAD LIMITS lbs/day DAF (DMF)		CONCENTRATION LIMITS mg/l			
PARAMETER	30 DAY AVERAGE	DAILY MAXIMUM	30 DAY AVERAGE	DAILY MAXIMUM	SAMPLE FREQUENCY	SAMPLE TYPE
Flow (MGD)	See Special Condition 7				Daily	Continuous
pH	See Special Condition 1				2/week	Grab
Temperature	See Special Condition 2				2/week	Grab
BOD_5	1249	4580	20	40	2/month	Composite
Total Suspended Solids (TSS)	2452	4085	25	50	2/month	Composite
Oil & Grease	867.1	1626	15	30	2/month	Composite
COD	20980	40968	–	–	1/month	Composite
Phenols	16.69	40.11	0.3	0.6	1/month	Composite
Ammonia (as N)	1635	3600	–	–	1/month	Composite
Sulfides	15.72	35.23	–	–	2/month	Composite
Chromium(Total)	18.59	53.48	1.0	2.0	2/month	Composite
Chromium (Hexavalent)	1.53	3.42	0.1	0.2	2/month	Composite (12-Hour)
Phosphorus	62	–	1.0	–	2/month	Composite
Mercury					1/month	Grab
Nickel	4.8	–	0.077	–	2/month	Composite
Cyanide(Total)	6.2	23	0.1	0.2	2/month	Grab

See Special Condition 3 to clarify composite sample for Oil & Grease.
See Special Condition 4 to clarify composite sample for Chromium(Hexavalent).
See Special Condition 9 for TSS, Oil & Grease, COD, Phenols, Chromium(Total), and Chromium(Hexavalent).
The limits and monitoring/reporting requirements on this page apply to outfall 001 only during months when there is a discharge from outfall 001 and not outfall 002. See Special Conditions 5, 18, and 22.
Mercury will be limited to an annual average load limit and concentration limit of 7.8×10^{-4} lbs/day and 12 ng/l respectively. See Special Condition 27.
See Special Condition 26 for Nickel and Special Condition 28 for Mercury regarding compliance schedules.

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

1.From the modification 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): 002 Treated Process, Sanitary and Stormwater Including Effluent from Air Liquide (Avg. = 10.82 MGD)

Process, Sanitary, Stormwater and Air Liquide which are Treated - DAF = 10.97 MGD, DMF = 14.4 MGD

	LOAD LIMITS lbs/day DAF (DMF)		CONCENTRATION LIMITS mg/l			
PARAMETER	30 DAY AVERAGE	DAILY MAXIMUM	30 DAY AVERAGE	DAILY MAXIMUM	SAMPLE FREQUENCY	SAMPLE TYPE
Flow (MGD)	See Special Condition 7				Daily	Continuous
pH	See Special Condition 1				2/week	Grab
Temperature	See Special Condition 2				2/week	Grab
BOD_5	1208	4340	20	40	2/week	Composite
Total Suspended Solids (TSS)	2388	3743	25	50	2/week	Composite
Oil & Grease	867.1	1626	15	30	1/week	Composite
COD	20821	40190	--	--	2/week	Composite
Phenols	16.69	40.11	0.3	0.6	2/week	Composite
Ammonia (as N)	1626	3579	--	--	2/week	Composite
Sulfides	15.72	35.23	--	--	2/week	Composite
Chromium (Total)	18.59	53.48	1.0	2.0	2/week	Composite
Chromium (Hexavalent)	1.53	3.42	0.1	0.2	2/week	Composite (12-Hour)
Phosphorus	60	--	1.0	--	2/week	Composite
Mercury					1/month	Grab
Nickel	4.6	--	0.077	--	2/week	Composite
Cyanide(Total)	6.0	22	0.1	0.2	2/week	Grab

See Special Condition 3 to clarify composite sample for Oil & Grease.
See Special Condition 4 to clarify composite sample for Chromium(Hexavalent).
See Special Condition 9 for TSS, Oil & Grease, COD, Phenols, Chromium(Total), and Chromium(Hexavalent).
The limits and monitoring/reporting requirements on this page apply to outfall 002 only during months when there is a discharge from outfall 002 and not outfall 001. See Special Conditions 5, 18, 21, and 22.
Mercury will be limited to an annual average load limit and concentration limit of 7.5×10^{-4} lbs/day and 12 ng/l respectively. See Special Condition 27.
See Special Condition 26 for Nickel and Special Condition 28 for Mercury regarding compliance schedules

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

1. From the modification 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): 001/002 Treated Process, Sanitary and Stormwater Including Effluent from Roxanna STP and Air Liquide (Avg. = 10.97 MGD)

Process, Sanitary, Stormwater and Air Liquide which are Treated - DAF = 10.97 MGD, DMF = 14.4 MGD
Village of Roxanna Wastewater - DAF = 0.25 MGD, DMF = 0.625 MGD

	LOAD LIMITS lbs/day DAF (DMF)		CONCENTRATION LIMITS mg/l			
PARAMETER	30 DAY AVERAGE	DAILY MAXIMUM	30 DAY AVERAGE	DAILY MAXIMUM	SAMPLE FREQUENCY	SAMPLE TYPE
Flow (MGD)	See Special Condition 7				Daily	Continuous
pH	See Special Condition 1				2/week	Grab
Temperature	See Special Condition 2				2/week	Grab
BOD_5	1249	4580	20	40	2/month	Composite
Total Suspended Solids (TSS)	2452	4086	25	50	2/month	Composite
Oil & Grease	867.1	1626	15	30	2/month	Composite
COD	20980	40968	–	–	1/month	Composite
Phenols	16.69	40.11	0.3	0.6	1/month	Composite
Ammonia (as N)	1635	3600	–	–	1/month	Composite
Sulfides	15.72	35.23	–	–	2/month	Composite
Chromium(Total)	18.59	53.48	1.0	2.0	2/month	Composite
Chromium (Hexavalent)	1.53	3.42	0.1	0.2	2/month	Composite (12-Hour)
Phosphorus	62	–	1.0	–	2/month	Composite
Mercury					1/month	Grab
Nickel	4.8	–	0.077	–	2/month	Composite
Cyanide(Total)	6.2	23	0.1	0.2	2/month	Grab

See Special Condition 3 to clarify composite sample for Oil & Grease.
See Special Condition 4 to clarify composite sample for Chromium(Hexavalent).
See Special Condition 9 for TSS, Oil & Grease, COD, Phenols, Chromium(Total), and Chromium(Hexavalent).
The sample frequency for BOD_5, TSS, Sulfides, Chromium (Total), Chromium (Hexavalent), Cyanide, Nickel and Phosphorus shall be 2/month at outfall 001 and 2/week at outfall 002, during months when there is a discharge from both outfalls 001 and 002;and the sample frequency for Oil & Grease shall be 2/month at outfall 001 and 1/week at outfall 002, during months when there is a discharge from both outfalls 001 and 002; the sample frequency for COD, Phenols, and Ammonia (as N) shall be 1/month at outfall 001 and 2/week at outfall 002, during months when there is a discharge from both outfalls 001 and 002. The other parameters shall be sampled at the indicated frequency at outfall 001 and 002.
The limits and monitoring/reporting requirements on this page apply to outfalls 001/002 only during months when there is a discharge from both outfalls 001 and 002. See Special Conditions 5, 18, 19, 21, and 22.
Mercury will be limited to an annual average load limit and concentration limit of 7.8×10^{-4} lbs/day and 12 ng/l respectively. See Special Condition 27.
See Special Condition 26 for Nickel and Special Condition 28 for Mercury regarding compliance schedules.

NPDES Permit No. IL0000205

Effluent Limitations and Monitoring

1. From the modification 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* Fire Water and Stormwater (Intermittent Discharge)

	LOAD LIMITS lbs/day DAF (DMF)		CONCENTRATION LIMITS mg/l			
PARAMETER	30 DAY AVERAGE	DAILY MAXIMUM	30 DAY AVERAGE	DAILY MAXIMUM	SAMPLE FREQUENCY	SAMPLE TYPE
pH	See Special Condition 18				1/month	Grab
Oil & Grease				15	1/month	Grab
TOC				110	1/month	Grab

*See Special Conditions 8, 18, and 23.
The permittee shall report the analytical results for TOC and Oil & Grease as a monthly average and a daily maximum.
Sampling shall be done during normal daytime business hours only, Monday through Friday. If no discharge occurs during normal sampling period, indicate this on the DMR forms.

Outfall(s): 004, 005, 006, 007, and 008

See Special Conditions 8 and 15.

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Special Conditions

SPECIAL CONDITION 1. The pH shall be in the range 6.0 to 9.0 at outfalls 001 and 002. The monthly minimum and monthly maximum values shall be reported on the DMR forms each month for outfall 001 and outfall 002. For months when the outfall 001 Discharge Monitoring Report (DMR) is used, the outfall 001 pH values shall be reported on the DMR and the outfall 002 pH values are to be reported as a footnote on the outfall 001 DMR; and for months when the outfall 002 DMR is used, the outfall 002 pH values shall be reported on the DMR, and the outfall 001 pH values will not be available for outfall 001 during those months. See Special Condition 19 for reporting the pH value during months when the 001/002 DMR is used. The pH 9 maximum limit may be exceeded at outfall 001 if the elevated pH level is caused entirely by algae in the treatment lagoon(s) that discharge to outfall 001.

SPECIAL CONDITION 2. Discharge of wastewater from this facility must not alone or in combination with other sources cause the receiving stream to violate the following thermal limitations at the edge of the mixing zone which is defined by Section 302.211, Illinois Administration Code, Title 35, Chapter 1, Subtitle C, as amended:

A. Maximum temperature rise above natural temperature must not exceed 5°F (2.8°C).

B. Water temperature at representative locations in the main river shall not exceed the maximum limits in the following table during more than one (1) percent of the hours in the 12-month period ending with any month. Moreover, at no time shall the water temperature at such locations exceed the maximum limits in the following table by more than 3°F (1.7°C). (Main river temperatures are temperatures of those portions of the river essentially similar to and following the same thermal regime as the temperatures of the main flow of the river.)

	JAN.	FEB.	MAR.	APR.	MAY	JUNE	JULY	AUG.	SEPT.	OCT.	NOV.	DEC.
°F	50	50	60	70	80	87	89	89	87	78	70	57
°C	10	10	16	21	27	31	32	32	31	26	21	14

The temperature shall be reported on the monthly DMR as a maximum value.

SPECIAL CONDITION 3. The composites for oil, fats, and greases shall consist of sample aliquots of approximately equal volume, a minimum of 100 milliliters, be collected at regular time intervals over a eight-hour period (three aliquots total). A single sample formed by combining all the aliquots, and the solvent rinse of the container, would then be analyzed. The results of the single analysis is then reported for oil, fats, and grease.

SPECIAL CONDITION 4. The composites for chromium (hexavalent) shall consist of sample aliquots of approximately equal volume, a minimum of 100 milliliters be collected at regular time intervals over a twelve-hour period (four aliquots minimum).

SPECIAL CONDITION 5.

A. Samples taken in compliance with the effluent monitoring requirements for outfall 001 and 002 shall be taken at a point representative of the discharge, but prior to entry into the receiving stream.

B. The Permittee shall monitor flow and sample at outfall 001 when there is a discharge at outfall 001 to the river and it is physically possible to monitor and sample at outfall 001.

The Permittee shall monitor flow and/or sample at outfall 002 at the clarifier effluent at times when outfall 001 is impossible to monitor and/or sample due to flood conditions, as follows:

1. Flow monitoring shall be conducted at outfall 002 when the river elevation exceeds a point 2 feet below the average liquid head above the weir crest.

2. Sampling shall be conducted at outfall 002 when the river is rising and the elevation exceeds a point 4 feet below the bottom of the sample house, or when the river is falling and the elevation exceeds a point 6 feet below the bottom of the sample house.

The Permittee shall provide markers at outfall 001 which indicate the above referenced elevations at which monitoring and sampling will be conducted at outfall 001 or conducted at outfall 002, for the purpose of determining compliance with this Special Condition. In

the event the Permittee requires outfall or equipment changes which will result in the adjustment of these elevations, the Permittee shall notify the Agency in writing prior to making these changes.

During the period while flow is being monitored at the outfall 002 flow monitoring point (the clarifier flow meters) but there is a discharge at outfall 001, only, the Permittee shall conduct sampling at outfall 001 and calculate the flow at outfall 001 by combining daily average flows from the Village of Roxana with the flow monitored at the outfall 002 flow monitoring point (the clarifier flow meters). This calculated flow at outfall 001 shall be used for the purposes of flow and mass reporting on the Discharge Monitoring Reports (DMR's).

Rapidly changing river elevations and response time of personnel to relocate the sampling equipment shall be taken into account when making a determination of whether the Permittee is in compliance with the above. If river elevations temporarily recede below the above indicated elevations after flow monitoring and/or sampling have been switched to outfall 002, the Permittee may elect not to return flow monitoring and/or sampling to outfall 001 if the Corps of Engineers river stage forecast (as measured at Lock and Dam 26 tailwater) predicts elevations greater than the above indicated elevations to recur any time within the next 5 days.

C. Samples taken in compliance with the effluent monitoring requirements for outfall 003 shall be taken at a point representative of the discharge, but prior to entry into the Grassy Lake Area.

SPECIAL CONDITION 6. 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
1021 North Grand Avenue East
P.O. Box 19276
Springfield, Illinois 62794-9276

Attention: Compliance Assurance Section

SPECIAL CONDITION 7. Flow shall be measured in units of Million Gallons per Day (MGD) and reported as a monthly average and a daily maximum on the monthly Discharge Monitoring Report.

SPECIAL CONDITION 8. For the purpose of this permit the discharge from outfall 003 is limited to stormwater and fire water, outfalls 004-008 are limited to stormwater, free from process and other wastewater discharges.

SPECIAL CONDITION 9.

A. The discharge credit, if necessary, for contaminated stormwater, as applied to discharges 001 and 002 shall be as follows:

Additional stormwater credit for the following parameters shall be based on quantity of storm flow taken through process treatment:

Pounds per 1000 Gallons of Stormwater Flow*

Parameter	30 Day Average	Daily Maximum
TSS	0.18	0.28
COD	1.5	3.0
Oil & Grease	0.057	0.13
Phenols	0.0014	0.0029
Chromium (Total)	0.0018	0.0050
Chromium (Hexavalent)	0.00023	0.00052

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Special Conditions

Dry Weather Flow: The average flow from the wastewater treatment facility for the last three consecutive zero precipitation days. Previously collected stormwater which is sent to process treatment during this period shall not be included in this computation.

*Stormwater Flows: The stormwater runoff which is treated in the wastewater treatment facility is that portion of flow greater than the dry weather flow. Measurement of contaminated stormwater from tank dike areas and previously collected may also be used in computing stormwater credit.

The stormwater credit does not allow the permittee to exceed the concentration limits contained in the effluent limitations and monitoring pages.

In computing monthly average permit limits to include stormwater credit, the mass credit calculated above shall be averaged along with process load limits over the 30 day period. Explanatory calculations and flow data shall be submitted with Discharge Monitoring Reports.

The permittee shall not exceed the following load limits at any time during months when there is a discharge from outfall 001 and not outfall 002 and during months when there is a discharge from both outfalls 001 and 002:

Parameter	30 Day Average (Lbs/Day)	Daily Maximum (Lbs/Day)
TSS	2452	5725
Oil & Grease	922	3435
Phenols	18.74	68.7
Chromium (Total)	59.13	229.02
Chromium (Hexavalent)	5.91	22.9

The permittee shall not exceed the following load limits at outfall 002 at any time during months when there is a discharge from outfall 002 and not outfall 001:

Parameter	30 Day Average (Lbs/Day)	Daily Maximum (Lbs/Day)
TSS	2388	5425
Oil & Grease	906	3255
Phenols	18.11	65.10
Chromium (Total)	57.05	217.01
Chromium (Hexavalent)	5.71	21.70

SPECIAL CONDITION 10. The permittee shall continue biomonitoring of the effluent discharge at outfall 001 in accordance with the biomonitoring plan submitted by the permittee and approved by the IEPA in July, 2004 or other plan approved thereafter.

Biomonitoring

1. Acute Toxicity - Standard definitive acute toxicity tests shall be run on at least two trophic levels of aquatic species (fish, invertebrate) representative of the aquatic community of the receiving stream. Except as noted here and in the IEPA document "Effluent Biomonitoring and Toxicity Assessment", testing must be consistent with Methods for Measuring the Acute Toxicity of Effluents and Receiving Waters to Freshwater and Marine Organisms (Fifth Ed.) EPA/821-R-02-012. Results shall be reported in accordance with Section 12. Unless substitute tests are pre-approved; the following tests are required:

   a. Fish - 96 hour static or static renewal LC_{50} Bioassay using one to 14 day old fathead minnows (Pimephales promelas).

   b. Invertebrate 48-hour static LC_{50} Bioassay using Cenodaphnia.

2. Testing Frequency - The above tests shall be conducted on a yearly basis for the remainder of the permit. Tests shall be performed using 24-hour composite effluent samples unless otherwise authorized by the Agency. Results shall be submitted to IEPA within 1 week of becoming available to the permittee.

3. Toxicity Assessment - Should the review of the results of the biomonitoring program identify toxicity, the Agency may require that the

permittee prepare a plan for toxicity reduction evaluation and identification. This plan shall include an evaluation to determine which chemicals have a potential for being discharged in the plant wastewater, a monitoring program to determine their presence or absence and to identify other compounds which are not being removed by treatment, and other measures as appropriate. The permittee shall submit to the Agency its plan for toxicity reduction evaluation within 90 days following notification by the Agency. The permittee shall implement the plan within 90 days or other such date as contained in a notification letter received from the Agency.

The Agency may modify this permit during its term to incorporate additional requirements or limitations based on the results of the biomonitoring. In addition, after review of the monitoring results, the Agency may modify this permit to include numerical limitations for specific toxic pollutants. Modifications under this condition shall follow public notice and opportunity for hearing.

SPECIAL CONDITION 11. If an applicable effluent standard or limitation is promulgated under Sections 301(b)(2)(C) and (D), 304(b)(2), and 307(a)(2) of the Clean Water Act and that effluent standard or limitation is more stringent than any effluent limitation in the permit or controls a pollutant not limited in the NPDES Permit, the Agency shall revise or modify the permit, after public notice and opportunity for hearing, in accordance with the more stringent standard or prohibition. In addition to newly promulgated effluent standards or limitations, if new information is received by this Agency that was not available at the time of permit issuance and would have justified the application of different permit conditions at the time of issuance, the Agency shall revise or modify the permit, after public notice and opportunity for hearing, to address the new information.

SPECIAL CONDITION 12. The bypass and upset provisions in 40 CFR 122.41 (m) and (n) are applicable to this permit.

SPECIAL CONDITION 13. The use and operation of the wastewater treatment facilities shall be under the supervision of a certified Class K operator.

SPECIAL CONDITION 14. For the duration of this permit, the permittee shall determine the quantity of waste activated sludge produced by the treatment facility in dry tons or gallons with average percent total solids analysis. The permittee shall maintain adequate records of the quantities of waste activated sludge produced and have said records available for Agency inspection. The permittee shall submit to the Agency, at a minimum, a semi-annual summary report of the quantities of waste activated sludge generated and disposed of, in units of dry tons or gallons (average total percent solids) by different disposal methods including but not limited to application on farmland, application on reclamation land, land filling, public distribution, dedicated land disposal, sod farms, storage lagoons or any other specified disposal method. Said reports shall be submitted to the Agency by January 31 and July 31 of each year reporting the preceding January thru June and July thru December interval of sludge disposal operations.

Planned Changes. The permittee shall give notice to the Agency on the semi-annual report of any changes in waste activated sludge use and disposal.

Monitoring reports for sludge shall be reported on the form titled "Sludge Management Reports" to the following address:

Illinois Environmental Protection Agency
Division of Water Pollution Control
Permit Section, Compliance Assurance Section
1021 North Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62794-9276

SPECIAL CONDITION 15.

STORM WATER POLLUTION PREVENTION PLAN (SWPPP) for outfalls 004 - 008

A. A storm water pollution prevention plan shall be maintained by the permittee for the storm water associated with industrial activity at this facility. The plan shall identify potential sources of pollution which may be expected to affect the quality of storm water discharges associated with the industrial activity at the facility. In addition, the plan shall describe and ensure the implementation of practices which are to be used to reduce the pollutants in storm water discharges associated with industrial activity at the facility and to assure compliance with the terms and conditions of this permit.

B. The owner or operator of the facility shall make a copy of the plan available to the Agency at any reasonable time upon request.

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C. The permittee may be notified by the Agency at any time that the plan does not meet the requirements of this condition. After such notification, the permittee shall make changes to the plan and shall submit a written certification that the requested changes have been made. Unless otherwise provided, the permittee shall have 30 days after such notification to make the changes.

D. The discharger shall amend the plan whenever there is a change in construction, operation, or maintenance which may affect the discharge of significant quantities of pollutants to the waters of the State or if a facility inspection required by paragraph G of this condition indicates that an amendment is needed. The plan should also be amended if the discharger is in violation of any conditions of this permit, or has not achieved the general objective of controlling pollutants in storm water discharges. Amendments to the plan shall be made within the shortest reasonable period of time, and shall be provided to the Agency for review upon request.

E. The plan shall provide a description of potential sources which may be expected to add significant quantities of pollutants to storm water discharges, or which may result in non-storm water discharges from storm water outfalls at the facility. The plan shall include, at a minimum, the following items:

1. A topographic map extending one-quarter mile beyond the property boundaries of the facility, showing: the facility, surface water bodies, wells (including injection wells), seepage pits, infiltration ponds, and the discharge points where the facility's storm water discharges to a municipal storm drain system or other water body. The requirements of this paragraph may be included on the site map if appropriate.

2. A site map showing:

   i. The storm water conveyance and discharge structures;

   ii. An outline of the storm water drainage areas for each storm water discharge point;

   iii. Paved areas and buildings;

   iv. Areas used for outdoor manufacturing, storage, or disposal of significant materials, including activities that generate significant quantities of dust or particulates.

   v. Location of existing storm water structural control measures (dikes, coverings, detention facilities, etc.);

   vi. Surface water locations and/or municipal storm drain locations

   vii. Areas of existing and potential soil erosion;

   viii. Vehicle service areas;

   ix. Material loading, unloading, and access areas.

3. A narrative description of the following:

   i. The nature of the industrial activities conducted at the site, including a description of significant materials that are treated, stored or disposed of in a manner to allow exposure to storm water;

   ii. Materials, equipment, and vehicle management practices employed to minimize contact of significant materials with storm water discharges;

   iii. Existing structural and non-structural control measures to reduce pollutants in storm water discharges;

   iv. Industrial storm water discharge treatment facilities;

   v. Methods of onsite storage and disposal of significant materials;

4. A list of the types of pollutants that have a reasonable potential to be present in storm water discharges in significant quantities.

5. An estimate of the size of the facility in acres or square feet, and the percent of the facility that has impervious areas such as pavement or buildings.

6. A summary of existing sampling data describing pollutants in storm water discharges.

F. The plan shall describe the storm water management controls which will be implemented by the facility. The appropriate controls shall reflect identified existing and potential sources of pollutants at the facility. The description of the storm water management controls shall include:

1. Storm Water Pollution Prevention Personnel - Identification by job titles of the individuals who are responsible for developing, implementing, and revising the plan.

2. Preventive Maintenance - Procedures for inspection and maintenance of storm water conveyance system devices such as oil/water separators, catch basins, etc., and inspection and testing of plant equipment and systems that could fail and result in discharges of pollutants to storm water.

3. Good Housekeeping - Good housekeeping requires the maintenance of clean, orderly facility areas that discharge storm water. Material handling areas shall be inspected and cleaned to reduce the potential for pollutants to enter the storm water conveyance system.

4. Spill Prevention and Response - Identification of areas where significant materials can spill into or otherwise enter the storm water conveyance systems and their accompanying drainage points. Specific material handling procedures, storage requirements, spill clean up equipment and procedures should be identified, as appropriate. Internal notification procedures for spills of significant materials should be established.

5. Storm Water Management Practices - Storm water management practices are practices other than those which control the source of pollutants. They include measures such as installing oil and grit separators, diverting storm water into retention basins, etc. Based on assessment of the potential of various sources to contribute pollutants, measures to remove pollutants from storm water discharge shall be implemented. In developing the plan, the following management practices shall be considered:

   i. Containment - Storage within berms or other secondary containment devices to prevent leaks and spills from entering storm water runoff;

   ii. Oil & Grease Separation - Oil/water separators, booms, skimmers or other methods to minimize oil contaminated storm water discharges;

   iii. Debris & Sediment Control - Screens, booms, sediment ponds or other methods to reduce debris and sediment in storm water discharges;

   iv. Waste Chemical Disposal - Waste chemicals such as antifreeze, degreasers and used oils shall be recycled or disposed of in an approved manner and in a way which prevents them from entering storm water discharges.

   v. Storm Water Diversion - Storm water diversion away from materials manufacturing, storage and other areas of potential storm water contamination;

   vi. Covered Storage or Manufacturing Areas - Covered fueling operations, materials manufacturing and storage areas to prevent contact with storm water.

6. Sediment and Erosion Prevention - The plan shall identify areas which due to topography, activities, or other factors, have a high potential for significant soil erosion and describe measures to limit erosion.

7. Employee Training - Employee training programs shall inform personnel at all levels of responsibility of the components and goals of the storm water pollution control plan. Training should address topics such as spill response, good housekeeping and material management practices. The plan shall identify periodic dates for such training.

Special Conditions

8. Inspection Procedures - Qualified plant personnel shall be identified to inspect designated equipment and plant areas. A tracking or follow-up procedure shall be used to ensure appropriate response has been taken in response to an inspection. Inspections and maintenance activities shall be documented and recorded.

G. The permittee shall conduct an annual facility inspection to verify that all elements of the plan, including the site map, potential pollutant sources, and structural and non-structural controls to reduce pollutants in industrial storm water discharges are accurate. Observations that require a response and the appropriate response to the observation shall be retained as part of the plan. Records documenting significant observations made during the site inspection shall be submitted to the Agency in accordance with the reporting requirements of this permit.

H. This plan should briefly describe the appropriate elements of other program requirements, including Spill Prevention Control and Countermeasures (SPCC) plans required under Section 311 of the CWA and the regulations promulgated thereunder, and Best Management Programs under 40 CFR 125.100.

I. The plan is considered a report that shall be available to the public under Section 308(b) of the CWA. The permittee may claim portions of the plan as confidential business information, including any portion describing facility security measures.

J. The plan shall include the signature and title of the person responsible for preparation of the plan and include the date of initial preparation and each amendment thereto.

Construction Authorization

K. Authorization is hereby granted to construct treatment works and related equipment that may be required by the Storm Water Pollution Prevention developed pursuant to this permit.

This Authorization is issued subject to the following condition(s).

1. If any statement or representation is found to be incorrect, this authorization may be revoked and the permittee there upon waives all rights thereunder.

2. The issuance of this authorization (a) does not release the permittee from any liability for damage to persons or property caused by or resulting from the installation, maintenance or operation of the proposed facilities; (b) does not take into consideration the structural stability of any units or part of this project; and (c) does not release the permittee from compliance with other applicable statutes of the State of Illinois, or other applicable local law, regulations or ordinances.

3. Plans and specifications of all treatment equipment being included as part of the stormwater management practice shall be included in the SWPPP.

4. Construction activities which result from treatment equipment installation, including clearing, grading and excavation activities which result in the disturbance of one acres or more of land area, are not covered by this authorization. The permittee shall contact the IEPA regarding the required permit(s).

REPORTING

L. The facility shall submit an annual inspection report to the Illinois Environmental Protection Agency. The report shall include results of the annual facility inspection which is required by Part G of the Storm Water Pollution Prevention Plan of this permit. The report shall also include documentation of any event (spill, treatment unit malfunction, etc.) which would require an inspection, results of the inspection, and any subsequent corrective maintenance activity. The report shall be completed and signed by the authorized facility employee(s) who conducted the inspection(s).

M. The first report shall contain information gathered during the one year time period beginning with the effective date of coverage under this permit and shall be submitted no later than 60 days after this one year period has expired. Each subsequent report shall contain the previous year's information and shall be submitted no later than one year after the previous year's report was due.

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N. Annual inspection reports shall be mailed to the following address:

Illinois Environmental Protection Agency
Bureau of Water
Compliance Assurance Section
Annual Inspection Report
1021 North Grand Avenue East
Post Office Box 19276
Springfield, Illinois 62794-9276

O. If the facility performs inspections more frequently than required by this permit, the results shall be included as additional information in the annual report.

SPECIAL CONDITION 16. The pH shall be in the range 6.0 to 9.0 at outfall 003. The monthly minimum and monthly maximum values shall be reported on the DMR form. The pH 9 maximum limit may be exceeded if the elevated pH level is caused entirely by algae in the stormwater retention area that discharges to outfall 003.

SPECIAL CONDITION 17. The Aquathol and Hydrothol products presented in the permit application may be applied when algae blooms threaten the clarity of the lagoon that discharges to outfall 001, or the clarity of the stormwater retention area that discharges to outfall 003. These products shall not be applied at rates that would cause violations of water quality standards in 35 Ill. Adm. Code, Part 302.

SPECIAL CONDITION 18. 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 (Outfalls 001, 002 and 003) 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 19. For those months when there is a discharge from both outfalls 001 and 002, the monthly average and daily maximum concentration and load limits on page four of this permit shall apply to the combination of results from both outfalls 001 and 002. For the purpose of determining compliance with this special condition, the Permittee will be allowed to follow its normal sampling schedule for each outfall. The day the sample was taken, the outfall the discharge occurred, the flow, pH, the concentration and load for each parameter shall be indicated and submitted as an attachment to the monthly DMR's.

SPECIAL CONDITION 20. The Agency has reviewed a mixing zone delineation study conducted by the permittee on the Mississippi River in the vicinity of this effluent outfall dated October, 2007. From the results of that study and the Agency's own modeling, it is recognized that adequate mixing exists in compliance with 35 Ill. Adm. Code 302.102 for the following parameters: pH, ammonia, phenols, TDS, chloride, chromium(Hexavalent), sulfate, nickel, and available cyanide. Of these parameters, a zone of initial dilution is recognized for acute whole effluent toxicity, hexavalent chromium, ammonia, nickel, and available cyanide. The limits given for these parameters were established to result in compliance with the water quality standards of 35 Ill. Adm. Code Part 302 outside of these mixing zones and zones of initial dilution. All parameters known to be present in this effluent at levels above water quality standards are listed above.

SPECIAL CONDITION 21. The permittee shall monitor and sample at outfall 002 at times when the polishing lagoons are physically bypassed, either by pump-around of the lagoons or by other means of discharging from the clarifiers directly to the river. The polishing lagoons may only be physically bypassed during lagoon maintenance or when there is an unplanned event beyond the permittee's control. When the lagoons are physically bypassed, the permittee shall indicate the day(s) of the month the lagoons are bypassed and the reason(s) for bypass, on an attachment to the monthly DMR's.

SPECIAL CONDITION 22. For months when there is a discharge from outfall 001 and not outfall 002, the permittee shall indicate "no discharge" on the outfall 002 monthly DMR and "not applicable" on the outfall 001/002 monthly DMR. For months when there is a discharge from outfall 002 and not outfall 001, the permittee shall indicate "no discharge" on the outfall 001 monthly DMR and "not applicable" on the outfall 001/002 monthly DMR. For months when there is a discharge from both outfalls 001 and 002, the permittee shall indicate "not applicable" on both the outfall 001 and outfall 002 monthly DMR's.

SPECIAL CONDITION 23. The storm water retention area that discharges to outfall 003 shall not be used for the purposes of spill containment.

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Special Conditions

In the event the permittee incurs a tank dike overflow which results in a discharge to the above indicated southwest property storm water retention area, the permittee shall implement measures to prevent this area from discharging to outfall 003, if possible.

The permittee shall also submit to this Agency a comprehensive mitigation plan if a tank dike overflow occurs which results in a discharge to the southwest property storm water retention area. This plan shall provide documentation that immediate clean-up has commenced, documentation of any spills to that area that have occurred and materials spilled since the effective date of this permit, and the date in which the Permittee expects clean-up to be completed. This plan shall be submitted to this Agency within 90 days of the date of the tank dike overflow.

The Permittee shall notify the Agency in writing after clean-up has been completed. This notification shall include documentation that the above referenced mitigation plan has accomplished clean-up. This notification shall be submitted to the permit Section at the address indicated in Special Condition 6.

In the event the Permittee incurs a tank dike overflow which results in a discharge to the previously referenced stormwater retention area, the Permittee shall sample for pH, oil & grease and TOC on a daily basis when discharging until clean-up has been completed. At such time clean-up has been completed, the sample frequency for these parameters at outfall 003 shall be monthly when discharging. The date in which clean-up has been completed shall be indicated on the DMR form for the month in which clean-up was completed.

The permit may be modified as a result of these analyses to include sampling requirements and limitations for additional parameters at outfall 003 and include the appropriate sampling frequencies. Modifications under this Special Condition shall follow public notice and opportunity for hearing.

SPECIAL CONDITION 24. The Permittee may use dyes on an as needed basis to aid in diagnosing sewer or other equipment problems, or for equipment hydrostatic testing. Dyes may also be present in hydrotreating waters received from off-property sources. The Permittee shall take reasonable precautions to minimize any impact of dyes on the color of the discharges (at outfall 001 and 002) which may result from such use of dyes, which shall be below obvious levels.

SPECIAL CONDITION 25. The Permittee shall monitor and report concentrations (in mg/l) of the following listed parameters in March, June, September and December. The sample shall be a 24-hour effluent composite except as otherwise specifically provided below and the results shall be submitted as an attachment to the April, July, October and January DMR's. The parameters to be sampled are:

STORET CODE	PARAMETER	Minimum detection limit
01002	Arsenic	0.001 mg/l
01007	Barium	0.5 mg/l
01027	Cadmium	0.003 mg/l
01042	Copper	0.005 mg/l
00718	Cyanide (grab) (available)	5.0 µg/l
01045	Iron (total)	0.5 mg/l
01046	Iron (dissolved, lab filtered)	0.5 mg/l
01051	Lead	0.05 mg/l
01055	Manganese	0.5 mg/l
01147	Selenium	0.075 mg/l
01077	Silver (total)	0.003 mg/l
01087	Vanadium	0.008 mg/l
01092	Zinc	0.050 mg/l
01022	Boron	5.0 µg/l
00945	Sulfate	10.0 mg/l
00600	Nitrogen	0.5 mg/l

Unless otherwise indicated, concentrations refer to the total amount of the constituent present in all phases, whether solid, suspended or dissolved, elemental or combined, including all oxidation states.

SPECIAL CONDITION 26. Permittee shall not be required to comply with the Nickel limit as specified in this permit for discharge number(s) 001, 001/002, and 002 so long as it complies with the activities required by this Special Condition. If Permittee completes construction of the wastewater conveyance schedule, the Nickel concentration and load limits listed in this permit will not be applied and a mixing zone identified in Appendix E of the Antidegradation Analysis For The Proposed Modification of ConocoPhillips Wood River Refinery dated August 2008 will be recognized.

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Special Conditions

	ITEM	COMPLETION DATE
1.	Submit final plans and specifications to the State.	Completed
2.	Complete construction.	May 31, 2010
3.	Attain operational level and completion of dye study or modeling	Not later than three months after completion of construction.

Progress reports shall be submitted to the Agency every six months from the modification date of this permit until the operational level has been obtained. Upon the Agency receiving both, notice that the operational level has been obtained and a dye study or mixing model that expresses the dilution obtained with the Mississippi River, the Agency will verify such status and the permittee will be notified by letter that the Nickel concentration and load limits set forth in this permit do not apply. After receipt of this letter, Permittee shall monitor Nickel at the frequency and by the sample type listed on pages two, three and four of this permit. Any construction or modifications to the wastewater treatment system or effluent conveyance structure must be submitted to the Agency for approval. While the IEPA acknowledges that this mixing will be adequate to conclude that reasonable potential no longer exists to exceed the water quality standards for nickel, the dye study or modeling is required so that dilution ratios for the Zone of Initial Dilution and mixing zone are known for future reference.

Reporting

The permittee shall submit a report no later than fourteen (14) days following the completion dates indicated for each numbered item in the compliance schedule, indicating, a) the date the item was completed, or b) that the item was not completed. All reports shall be submitted to IEPA and USEPA at the following addresses:

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

ATTENTION: Compliance Assurance Section

United States Environmental Protection Agency
Region V
Water Division
230 South Dearborn Street
Chicago, Illinois 60604

ATTENTION: Compliance Section

SPECIAL CONDITION 27. Mercury must be monitored using USEPA Method 1631. Prior to analysis, digest the sample using the option in 1631E of heating samples at 50° C for 6 hours in a bromine chloride (BrCl) solution in closed vessels.

SPECIAL CONDITION 28.

Schedule of Compliance with Annual Average Mercury Effluent Limitations

Project Description: Permittee shall achieve compliance with the effluent limitations for Mercury in three phases. In Phase I Permittee shall sample and analyze potential sources of wastewater mercury at the refinery, and/or incoming crudes. Permittee may also perform modeling to identify mercury disposition and partitioning in process and wastewater streams. In Phase II Permittee shall identify additional technology if necessary to comply with the annual average mercury concentration and load limits listed on pages two, three, and four of this permit. In Phase III Permittee shall design and implement the selected technology. Operation level must be obtained by the completion date of Phase III. If no technology is identified which would allow Permittee to comply with the limit, the Permittee may apply to the Illinois Pollution Control Board for an adjusted standard or a site specific rule change.

Unless a site specific rule change has been granted, the Permittee shall achieve compliance with the annual average Mercury limits as specified in this permit for discharge number(s) 001, 001/002, and 002 by completion of the project described above in accordance with the following compliance schedule:

	ITEM	COMPLETION DATE
1.	Phase I Progress Report	6 months from modification date
2.	Phase I Progress Report	12 months from modification date
3.	Phase I and II Progress Reports	18 months from modification date
4.	Final Phase I Report	24 months from modification date
5.	Phase II Progress Report	30 months from modification date

Special Conditions

6.	Phase II Pilot Plant Progress Report	36 months from modification date
7.	Final Phase II Report and Phase III Progress Report	42 months from modification date
8.	Phase III Progress Report	48 months from modification date
9.	Phase III Progress Report	54 months from modification date
10.	Final Phase III Report and Operational Level must be Obtained	60 months from modification date

Progress reports shall be submitted to the Agency every six months from the modification date of this permit until the operational level has been obtained. The reporting requirements listed in Special Condition 26 also apply to this special condition.

Attachment H

Standard Conditions

Definitions

Act means the Illinois Environmental Protection Act, 415 ILCS 5 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 Pub. L. 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 imposing 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 measurement, 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.

Aliquot 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 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 conditions of this permit. Proper operation and maintenance includes effective 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 purposes 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 the sample, 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) of this 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 authorization is submitted to the Agency.

(11) 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 reoccurrence 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 permits. A permit may be automatically transferred to a new permittee if:

(a) The current permittee notifies the Agency 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 acrolein 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 discharger 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:

(a) User charges pursuant to Section 204(b) of the Clean Water Act, and applicable regulations appearing in 40 CFR 35;

(b) Toxic pollutant effluent standards and pretreatment standards pursuant to Section 307 of the Clean Water Act; and

(c) 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 reissued 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, tampers 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 this 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, sludges, slurries, 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 condition(s) included in this permit, the other condition(s) 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 F, 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.

(Rev. 3-13-86)

Exhibit F

DEPARTMENT OF THE ARMY
ST. LOUIS DISTRICT, CORPS OF ENGINEERS
1222 SPRUCE STREET
ST. LOUIS, MISSOURI 63103-2833

REPLY TO
ATTENTION OF:

January 25, 2008

Regulatory Branch
File Number: MVS-2007-777

YTB International, Inc.
9001 East Edwardsville Road
Wood River, Illinois 62095

And

Mr. Jay Rankin
ConocoPhillips
900 South Central Ave
Roxana IL 62084

And

Mr. Steven Palen
City of Wood River
111 North Wood River Avenue
Wood River, Illinois 62095

Dear Sirs:

This correspondence is in reference to a jurisdictional determination for an application package for YTB International, Inc. (YTB), dated November 12, 2007. The application was part of a request for a new complex of buildings and associated infrastructure. The project site is located between Highway 143 and Old Alton - Edwardsville Road in Wood River, Madison County, Illinois. The site contains an emergent wetland that is part of a watercourse originating northeast of State Highway 255. The watercourse terminates within an off-site lake on property owned by ConocoPhillips. **The wetland, off-site lake, and entire watercourse have been determined to not have a direct surface connection to the Mississippi River, and therefore, will not be considered as waters of the United States.** The project is located in Section 25 and 26, Township 5 North, Range 9 West, Madison County, Illinois.

A site visit was conducted on the YTB Property on November 28, 2007. Present during the investigation were Mr. Gary Caruthers, Blotevogel Associates, Inc; and Laurie Farmer, U.S. Army Corps of Engineers, Regulatory Branch (USACE). During the site visit, an existing emergent wetland was observed. This wetland was mapped as a blue line on the USGS topographic map, and it originates within the Mississippi River bluffs. The "blueline" watercourse reaches the river's historic floodplain, and then flows through the YTB Property. Within the YTB Property, hydrology was diminished enough to produce wetland conditions, rather than a tributary with an Ordinary High Water Mark. Preliminary development plans for YTB proposed to reroute the wetlands to create additional building pads and on-site detention.

While reviewing the YTB property, portions of the linear, emergent wetland had shown evidence of recent vegetation removal and excavation activities. Per a December 7, 2007 phone discussion with Mr. Steven Palen, excavation activities were performed by the City of Wood River to provide maintenance of the

channel and prevent flooding and back up into city streets. Mr. Palen was informed during the phone call that excavation within waters of the United States, including wetlands, requires a Section 404 Permit. However, it was uncertain whether this wetland maintained a connection with the nearest Traditional Navigable Water, the Mississippi River.

A site visit was conducted on the ConocoPhillips Property on December 17, 2007. Present during the investigation were Mr. Jay Rankin, ConocoPhillips; Laurie Farmer, USACE; and Kale Horton, USACE. The site visit was conducted to review the conditions of Smith Lake, which was identified as the receiving water from the wetland on the YTB property. The site visit was conducted to observe whether there was any direct surface connection to other waters of the United States, and subsequently the Mississippi River. The outside perimeter of the pond was reviewed for the presence of any outflow structures. No outflow structures were observed; only inlets. Smith Lake was determined to not have a direct surface connection to the Mississippi River

Section 404 of the Clean Water Act assigns responsibility to the Secretary of the Army to administer a permit program to regulate the placement of dredged or fill material into waters of the United States. The placement of any dredged or fill material into waters of the United States below ordinary high water elevation, or in wetlands adjacent to these waters, must be authorized by a Section 404 permit.

Based upon our site visits conducted on November 28, 2007 and December 17, 2008, a review of the U.S. Geological Survey 7.5-minute topographical map, soil survey and National Wetland Inventory maps, we determined that the wetland, the upstream headwaters, terminating Smith Lake, and the entire blue line system connecting these waters would be considered as isolated and not as waters of the United States. As a result of this determination, **a Department of the Army, Section 404 permit would not be required** if there are any proposed impacts within these identified waters. This letter pertains only to the above listed waters. Therefore, any plans for development within other waters or wetlands, may require subsequent authorization from this office. This determination is applicable only to the permit program administered by the Corps of Engineers. It does not eliminate the need to obtain other Federal, state or local approvals before beginning work.

This letter contains an **approved jurisdictional determination** for these waters. If you object to this determination, you may request an administrative appeal under Corps regulations at 33 CFR Part 331. Enclosed you will find a Notification of Appeal Process (NAP) fact sheet and Request for Appeal (RFA) form. If you request to appeal this determination you must submit a completed RFA form to the Mississippi Valley Division Office at the following address:

James B. Wiseman, Jr.
Administrative Appeals Officer
CEMVD-PD-KM (Mississippi Valley Division)
P.O. Box 80 (1400 Walnut Street)
Vicksburg, MS 39181-0080
Phone: (601) 634-5820 Fax: (601) 634-5816

In order for an RFA to be accepted by the Corps, the Corps must determine that it is complete, that it meets the criteria for appeal under 33 CFR part 331.5, and that it has been received by the Division Office within 60 days of the date of the NAP. Should you decide to submit an RFA form, it must be received at the above address by **April 22, 2007**.

This **jurisdictional determination** is valid for a period of five years from the date of this letter unless new information warrants revision of this determination before the expiration date.

If you have any questions please contact Laurie Farmer at (314) 331-8810. Please refer to file number 2007-777.

Sincerely,

Keith A. McMuller

Alan Edmondson
for Project Manager
Illinois Permit Region

Copies Furnished: (w/o enclosures)

Mr. Gary Carruthers
Botevogel Associates, Inc.
2 Ginger Creek Parkway
Glen Carbon, IL 62034

Mauer, IDNR
Allison, IEPA

CHECK DATE
01/12/12

Bank of America
Atlanta, GA

VOID AFTER 180 DAYS

McGUIREWOODS
ONE JAMES CENTER
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64-1278
611 GA

CHECK AMOUNT
********75.00

SEVENTY-FIVE AND 00/100 Dollars

PAY TO THE ORDER OF ILLINOIS POLLUTION CONTROL BOARD
Chicago, IL

TWO SIGNATURES REQUIRED IF OVER $10,000.00
AUTHORIZED SIGNATURE
SIGNATURE HAS A COLORED BACKGROUND - BORDER CONTAINS MICROPRINTING

"466579" :061112788: 0032998099721"

Transaction Date: 1/17/12

ILLINOIS POLLUTION CONTROL BOARD
100 W. RANDOLPH ST.
SUITE 11 - 500
CHICAGO, ILLINOIS 60601

INVOICE
28645

PURCHASER/FILER:

Name: D. L. REISER
Firm: McGUIRE WOODS LLP
Address: 77 W. WACKER, SUITE 4100
City/State/Zip: CHICAGO, IL 60601
Phone: 312/849-8100

PAID JAN 17 2012

TRANSACTION TYPE		PAYMENT TYPE		
Opinion/Transcript Document Sale	Filing Fee	Cash	Check	Billable

Description	Unit Price	Unit	Amount
PCB 12-101	75 00	1	75 00
CONOCO PHILIPS ✓			
IEPA			
TOTAL			$75 00