

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Finance Docket No. 34797 – Sub Docket 1

**New England Transrail, LLC, d/b/a Wilmington & Woburn Terminal Railway – Petition
For an Exemption from 49 U.S.C. § 10901 To Acquire, Construct and Operate As A Rail
Carrier On Tracks and Land in Wilmington and Woburn, Massachusetts**

**COMMENTS OF WILMINGTON, MASSACHUSETTS ON SCOPING
FOR DRAFT ENVIRONMENTAL IMPACT STATEMENT,
PURSUANT TO ORDER DATED SEPTEMBER 30, 2016**

The Town of Wilmington respectfully submits the following and attached Scoping Comments pursuant to the September 30, 2016 Order and Draft Scope of Study for EIS issued by the Surface Transportation Board's Office of Environmental Analysis (OEA). These Comments affirm and supplement in several substantial respects the spoken comments of Wilmington's Town Manager, Jeffrey Hull, at the OEA's public scoping meeting in Wilmington on October 25, 2016, and the materials previously submitted by Wilmington as preliminary environmental comments on September 9, 2016.

Included and incorporated in these Scoping Comments are the following detailed, peer-review technical reports relevant to OEA's forthcoming Draft Environmental Impact Study (DEIS):

1. Comment letter of GeoInsight, Inc. dated November 23, 2016.

For 13 years, GeoInsight's team of civil, geotechnical, and chemical engineers, geologists, hydrogeologists, compliance specialists, chemists, safety professionals, and environmental scientists has studied the Olin Chemical Site on which New England Transrail ("NET") proposes to construct and operate a multi-commodity, rail-to-truck transloading facility, and reviewed the investigation of the Superfund Site by the Massachusetts Department of Environmental Protection ("MADEP") and U.S. Environmental Protection Agency ("EPA"). GeoInsight carefully has evaluated the technical submittals of NET with respect to proposed development at the Site. In its comments, GeoInsight addresses the technical deficiencies of NET's submittals; practical incompatibility of the proposal with the completion of EPA's CERCLA feasibility study; and its recommendations for DEIS evaluations of on-site DAPL containment area impacts, hydrological impacts (water volume, rate, and quality), site work construction impacts, rail, roadway, building and infrastructure impacts on soil and groundwater, and the combination of impacts that warrants evaluation under Applicable Regulations.

2. Comment letter of TEC, Inc. dated November 23, 2016.

TEC is an integrated traffic and transportation engineering, planning, and design firm with personnel based in and outside the United States, including the commenting Professional Traffic Operations Engineer based near Wilmington. In its comments, TEC addresses multiple deficiencies in the data and conclusions of NET's traffic study, including matters involving trip generation, similar facility information, annual ambient traffic growth rates, trip distribution information, site access, rail operation impacts, intersection collision history, capacity analysis, and off-site mitigation. TEC offers recommendations for the scope of OEA's DEIS transportation review.

Wilmington also submits correspondence to OEA from its Director of Public Works, Michael Woods, concerning Wilmington's perspective on the unique historical and potential project-related impacts to the Town's water and hydrogeological resources, including the Site's severe repercussions for Wilmington's potable water resources and the vulnerability of those resources to NET's proposed development.

INTRODUCTION

As Mr. Hull expressed at the public scoping session, the DEIS is a crucial turning point in the fate of the Olin Chemical Site and the Wilmington community. STB will evaluate the environmental implications and possible permitting for a facility that was first proposed little more than one year ago but more than ten years after NET proposed a solid waste facility for this site. The "troubled history of the property" (STB's own words in requiring an EIS), the unfinished CERCLA investigation and remediation of the contaminated site, and the intense use that NET proposes combine to reinforce the Town's concerns.

In fact, the more one evaluates NET's submittals in relation to the complex Olin Site and its fallout, the greater the concern that approving this project would be premature. The complexity of the Site's environmental problems and the cumulative effect of the project's likely impacts make review in this case especially challenging. As OEA has declared, the DEIS must evaluate both the existing environmental conditions and the project's direct, indirect, and cumulative impacts on the environment. At this juncture at least, the environment of the Olin Site is uniquely unsuitable for a large, multi-modal transloading facility. Existing conditions include unresolved on-site and off-site groundwater contamination, interconnected groundwater aquifers, significant on-site wetland resources, a recorded conservation-restricted adjacent property, a high water table, a vulnerable but crucial subsurface structure to contain the Site's most highly concentrated contaminants, a recorded prohibition on excavation in the area of that containment structure, the Site's mixed-use but suburban setting, and the lack of any CERCLA feasibility study for remedial options.

Environmental impact review of this project therefore needs to be especially rigorous. In this case, OEA should extend the required "hard look" at environmental consequences of

approval¹ to critically evaluate the information that is needed - but so far lacking - to conclusively demonstrate the project could be constructed and operated in a manner not "inconsistent with the public convenience and necessity." 49 U.S.C. § 10901. Gaps in the EPA-supervised groundwater investigation² and the absence of a feasibility study cannot be resolved before the DEIS is prepared, amplifying the uncertainty and risks posed by NET's project plans. Documented data gaps and fundamental deficiencies in NET's submittals also are unlikely to be resolved before the DEIS is prepared. They therefore also must be reflected in OEA's analysis. The deficiencies in NET's submittals are glaring, not trivial, and relate to issues of traffic impacts, site access, public safety, disturbance of groundwater and contaminant pathways, provision of effective stormwater treatment structures and protocols, wetlands mitigation, and impacts on the critical subsurface DAPL containment cell.

I. Background and Site History.

Wilmington and its residents have endured severe hardship ever since contamination was discovered at this property. The community lost all use of five of its original nine public drinking water wells in 2003 due to contamination from the Olin Site, and the Town has had to purchase and import much of its water from neighboring communities beginning in 1999 and from the Massachusetts Water Resources Authority since 2009. MADEP ultimately ceded control of its Site investigation to EPA, which declared the Olin property a national priority list site. It took many years to identify the nearly 300 chemical constituents present in the soil and groundwater there, including N-nitrosodimethylamine (NDMA), a human carcinogen that was found in four of the municipal wells and was produced by in-situ reactions of ammonia and other chemical compounds. This environmental disaster on Eames Street has placed significant health and economic stress on the 22,000 citizens of Wilmington.

As a result, the Town's native drinking water resources are uniquely vulnerable to further impacts. Wilmington is determined to protect its remaining supply and hopes to eventually bring the closed wells back on-line. Its residents and officials are especially sensitive to an industrial development of this type on this parcel in the wake of all that has occurred there. Even a thorough DEIS will not ensure that the progress made so far is not undermined by the proposed facility. OEA must consider that further progress must be made in addressing the contaminated groundwater and other resources on and off of the site.

II. Ongoing Remediation Efforts at the Site; Additional CERCLA Impact Category.

The site and the area that surrounds it have been subjected to extraordinary environmental impacts and injustice. Investigative and remediation efforts are underway but are far from complete. At this point, any new development that proposes to store, move, and transload hazardous materials at the Site - particularly a proposal so lacking in relevant information - is irresponsible and should not be considered for permitting until the CERCLA investigation and remedial option selection process are concluded.

¹ See, e.g., Earth Island Inst. v. U.S. Forest Service, 351 F.3d 1291, 1300 (9th Cir. 2003).

² Just last week, at EPA's insistence, Olin sought Wilmington's consent to advance additional off-site borings to evaluate groundwater conditions that are relevant to further evaluate the integrity of the subsurface DAPL containment cell, over which NET proposes to construct its four-acre cross-docking warehouse.

Perhaps the greatest concern here is the unpredictable outcome: How will remediation efforts be affected by this new development? Will an NET transloading facility -- with 32 acres of paved surfaces and structures, no undisturbed areas, no effective stormwater treatment plan, 800 truck trips per day, and extensive hazardous material transloading -- complicate or limit the efforts to clean up the site? What assurances can there be that NET's construction and operation of this intermodal facility will not hamstring responsible remediation of the existing contamination?

Expert in addressing Superfund processes and industrial development, GeoInsight opines: "From a practical perspective, it will be difficult for USEPA to require substantial modifications/changes once the new infrastructure is in place. Consequently, compromises in remedial approach/methods may be made to accommodate the redevelopment." Indeed, as noted in Wilmington's September 9, 2016 preliminary environmental comments, NET's development plan does not allow any space on the site for a temporary or permanent reconfiguration of its improvements if that became necessary for further investigation or remedial activities.

We respectfully ask OEA to include an additional Impact Category to specifically address the implications of the proposed development for the on-going Superfund processes at the Site. After all, the Olin Site investigation and remediation are -- and will be -- essential features of the "environment" at that property. They are no less deserving of specific study than biological resources, transportation, air quality, and the like. Establishing an additional impact category will facilitate a coherent and comprehensive consideration of facts and opinions concerning the project's impact on CERCLA activities. Among the matters that should be addressed specifically in this regard is the impact of overall excavation, construction, and operations on the integrity of the vulnerable DAPL containment area. The containment cell matter also is relevant to the discussions below concerning phasing of construction/operations and geology and soil impacts.

III. Phasing of Construction and Operation; Review Timeframes.

For all impact categories, OEA should require review of impacts as of various dates. NET proposes to build out a new facility in two phases. It would pave over and construct a large cross-docking warehouse on top of the unstable DAPL containment area, which may have to be reconstructed, pumped out, capped, or otherwise remediated. The integrity of this structure has evaded reliable study and its fate is uncertain. NET therefore has had to propose to build on top of it only after the area is addressed by Olin and EPA. That delay does not eliminate impacts on the containment cell -- heavy loading and vibration of construction and transloading operations are likely to further destabilize it and open new pathways for contaminants -- but it does mean that an essential portion of the project (the four-acre cross-docking warehouse) would not be constructed for several years after the first phase. How many years later -- 3 or 5 or 10 years -- is unclear.

Therefore, it is appropriate for OEA to evaluate environmental impacts of construction and operation, including transportation and all other impact categories, not only as of the time the first phase is built and enters operation, but also -- and separately -- as of the time the second

phase may be built and operated. The gap in time may be very significant, and prevailing environmental conditions may be very different. The scale of NET operations, including its use of rail and trucks, also would be much greater after a second phase is constructed.³

IV. Transportation.

Before attempting to evaluate the substantive impacts of the proposed project on transportation, the many deficiencies of NET's traffic study⁴ must be acknowledged. The attached peer-review report from TEC details those deficiencies in data and analysis. They include the following:

- Bayside Engineering's appendices are not publicly available;
- Its time horizon is not consistent with best EIS practices;
- Trip generation data has not been independently collected or verified;
- No daily traffic data has been provided for other similar facilities;
- Bayside's historical annual, ambient traffic growth rate appears to be grossly understated;
- Trip distribution assumptions are unsupported by any methodology or information about the likely origins and destinations of the many different materials that NET would transload;
- Bayside provides no sight distance summary or detailed safety evaluation for the existing (sole) site access point and the nearby intersections;
- Bayside fails to address basic considerations for the sole point of access (Eames Street), including practical and legal capacity for safety or operational improvements;
- There is no acknowledgment of collision crash histories and high crash locations near the site;
- Major increases in site-related truck traffic could degrade safety at certain critical intersections near the site, in the absence of geometric and other improvements that Bayside does not address;
- The proponent's capacity and queue analysis indicates that long delays and queues occur at strategic intersections during morning and evening peak hours, which will be exacerbated by facility-related truck traffic;
- Bayside's "study does not contain sufficient analysis to demonstrate that the impacts of the proposed project can be mitigated with the improvements described [because] it contains no analysis for a '2022 Build with Mitigation' scenario"; and
- The improvements recommended by NET's consultant are not stated as definitive commitments of NET and cannot be effectively evaluated based on the information provided.

In light of these and other considerations, TEC recommends several important areas of supplemental transportation analysis for the DEIS scope. Its recommendations are not restated

³ The two-stage review proposed here would not displace the need to evaluate traffic (or other impacts) on the basis of a 10- or 20-year time horizon for build and no-build scenarios. Rather, those horizons would run from each of the two dates relevant to NET's proposed phases of construction.

⁴ "Traffic Impact and Access Study," prepared by Bayside Engineering and dated July 22, 2016.

here at length, but include review of alternative access points and review of train layover and queuing attributes at the at-grade rail crossing and the impact of that on traffic flow and emergency services.

Wilmington separately notes, as a matter of practical observation and experience, that NET's trip distribution projections are unrealistic. NET claims that the 400 trucks that would arrive and depart the site each day would follow predictable routes away from residential areas. Experience, including trucking operations associated with existing industrial sites in Wilmington, suggests that practices would not be so consistent. In addition to the origins and destinations for the many types of commodities that would be hauled -- which locations NET has not identified -- truckers' schedules, business imperatives, bad weather, and road closures often affect routes. Moreover, unlike many other industrial facilities that generate truck traffic, NET would not own or control the movement of the trucks.

Alternatives and mitigation of traffic impacts may include a substantially reduced scale of operations, restriction of commodity types, and changes to intersection signalization and geometry. However, the proposed facility's single point of access and dependence on rail operations that could block traffic or emergency services are fundamental impediments to approval to construct and operate any substantial transloading facility at this site.

V. Public Safety.

Regarding public safety, the EIS scope should include whether emergency response would be adequate for this facility, which would have 800 truck arrivals and departures each day, through a single access point, with many of them carrying flammable liquids and other hazardous materials. Alternative access may not be feasible, since the site is bounded closely by railroad tracks on two sides and by a conservation-restricted property to the rear (south).

The risk of spills or fires involving propane, biofuels, glycols, or other hazardous or flammable materials, or of derailment of railroad cars carrying those materials, is heightened because of the existing site conditions. Closures of Eames Street during NET railroad deliveries could make it especially hard to ensure adequate emergency access. Moreover, existing water supply may be inadequate for firefighting needs in light of the proposed storage of up to 216,000 gallons of liquid propane on site.

The on-site storage and truck and rail transportation of these hazardous materials also present risks to Wilmington residents since, notwithstanding NET's characterizations, the project site lies near significant residential neighborhoods but at a distance from the major interstate highway, Route 93.

VI. Land Use.

On-site and off-site groundwater resources and wetlands are vulnerable to any spills or seepage of flammable or hazardous materials. OEA therefore should evaluate the land use impacts not only of construction and operation generally, but also specifically in relation to protocols for the proposed stockpiling of liquids and solids on site before transloading and for

the proposed railroad maintenance facilities⁵. NET has not provided that information. Moreover, while NET has said it would not transfer hazardous materials within the Groundwater Protection District that covers parts of the Site, storage of such materials (and of road salt) also should not occur within those protected areas.

In addition, some of the proposed activities, including stockpiling of road salt and other commodities and storage of liquid propane, would occur adjacent to the 20-acre portion of the Olin site that is protected by a recorded conservation restriction. The permitting process for remediation efforts at the Olin Superfund Site included a Massachusetts 401 Water Quality Certificate and a local Wetland Order of Conditions. Those documents acknowledged the disturbed nature of the site and the importance of preserving existing resource areas intact, since wetlands act as natural filters for toxins. The required Environmental and Open Space Restriction ("Conservation Restriction") was recorded in 2006.

The 2000 Order of Conditions (MADEP File #344-733) provided, in part:

The applicant has voluntarily agreed to restrict development of the remainder of the property from the wetlands associated with the south ditch property line. This will be accomplished through a Conservation Restriction . . . foregoing development opportunities in the area of the sulfate landfill and other "upland" areas, and for further resources alteration on the property. The area of the Conservation Restriction is 20.28 acre as (5.39 acres wetland, 14.89 acres upland). An additional area of wetlands north of the Conservation Restriction is wetlands, and no future alteration of these wetlands shall be permitted, except as required for hazardous waste investigation/remediation.[⁶]

The 2006 Conservation Restriction was negotiated between Olin and the Town of Wilmington. It explicitly provides that the restricted area be preserved in its natural, undeveloped condition, subject only to rights reserved to perform and maintain response actions required by MADEP and/or EPA. It also prohibits use of groundwater and surface water for private water supply, without prior MADEP or EPA approvals.⁷

The DEIS therefore should scrutinize the location, construction, and safety protocols for any proposed uses of land adjacent to the Conservation Restriction area, including any excavation and any storage or movement of liquid, volatile or corrosive materials.

More generally, as Wilmington has noted, the Olin Site lies on a regional hydraulic divide, includes several groundwater plumes, is connected to the Maple Meadow aquifer, and is linked to contamination of both public and private wells. Special attention therefore must be

⁵ Wilmington separately has questioned to STB and OEA whether NET's proposed railroad and equipment maintenance facilities – location to be determined – are integral to the project's rail operations, such that they may not be exempt from local and state pre-permitting. NET not only has failed to identify where those activities would occur on the property, but also failed to describe the activities in detail sufficient to permit a pre-emption determination.

⁶ The Order of Conditions also implemented a wetland restoration plan for three areas, including wetlands that are part of the existing West Ditch, which runs along the western boundary of the project property and in which NET now proposes to construct its Phase I cross-docking warehouse.

⁷ The Conservation Restriction is recorded at the Middlesex County Registry of Deeds, Book 20680, Page 1.

given to the additional stress and risks the project may impose on those resources, which communicate hydrologically with the wetlands.

Finally, excavation of soils within the footprint of the existing subsurface DAPL Containment Area is legally prohibited. A Notice and Declaration of Restrictive Covenant was filed in the land records of Middlesex County on October 9, 2012, runs with the property, and is binding on all parties having any right, title, or interest in the property. (*See* Remedial Investigation Report – Operable Unit 1 & Operable Unit 2^[8], as submitted to EPA by consultants for Olin Chemical Co. on July 24, 2015.) As characterized by Olin itself, “the deed [restriction] indicates that no excavation of any kind shall occur within the Containment Area or the Calcium Sulfate Landfill [CSL] except such excavation necessary to maintain the contours of the existing cap on the CSL, and shaping and grading as required to install a cap on the Containment Area.”

NET, Olin’s proposed successor in title, proposes to excavate to construct the four-acre docking warehouse directly above the Containment Area. Absent a negotiated or mandated dissolution of the 2006 Restrictive Covenant, such excavation is legally prohibited.

VII. Biological Resources.

Significant harm to the natural environment is probable, due to the scale of the proposed project and its proximity to wetlands and other ecological receptors. Of course, wetlands are protected under federal law, as well as state and local law. The waters of the United States on and adjacent to the site are more extensive than shown on the GIS layer and on NET’s plan. The scale and level of detail on those plans are grossly inadequate. All flagging and characterization of jurisdictional wetlands and other receptors needs to be reviewed for accuracy and certification by qualified wetland scientists. Engineer-surveyed plans should clearly depict elevation data, water flow directions, and ultimate proposed discharge locations.

Notably, NET is proposing to run railroad tracks (and locate liquid propane holding tanks) adjacent to the conservation-restricted parcel to the south; to erect and operate a warehouse for railroad cross-docking completely over the footprint of the West Ditch⁹; and to locate buildings and tracks over streams and other jurisdictional waters. NET’s submittals do not allude to these environmental issues, much less propose meaningful replication of disturbed wetlands or other mitigation. Even wetland areas that NET’s plan shows as “excavated” would be protected if they meet applicable resource definitions. The precise current location of wetland and water body boundaries is needed in order to even begin to evaluate whether wetland alterations can be avoided and, if not, the extent of the proposed alterations and the resulting replication that would be necessary to meet regulatory requirements.¹⁰ That and other data, including facility design and construction process information, also is needed to evaluate whether and how a facility is designed to minimize off-site impacts. For example, parcels along

⁸ Operable Unit 1 refers to soils, and Operable Unit 2 refers to surface waters, at the Superfund Site located on and adjacent to the Olin property.

⁹ Rudimentary measurement indicates that impacts to the West Ditch would exceed one-half (1/2) acre.

¹⁰ The need for a new delineation of wetland boundaries also is addressed by the U.S. Army Corps of Engineers in its September 9, 2016 correspondence to OEA.

nearby Jewel Drive have stormwater management systems linked to streams that would be impacted by an NET project.

A major potential impact on biological resources, and on the spread of existing site-related contaminants, is the huge burden of stormwater that would flow from the 32 acres of new paving and structures at an NET facility. NET has failed to demonstrate how it would manage stormwater at the site, and there is no plan or explanation so far how the site design would incorporate stormwater structures above ground or below ground without invading contaminated soils or the groundwater. As noted, the five acres of wetlands located just south of the project property and protected by the 2000 Order of Conditions and 2006 Conservation Restriction also are vulnerable not only to stormwater runoff from a constructed facility, but also to any seepage or accidental spills arising from NET facility excavation, construction, operations, or materials storage.

Moreover, as Wilmington has noted previously, the proposed facility is too expansive for this site. NET's proposed design does not leave sufficient space to accommodate adequate stormwater controls and temporary or permanent adjustments necessary for the Superfund process. The design also does not leave sufficient space to implement any wetland replication that may be required to mitigate the proposed large-scale disturbance and elimination of resource areas.

One area impacted by stormwater runoff will be the South Ditch. There are on-going discharges of site contaminants to that area that are not well understood. It is difficult to imagine how the site could be developed without using existing drainage of South Ditch as part of stormwater control. Yet, any additional discharge of stormwater to South Ditch will exacerbate conditions and complicate eventual remedial options there.

Finally, NET proposes to remove at least 166 very large hardwood trees in three areas. That should be evaluated closely in relation to wildlife habitat edge within an already significantly disturbed and connected ecosystem.

VIII. Geology and Soils.

Other major considerations for scoping are the interrelated geotechnical impacts of excavation, construction, and operation of a facility. The GeoInsight report submitted with these comments addresses those priorities and provides relevant recommendations for the DEIS.

The many geotechnical considerations include: (i) impacts of overall construction and operations on the DAPL containment cell, including pore water pressures and associated hydraulic gradients within the containment structure; (ii) site work construction impacts, including disturbance, excavation and grading, and the need for a comprehensive soils management plan, at a site with high ground water table, existing contamination, and a binding prohibition on excavation in some areas; and (iii) the effects of massive loading and vibration from construction and truck/rail/transloading operations on the subsurface environment, including impacts on soil settlement and soil pore water equilibrium, which could influence contaminant concentrations and mobility.

Regarding excavation, it is worth noting that NET claims it would excavate to a maximum depth of four (4) feet below finished grade, but with grading and compaction of soils, it would be difficult not to invade the relatively shallow water table. Groundwater at this site lies approximately 6 to 9 feet below the current grade. Maintaining sufficient vertical separation across a 32-acre site would be difficult. As noted above, it also may be impossible in the construction of storm water controls. In passing, NET refers to the “average elevation” at two (2) generalized areas of the site. It provides no detailed data or contour plans, despite the importance of the groundwater issue and the wealth of elevation data generated during the Superfund site investigation.¹¹

IX. Water Resources.

In its attached comments, as previously, GeoInsight also addresses hydrogeological impacts to surface water and groundwater regimes at the site, and recommended steps to responsibly evaluate these impacts in the DEIS.

The proposed extensive excavation, grading and site development activities for this project will alter the local ground water flow regime. That is problematic for this site in particular, which lies on a regional hydraulic divide, includes multiple groundwater plumes, and contains contaminated ground water (OU 3) that has not yet been assessed or remediated under EPA supervision.

As noted just above, a further, major concern is the management of stormwater to prevent or mitigate infiltration of facility-contaminated runoff into the site’s already contaminated soils and groundwater. The EPA has identified improperly managed stormwater runoff as a leading cause of water quality impairments in lakes, rivers, wetlands, and groundwater. As a general matter, pollutants carried by stormwater runoff have significant and harmful effects on drinking water supplies, resource areas, and wildlife. The risk of such impacts in this case is multiplied enormously by the scale of the project, its location in the midst of a complex ecosystem, and its proximity to sensitive receptors.

GeoInsight explains that “the scale of the proposed NET development, in combination with the Site topography and surroundings, will result in extraordinary stormwater runoff and complex stormwater management needs during and following construction.” These concerns thus extend to construction activities, as well as post-construction operations. They concern both the volume and rate of runoff and the quality of runoff. The proposed facility would entail very large-scale truck operations, railroad operations, railroad and equipment repair, and transloading and storage of all types of hazardous and non-hazardous materials. Stormwater thus would come into contact with a wide variety of contaminants prior to any treatment or management.

NET has not meaningfully addressed these impacts or proposed adequate structures and measures to mitigate and control impacts. Under MADEP Stormwater Policy Standard 5 and

¹¹ As explained above, all excavation within the footprint of the existing DAPL containment cell – whether for a docking warehouse or any other purpose unrelated to CERCLA remediation – is legally prohibited by the perpetual Notice and Declaration of Restrictive Covenant recorded on the property by Olin in 2012.

generally applicable standards, the proposed land use is considered a Land Use with Higher Potential Pollutant Loads (LUHPPLs). Those uses include industrial facilities such as the storage of hazardous materials, storage of petroleum products, transportation facilities, fleet storage, vehicle service and equipment cleaning, railroad yards, and railroad equipment maintenance. However, stormwater runoff from the NET site has an especially high risk of contamination by contact with various pollutants such as oil and grease, and hazardous substances. Any stormwater management system structural Best Management Practices (BMPs) associated with this site must be designed to very specific and stringent specifications to provide water quality and limit the potential risk for contaminated discharge. This is **not** achieved by only adding “oil/water separator treatment manholes.” These types of BMPs (oil/particle separators) are pretreatment devices that are designed as “offline” systems. Properly designed oil/water separators typically are designed to bypass higher magnitude storm events to limit the re-suspension of pollutants trapped in the device. Thus, any significant storm event would seemingly discharge stormwater runoff from 32 acres of impervious surfaces without any treatment or energy dissipation. Oil/water separators are not considered for terminal treatment practices suitable for stormwater discharges from a LUHPPL.

Accordingly, as GeoInsight states, OEA should insist upon a detailed Stormwater Pollution Prevention Plan with acceptable measures for pretreating, treating, and safely discharging stormwater runoff from the proposed development. That plan should include all outfall locations to ensure that such areas are suitable for receiving this discharge.

Given the proposed complete occupation of the site with infrastructure, buildings and roadways, and the limitations on excavating into contaminated groundwater at this site, it is hard to conceive how an effective plan could be developed to manage the huge new burden of stormwater.¹² That is an extraordinary situation at a site that already has been so severely impacted by contamination of soil, surface water, and groundwater.

Finally, as the U.S. Army Corps of Engineers has explained in its September 9, 2016 correspondence to OEA, any deposit of fill materials to wetlands and other waters of the United States that is not directly due to CERCLA clean-up activities would require an Army Corps of Engineers Permit. That in turn would require the issuance of a MassDEP Water Quality Certificate. The DEIS therefore should include an alternatives analysis for the avoidance, minimization and mitigation of such impacts, as required for the Army Corps 404 and MassDEP 401 permits.

¹² In point of fact, the site cannot physically accommodate all of the paving and structures NET proposes, much less adequate storm water treatment and controls (such as detention/retention basins, wet basin treatment, fore bays, and other appropriate BMP's). Many types of subsurface storm water structures are not feasible at this site because of the severe constraints on excavation and disturbance of existing contaminated soils and the shallow ground water table. While dedicated land thus is needed for storm water controls, NET has not allotted that in its site plan. According to NET's own data, the total area in square feet of just the proposed access roads and buildings (1,440,000 -- not including 16,000 linear feet of track, or railroad mechanical infrastructure, storage tanks, water tanks, and the other features that NET lists separately) exceeds the square footage of the entire 32-acre site (1,393,920).

X. Noise and Nuisance.

The site operations are proposed to be located approximately 1,000 feet from residences on Cook Avenue and within 1,500 feet of residences on both Main Street and Eames Street. Noise analysis for both the construction period and all shifts of operations for Phase I and II should be conducted with mitigation identification and demonstrating conformance with the applicable noise standards.

XI. Socioeconomics and Environmental Justice.

Federal law recognizes that “no group of people . . . should bear a disproportionate share of the negative environmental consequences resulting from . . . industrial development . . .” The neighborhoods near the Olin Site have borne a disproportionate burden already, in terms of groundwater impacts, other contamination, and impacts from decades-long site investigations. Among other things, they have had to forego use of their private drinking water wells.

In addition to fulfilling its mandate in all other respects, OEA should scrutinize the groundwater, noise, air quality, traffic, and public safety impacts of the proposed development for our most vulnerable residents. As for each other impact category, this review must extend to all direct, indirect, and cumulative impacts.

CONCLUSION

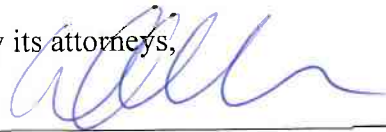
The stakes for this proposed development, at this location, and at this time in the history of the Olin Superfund Site and Wilmington, are enormous.

The environment at issue here is an unusual one. It includes the on-going CERCLA investigation of a complex NPL Site and remediation activities that have not yet been scoped, much less commenced. It is an environment that Wilmington and its residents have lived and struggled with for decades. The continuing uncertainties surrounding the Site, even apart from NET’s proposal, underscore the need for OEA to exercise special care in preparing the Draft EIS.

Respectfully submitted,

TOWN OF WILMINGTON,

By its attorneys,



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Dated: November 29, 2016

**EXHIBIT A
TO SCOPING COMMENTS
OF TOWN OF WILMINGTON**



GeoInsight®

Environmental Strategy & Engineering

November 23, 2016

GeoInsight Project 5611-001

Danielle Gosselin
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Surface Transportation Board
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Attention:

Docket No. FD 34797 (Sub-No. 1)

New England Transrail, LLC

Comments of GeoInsight, Inc. on Draft Scope of Study for the Environmental Impact Statement

Dear Ms. Gosselin:

GeoInsight, Inc. (GeoInsight), at the request of the Town of Wilmington (the Town), prepared the following comments for the Surface Transportation Board (STB) regarding the *Draft Scope of Study for the Environmental Impact Statement* for New England Transrail, LLC's (NET) proposed rail to truck transloading facility to be located at the former Olin Chemical facility at 51 Eames Street in Wilmington, Massachusetts (the Site). The Site is identified by the United States Environmental Protection Agency (USEPA) as the Olin Chemical Superfund Site. Because this project has the potential to result in significant environmental impacts, the STB's Office of Environmental Analysis (OEA) determined that the preparation of an Environmental Impact Statement (EIS) is appropriate pursuant to the National Environmental Policy Act of 1969 (NEPA). GeoInsight prepared this letter with the intent of assisting OEA with the development of a comprehensive and responsive Final Scope for the EIS.

INTRODUCTION

GeoInsight is a New England-based strategic environmental, geotechnical, and civil engineering consulting firm that was founded in 1993. Our professional staff includes civil, geotechnical, and chemical engineers, geologists, hydrogeologists, compliance specialists, chemists, safety professionals, and environmental scientists. We have been working with the Town for approximately 13 years providing environmental and engineering services, and as a technical advisor and environmental consultant providing review and comment on characterization, remediation, sampling, and risk evaluations associated with the Olin Chemical Superfund Site, its geology, hydrogeology, and contaminants. We have worked closely with the Town and

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Town's counsel in providing review and technical assistance in evaluating NET's various Site development proposals since 2005.

The complexity of the Site coupled with the timing and magnitude of NET's proposed transloading facility is an atypical project. Accordingly, we recognize the level of effort facing the STB and we offer our comments herein to assist OEA in the development of an appropriate scope for the EIS associated with NET's proposed redevelopment of the Olin Chemical Superfund Site property.

GENERAL DESCRIPTION OF SITE SETTING

The Olin Chemical Superfund Site includes an approximately 50-acre parcel, and adjoining off-Site areas impacted by historical manufacturing and waste disposal practices at the Site. The Site has been the subject of multiple intensive assessment and remedial efforts since the early 1980s. Relatively dense residential development surrounds the industrial area that includes the Site.

As a result of historical waste disposal practices at the Site, pools of dense aqueous phase liquid (DAPL) waste materials are present in the subsurface at the Site. The liquid wastes disposed of at the Site had high concentrations of dissolved inorganic constituents with fluid densities greater than water. These dense liquids migrated vertically to the bedrock surface, forming a brine layer in bedrock depressions within the aquifer. The DAPL pools contain elevated concentrations of several contaminants of interest, most notably n-nitrosodimethylamine (NDMA).

The presence of the DAPL and its dissolved/diffuse chemical constituents resulted in the contamination of five municipal water supply wells situated in the Maple Meadow Brook Aquifer, and the Town's loss of the aquifer as a water supply source in the early 2000s. NDMA, a potential carcinogen and constituent of concern at the Site, has been detected in several private water supply wells located in the vicinity of the Site.

A subsurface Containment Area, encompassing approximately five acres, was constructed on the Olin property to contain the on-property DAPL pool and diffuse phase plume. The structural integrity of the Containment Area is currently under evaluation by Olin. Since 1989, Olin has operated the Plant B groundwater recovery/treatment system. The system was installed in response to seepage of a light non-aqueous phase liquid (LNAPL) into the East Ditch. Remedial Investigation (RI) activities under the Superfund program are currently ongoing at the Site. A Feasibility Study (FS) has not yet been conducted.

SUMMARY STATEMENT

Based upon our expertise in site development and very strong understanding of the Olin Site, we are of the opinion that the proposed use of the Site by NET would result in significant cumulative impacts on a unique environment and that the variety and significance of these impacts warrants close study. STB/OEA have acknowledged the need for such study. The combination of the following conditions underscore the need for a rigorous EIS study:



- Site setting (wetlands, residential neighborhoods, very limited access, and limited truck routes);
- History of the Site and current Superfund status (feasibility study not begun and remedy not yet selected);
- Desire to restore the aquifer;
- Potential for the NET development to substantially alter hydrology;
- Significant alteration of terrain, including wetland areas, to accommodate proposed use; and
- NET's lack of detail and omissions on several essential aspects of the project impacts, which suggests an apparent disregard for or insufficient understanding of site design criteria.

In providing our comments on the scope for the EIS, GeoInsight has relied on our knowledge of the Olin Site and a thorough review and evaluation of the numerous NET submittals and correspondence provided to the STB since approximately 2005. These filings include NET's petition and related submittals in the current sub-docket.

The draft EIS scope of work is generally appropriate with a few notable exceptions that are specific to this Site and the complex interrelationships between the Superfund process and NET's proposed construction project. These topics are addressed in the following paragraphs and should be considered and incorporated into the draft EIS.

LACK OF SUPPORTING DETAIL WARRANTS INCREASED EIS SCOPE

NET's submittals lack supporting detail. The proposed development is very extensive and as proposed, will modify and use the entire Site, yet the details of the development are vague. Because they omit significant typical site development information, NET's submittals would not satisfy even a rudimentary evaluation of potential impacts. The complexity of the Site deserves a comprehensive assessment of the combined impacts.

POTENTIAL IMPACT ON FUTURE SITE SUPERFUND ACTIVITIES

The draft EIS should consider how NET's development will be made compatible with future USEPA requirements. It may be appropriate for the draft EIS to address this as a separate, additional impact category. Doing so would concentrate attention on this important aspect of the Site environment at the relevant stages of the proposed development.

Under the Comprehensive Emergency Response, Compensation and Liability Act (CERCLA), the Superfund program Feasibility Study (FS) activities have not yet been initiated for the Site and that RI activities are ongoing.

The FS is a comprehensive process that includes identifying remedial action objectives and evaluating the full range of possible methods available to attain the site-specific clean-up objectives. Consequently, it is uncertain how NET's development of the Site would materially impact the FS evaluation and the ability to subsequently conduct remedial activities at the Site.



It is also not clear what process will be employed to complete the FS if NET conducts redevelopment activities at the Site. Once the Site is redeveloped, it will be difficult to complete an objective evaluation of possible remedial alternatives. Infrastructure that does not currently exist at the Site, but that is installed during redevelopment, will certainly impact how the FS evaluations are completed. From a practical perspective, it will be difficult for USEPA to require substantial modifications/changes once the new infrastructure is in place. Consequently, compromises in remedial approach/methods may be made to accommodate the redevelopment.

ON-SITE CONTAINMENT AREA IMPACTS

The slurry wall that historically was installed at the Site was designed as a source control measure for on-property DAPL and dissolved constituents. The slurry wall and an associated temporary cap, referred to as the Containment Area, are an essential mechanism for controlling future contamination at the Site. The integrity of the Containment Area slurry wall has not been confirmed, and testing that has been required by USEPA is on-going. In fact, in December 2015, a new protocol for investigating the integrity of this structure failed to provide reliable information. In addition, plans for the permanent capping of the Containment Area have not been developed. Consequently, the current and long-term effectiveness of the Containment Area/slurry wall are not known.

Under the Water Resources category and Land Use category, the EIS should evaluate how the proposed use of the Site might impact the integrity and effectiveness of the Containment Area/slurry wall in the short term and long term. This will likely entail modeling of contained wastes under differing load states to assess what effect the redevelopment will have on the integrity of the slurry wall and pore water pressures and associated hydraulic gradients within the containment structure.

HYDROLOGICAL IMPACTS – VOLUME AND RATE

With regard to the Water Resources category, the scale of the proposed NET development, in combination with the Site topography and surroundings, will result in extraordinary stormwater runoff and complex stormwater management needs during and following construction. Runoff infiltrated in concentrated locations or directed off site will be very large compared to current conditions. That increased runoff will require careful design to prevent flooding and other adverse impacts. Our review of NET's submittals indicates that NET has not meaningfully addressed the stormwater impacts of its proposal or identified structures and measures to mitigate and control these impacts. GeoInsight requests that a comprehensive pre- and post-hydrological study be conducted as part of the EIS to evaluate stormwater volume and flow management, and how it will impact the surroundings (including sensitive areas of the Site such as the Containment Area and the South Ditch).

HYDROLOGICAL IMPACTS – WATER QUALITY

With regard to the Water Resources category, the wide range of potential Site uses and new potential contaminants to be handled at the Site will make stormwater treatment a complex effort. The design of stormwater quality management must be linked to the design of stormwater



flow and volume, and will require a well thought-out program that addresses the entire Site. NET's proposal lacks specificity with regard to potential contaminants in stormwater. In the absence of detailed information we anticipate that the EIS will assume a wide range of contaminants will be evaluated in stormwater and how those contaminants will be properly treated on-site. We further request that a draft Stormwater Pollution Prevention Plan (SWPPP) be prepared as part of the EIS requirements, and that the SWPPP satisfy the NPDES Industrial category for the Site. The intent of this subcategory must be to ensure that the proposed NET operations do not alter, contribute to, or exacerbate water quality conditions in the aquifer, which, as previously mentioned, the Town desires to be restored.

SITework CONSTRUCTION IMPACTS

The sitework for the development proposed by NET will be extensive and will disturb thousands of cubic yards of soil. A NPDES Construction General Permit (CGP) will be required from the USEPA based upon the expected extent of land disturbance. With regard to the Land Use and Geology and Soils categories, the EIS should consider that NET: describe pre- and post-development grading; document areas of cuts and fills (to assess impacts to contaminated areas); provide a comprehensive soil management plan; provide a comprehensive dewatering treatment plan; and provide a draft of the CGP SWPPP for review. It is currently unclear how much of the subsurface material that will be disturbed will be suitable for reuse on-site or how much material will have to be characterized and transported off-site for disposal; therefore, as part of developing the EIS, NET should provide a narrative of their overall planned development approach and specifics regarding proposed on-site soil movement.

RAIL, ROAD, BUILDING, AND INFRASTRUCTURE CONSTRUCTION IMPACTS

To the best of GeoInsight's knowledge, a geotechnical study of the Site has not yet been completed. With regard to the Geology and Soils category, the EIS must fully evaluate the impact of proposed development on the subsurface environment by completing a comprehensive geotechnical evaluation. We expect that new loads imparted at the Site will be significant. The method of supporting these loads must be evaluated in advance, so that the potential impacts of railbed and roadbed base preparation and installation of building foundations on soil and groundwater can be understood and controlled. For example, the new structures could cause an increased surface pressure over a large area resulting in soil settlement and changes in pore water pressures, which could influence contaminant concentrations and mobility. Similarly, the use of shallow intrusive ground improvements, and deep foundations such as piles, could have a significant impact to migration of contaminants and/or mixing of contaminants underground.

COMBINATION OF IMPACTS

The overall extensive nature of the proposed NET development at a Site already complicated by numerous conditions has rightfully triggered the need for an EIS. In GeoInsight's view, this demonstrates that the combined proposed and existing impacts warrant subjecting the development to Applicable Regulations (such as local Site Plan Review, local Stormwater Management Permits, local Groundwater Protection District, state Wetlands Protection Act, and state Stormwater Standards), which should be a primary goal of the EIS. The Town of



Wilmington has already been subject to environmental injustice (the contamination and subsequent loss of a significant municipal water resource) and deserves to be protected against further injustices. The scope of the EIS should include a requirement for NET to have its proposed development subject to all applicable regulations to ensure that receptors (in this case nearby residents and the environment) are carefully and fairly considered, and accommodated.

CLOSING

It is GeoInsight's desire to help OEA develop a scope of study that addresses not only direct impacts (many of which will be substantial in and of themselves), but also the significant indirect and cumulative impacts of the proposed NET development. Based upon our extensive knowledge of the Olin Chemical Superfund Site, the proposed use of the Site by NET does not appear practical or appropriate. Further consideration of such is not justified without strict and careful study that most appropriately can be completed through a detailed and comprehensive EIS.

If you have questions regarding these comments, please do not hesitate to contact the undersigned at (978) 679-1600.

Sincerely,
GEOINSIGHT, INC.

Michael C. Penney, P.E.
Senior Engineer/Principal

Michael J. Webster, P.G., L.S.P.
Regional Manager

Joel J. Trifilo, P.G., L.S.P.
Senior Geologist

cc: Jeffrey Hull, Town Manager
Shelly Newhouse, Director of Public Health
Daniel R. Deutsch, Town Counsel

EXHIBIT B
TO SCOPING COMMENTS
OF TOWN OF WILMINGTON



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121 Glen Road, Room 11
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November 23, 2016

RE: Preliminary Transportation Engineering Peer Review
New England Transrail, LLC – 51 Eames Street
Wilmington, Massachusetts

Dear Mr. Hull,

TEC, Inc. has completed a preliminary peer review of the potential transportation impacts associated with the multi-modal freight facility proposed by New England Transrail, LLC (hereinafter referenced as "NET") at 51 Eames Street in Wilmington, Massachusetts. We understand that the Proponent is advancing federal permitting through the Surface Transportation Board (STB) associated with the redevelopment of the former Olin site for the proposed use and its proposed access to the rail corridor. The following documents were received for our review:

- *Surface Transportation Board Notice - Docket No. FD 34797 (Sub-No. 1) – New England Transrail, LLC d/b/a – Wilmington & Woburn Terminal Railway - Notice of Intent to Prepare an Environmental Impact Statement; Notice of Availability of the Draft Scope of Study for the Environmental Impact Statement; Notice of Scoping Meeting; and Request for Comments on Draft Scope; Service Date: September 30, 2016*
- *Draft Traffic Impact and Access Study – Proposed Redevelopment – 51 Eames Street, Wilmington, Massachusetts, Bayside Engineering; July 22, 2016*

Overall, TEC finds that the recently issued traffic study fails to provide sufficient detail to accurately quantify the impacts of the project based on State, local, and general industry standards. Please note that the appendices of the Bayside Engineering (hereinafter referenced as "Bayside") traffic study were not publically available at the time of our review. The study does not contain sufficient analysis to demonstrate that the impacts of the proposed project can be mitigated with the improvements described by Bayside. Furthermore, the fundamental operational and safety attributes of the on-site traffic flows, checkpoints or weigh stations, site driveway design, and roadway intersections closest to the site should be closely evaluated prior to advancing other extensive analysis for outlying intersections in the Town of Wilmington and City of Woburn.

At the end of the letter, we offer our recommendations for a more extensive multi-modal transportation study within an expanded study area that should be incorporated in the pending Draft Environmental Impact Statement (DEIS). The comments on the following pages were compiled as part of TEC's review.

Study Methodology & Traffic Volumes Projections

1. Traffic impact analysis for incorporation into an Environmental Impact Statement is customarily based on a 10- and/or 20-year analysis horizon in order to assess the long-term impacts of the project as part of the National Environmental Policy Act (NEPA) review process. Although Massachusetts Environmental Policy Act (MEPA) thresholds may also apply, the Massachusetts-specific 7-year horizon should be considered inadequate.
2. The study relies on trip generation data provided by NET and does not appear to be independently collected or verified. Any future study should provide a more robust foundation of study based on several similar sites in a suburban setting. It should also evaluate the potential sensitivity of the independent variables that may affect future trip generation, such as acreage, number of daily rail cars processed, number of employees, and other characteristics.
3. The DEIS should include additional daily traffic data for other similar facilities, and the daily traffic volume characteristics of the area roadways in Wilmington and Woburn, in order to accurately assess the overlapping peak hour intervals for the existing and future roadway users.
4. Bayside estimates that the historical annual, ambient traffic growth rate experienced on area roadways was 1.0 percent per year. Bayside states on page 22 of the report that a conservative growth rate of 1.0 percent per year was applied to estimate the 2022 No-Build traffic volumes. However, the calculations to support this rate were not reviewed because the appendices were not publically available. As part of a prior municipal peer review for the 90 Eames Street project, TEC performed a comparison of the 2009 and 2014 turning movement counts, which showed a 2.8 to 4.4 percent increase per year since 2009.
5. The background projects for the future-year No-Build and Build scenarios should be updated prior to performing the traffic analysis for the DEIS. The analyst should consult with representatives from the Towns of Wilmington and Woburn.

Trip Distribution

6. Essentially all truck trips to/from the regional highway network were assumed to utilize Woburn Street to Presidential Way to access Interstate 93. The study provided no description of the method used to determine the distribution characteristics, including the likely origins and destinations of the materials transferred at the proposed facility. In addition to this information, the DEIS should include extensive travel time data to assess the likely use of Woburn Street (to the north), Route 129, Industrial Way to West Street, and Main Street (Route 38).



Site Access and Intersection Sight Distance Characteristics

7. The Bayside study provides no sight distance summary or detailed safety evaluation for the existing site access point and the nearby intersections. Existing traffic on Woburn Street, Main Street, and Eames Street appear to be traveling well in excess of the posted speed limits (speed limits signs ranging from 20 to 35 miles per hour). There are several concerning obstructions in sight distance for both normal passenger cars and trucks at the site driveway and both ends of Eames Street. The fundamental safety attributes of the site driveway and major access points near the site should be evaluated prior to considering other extensive analysis.
8. The conceptual site plan provided in Figure 2 shows building structures in extremely close proximity to Eames Street with no apparent area for on-site queuing for entering and exiting trucks, depiction of truck scales, or separate areas for truck and employee access. The DEIS should consider the potential for large trucks to be queued on the site and within the westbound lane on Eames Street. This should be considered a paramount consideration for site access since it could pose a capacity and safety issue for other motorists on Eames Street given the aggressive crest curve of the roadway over the rail corridor immediately to the east.
9. The DEIS should provide detailed plans to demonstrate the ability to provide auxiliary turn lanes, if warranted, at the site driveway and other adjacent intersections, including the availability of sufficient right-of-way or rights to private property to facilitate critical safety or capacity improvements. This may require bridge widening east of the site driveway and/or widening of the rail crossing west of the site driveway. The DEIS should assess the following potential safety and operational issues on Eames Street as they may negatively affect public safety or add significant delays for existing roadway users:
 - a. The potential for site-related trucks on Eames Street eastbound (waiting to turn right into the site) to queue across the at-grade rail crossing due to the apparent lack of on-site queuing for entering trucks;
 - b. The potential for rail cars to queue across Eames Street for extended periods while trains are stopped, or slowing on their approach to the proposed intermodal facility, and block all traffic on Eames Street.

Collision History

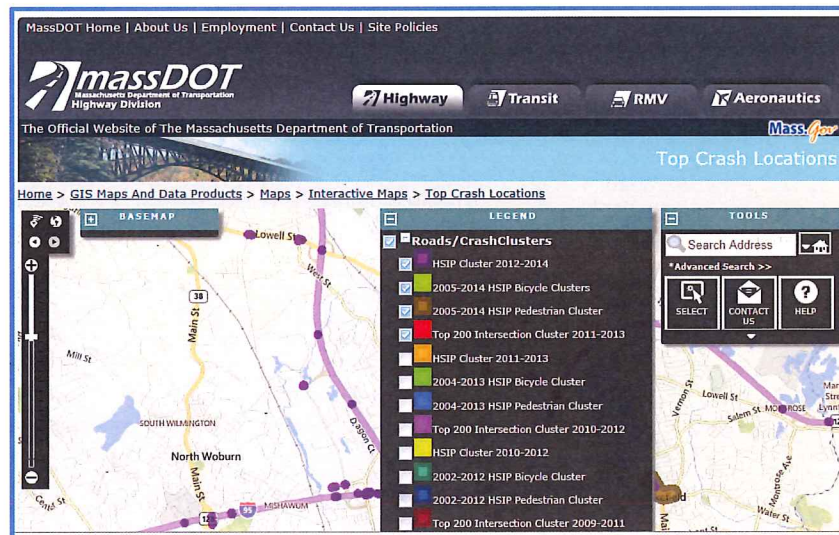
10. Bayside conducted a review of crash records for the study area intersections based on Town of Wilmington crash data for 2009 to 2013. Although the crash records indicate that crash rate for the Main Street (Route 38) / Eames Street and Woburn Street / Eames Street intersections are below the State and District-wide averages for unsignalized intersections, approximately 43 percent of the collisions at Main Street (Route 38) / Eames Street and 75 percent of the collisions at Woburn Street / Eames Street occurred during the peak hours. This may be an indication that heavy traffic congestion and driver frustration during the peak hours results in drivers using



inadequate and unsafe gaps in traffic to exit Eames Street onto Main Street (Route 38) and Woburn Street. Designated turning lanes and the installation of a traffic signal at each location may need to be considered to reduce congestion and improve safety.

11. The Bayside study fails to acknowledge that the following intersections in close proximity to the site are high crash locations, and are part of MassDOT's Highway Safety Improvement Program (HSIP) review based on 2012-2014 data (shown on the following page):

- a. Lowell Street (Route 129) at Woburn Street
- b. Lowell Street (Route 129) at West Street
- c. Main Street (Route 38) at I-95 Exit 35 Ramps System
- d. Presidential Way / Commerce Way at I-93 Exit 37C Ramp System



Screenshot of MassDOT's online database for Top Crash Locations
[Source: <http://gis.massdot.state.ma.us/maptemplate/topcrashlocations>]

12. The intersection of Woburn Street / Eames Street / Oxbow Drive would see a considerable increase in truck traffic associated with the NET proposal. Currently, trucks turning right from Eames Street eastbound to Woburn Street southbound are required to sweep over the centerline and occupy the entire roadway. The significant increase in truck traffic at this location is likely to result in a safety degradation if the intersection is not reconfigured. Bayside's reference to the potential signalization of this intersection should also be coupled with other geometric improvements, including auxiliary turn lanes and improved turning radii. However, it appears that a privately owned parcel on the southwest corner of the intersection would need to be acquired to facilitate these improvements. The DEIS should consider these important operational and safety needs.

Capacity Analysis

13. The capacity and queue analysis indicates that long delays and queues occur exiting Eames Street onto Main Street during the weekday morning and evening peak hours, which will be exacerbated by the additional traffic generated by the proposed facility. Additional truck traffic generated by the project through the area intersections will significantly increase delay and queues as trucks require longer start-up times and gaps in mainline traffic to exit onto Main Street. Trucks will also be required to travel at lower speeds through certain intersections due to constrained horizontal geometry. Any updated analysis should assume higher truck percentages in the traffic volumes.
14. Traffic exiting Eames Street onto Woburn Street also experiences long delays and queues during the weekday evening peak hour, and is exacerbated by the geometry of the intersection. Eames Street intersects Woburn Street at a skewed angle, creating a tight turning radius for vehicles turning right from Eames Street onto Woburn Street. In addition, the Woburn Street southbound approach widens to approximately 50 feet at the intersection, but is striped for only a single travel lane. The wide, sweeping right-turn radius allows vehicles to turn right from Woburn Street onto Eames Street at high travel speeds. Because Woburn Street southbound is striped as a single lane, it is difficult for drivers exiting Eames Street to determine whether vehicles on Woburn Street are turning right or continuing straight through the intersection, reducing the ability of vehicles exiting Eames Street to effectively utilize gaps in Woburn Street traffic. This wide turning radius also results in a stop line that is significantly set back from the intersection and requires additional time for vehicles to exit Eames Street. The DEIS should evaluate special adjustment factors for the unsignalized intersection capacity analysis to match the existing operating conditions.
15. The 2022 Build capacity analysis conducted for most of the study area intersections shows a poor level of service (Level of Service F) with extensive delays and queues during each peak period. The report contained no analysis for a '2022 Build with Mitigation' scenario. Therefore, the report does not contain sufficient analysis to demonstrate that the impacts of the proposed project can be mitigated with the improvements described by Bayside.

Off-Site Mitigation

16. The study provided recommendations for potential improvements, but does not state that they are definitive commitments of NET.
17. There is insufficient information and/or plans to evaluate the feasibility or merits of the mitigation proposal at this time.
18. The DEIS should evaluate predictable, reliable, and enforceable measures to direct truck traffic to the desired access point(s) to the Interstate highway system.

19. The DEIS should evaluate improvements that will provide infrastructure improvements for pedestrians and bicyclists.

Recommended DEIS Scope of Transportation Analysis

In addition to additional data and analysis within the study area included by Bayside, TEC recommends the following supplemental scope of transportation analysis within the pending DEIS:

- Detailed trip generation data for comparable intermodal freight sites over a number of days to provide an accurate projection of employee and truck trips associated with the proposed site.
- Evaluation of potential origins and destinations for the types of materials transported and extensive travel time data, by time of day, to determine vehicle distribution trends for truck trips to and from the site.
- Collect weekday morning, midday, and evening peak hour traffic data at the following intersections:
 - Eames Street / Site Driveway
 - Eames Street / Jewel Drive
 - Eames Street / Woburn Street / Oxbow Drive
 - Eames Street / Main Street (Route 38)
 - Woburn Street / Industrial Way
 - Woburn Street / Presidential Way / New Boston Street
 - Presidential Way / MBTA Exit Driveway (Woburn)
 - Presidential Way / Commerce Way / Atlantic Ave / I-93 Exit 37C (Woburn)
 - Industrial Way / West Street
 - West Street / Lowell Street (Route 129)
 - Lowell Street (Route 129) / Woburn Street
 - Lowell Street (Route 129) / I-93 Exit 38 Southbound Ramps
 - Lowell Street (Route 129) / I-93 Exit 28 Northbound Ramps
 - Main Street (Route 38) / Mountain Street (Woburn)
 - Main Street (Route 38) / School Street / Elm Street (Woburn)
 - Main Street (Route 38) / Alfred Street (Woburn)
 - Main Street (Route 38) / I-95 Exit 35 Rotary / Ramps (Woburn)
- Review of train layover and queuing attributes at the at-grade rail crossing of Eames Street and the impact on traffic flow and emergency services.
- Perform Road Safety Audits (RSAs) to thoroughly examine the safety characteristics of the study area intersections prior to introducing additional heavy vehicle traffic.
- Evaluation of alternative access points, possibly using other acquired private lands, to provide direct connectivity to Woburn Street, closer to Presidential Way.
- Perform updated capacity analysis for Existing, No-Build, Build, and Build With Mitigation Scenarios for at least a 10-year horizon.
- Perform field survey and/or other property research to develop feasible mitigation plans that preserve or improve intersection capacity or safety characteristics.

Mr. Jeffrey M. Hull
Preliminary Transportation Engineering Peer Review - New England Transrail, LLC
November 23, 2016
Page 7 of 7

Please do not hesitate to contact me at (978) 794-1792 if you have any questions regarding our review comments. Thank you for your consideration.

Sincerely,
TEC, Inc.
"The Engineering Corporation"

A handwritten signature in blue ink, appearing to read "Kevin R. Dandrade".

Kevin R. Dandrade., P.E., PTOE
Principal

cc: Daniel R. Deutsch, Esq. – Deutsch Williams
Paul M. Alunni, PE – Town of Wilmington Town Engineer
Michael J. Woods – Town of Wilmington DPW Director
Valerie Gingrich – Town of Wilmington Director of Planning & Conservation



EXHIBIT C
TO SCOPING COMMENTS
OF TOWN OF WILMINGTON



TOWN OF WILMINGTON
DEPARTMENT OF PUBLIC WORKS

Office of the Director
121 Glen Road
Wilmington MA 01887
(978) 658-4481

November 28, 2016

Danielle Gosselin
Office of Environmental Analysis
Surface Transportation Board
395 E Street S.W.
Washington, D.C. 20423-0001

RE: Docket No. FD 34797 (Sub-No. 1)
New England Transrail, LLC – Comments on Scoping Document
*Wilmington's perspective on historical and prospective groundwater
and hydrological impacts*

Dear Ms. Gosselin:

Since 2013, I have served as Director of the Department of Public Works and from 1994 to 2013 was the Superintendent of Water & Sewer for the Town of Wilmington. My responsibilities include protection of the Town's infrastructure and protocols for providing clean drinking water. Over my many years in that role, and working with other Town officials, I have been involved intimately with the circumstances surrounding impacts of contamination at the Olin Chemical site.

Beginning in the late 1980's, the Olin property garnered special attention when the Massachusetts Department of Environmental Protection ("MADEP") sent Wilmington documents outlining some of the environmental issues there. Lab analysis of the Town's potable water indicated high levels of ammonia, which was thought to be originating at that site. More or less annually, MADEP and Olin representatives told the Town's residents that all was under control and that the contaminants were restricted to ammonia, sulfates, sodium, and chlorides. Those constituents were within relevant maximum contaminant levels (MCLs) or were not regulated. MADEP assured us the water was safe and the public had no reason to be fearful or even concerned.

In November 1999, it was brought to the attention of MADEP and Wilmington that nitrite was detected in our water system. The MCL for nitrite was 1 mg/l, a threshold that was exceeded in segments of the Town's water system. MADEP issued an emergency

Water & Sewer
Tree

Highway & Fleet Maintenance
Engineering

Parks & Grounds
Cemetery

declaration, five municipal wells in the crucial Maple Meadow Brook (MMB) aquifer were shut off, the water treatment plant was shut down, and the Town began to purchase water from neighboring communities to meet demand. High levels of nitrites have adverse health effects, especially on children, including "Blue Baby Syndrome." The Town took off-line the wells with the highest ammonia level, flushed its distribution system, and was able to reduce nitrite levels below the MCL. Nitrite was being formed by the oxidation of ammonia migrating from the Olin site and contaminating the MMB wells.

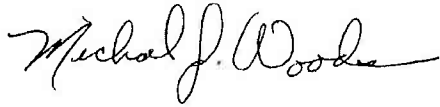
Wilmington continued to purchase water from neighboring towns when it could not meet water demand as the high ammonia wells were shut off or throttled down. Testing of the individual wells disclosed that ammonia levels were increasing. In March 2003, it was discovered that the ammonia and many other compounds that finally became known to the public were reacting in-situ to form N-nitrosodimethylamine (NDMA), a human carcinogen that was found in four of the five MMB wells. All of those wells therefore were taken off-line and remain off-line to this day. The Town remained under the MADEP Emergency Declaration until 2009, when we joined the Massachusetts Water Resource Authority (MWRA). The Town has purchased water from the MWRA since May 2009 and will do so indefinitely, as a result of losing fully two-thirds of its drinking water supply. During 2016, the Town will purchase approximately 220,000,000 gallons of water from the MWRA at a cost of approximately \$3,500 per million gallons. In addition, Wilmington currently is paying off charges of more than \$4,000,000 for the right to purchase MWRA water. It is hoped that we eventually will be able to make use of our native water supply that was contaminated by the plume emanating from the Olin site.

Residents who have experienced adverse reactions to the Olin-affected water have publicized their plight. A lawsuit was brought against Olin by several families that had cancer strike a loved one and, during the past decade, the Commonwealth of Massachusetts Department of Public Health has been conducting a cancer study specific to the Olin impacts. The fears and impacts engendered by the historical use of the Olin site could have been minimized if Olin had been truthful three decades ago.

Wilmington is extremely concerned with the proposed NET project since, among other reasons, common sense dictates that in all likelihood major changes to the site where the contaminant plume originated will spell the final demise of the native water supply for the majority of our residents. Heavy loading and vibrations from construction and the constant truck and rail activities of a major transloading facility could cause the contaminant plume to migrate and result in mounding of the ground water that feeds the MMB wells. Moreover, the subsurface DAPL slurry containment cell at the Olin site, which is supposed to contain the most concentrated chemicals, is vulnerable. As its integrity is in serious question, it is being scrutinized by experts so far without tangible success. If the containment cell were to fail, the Town would lose the aquifer as a water supply forever. Vast sums of money already spent on wells, piping, and a now-diminished water treatment plant would go to waste, and the residents would continue to pay the MWRA for their basic potable water needs at an ever increasing rate. We need this site permanently contained and cleaned up so that our environment can heal itself and we can restore our water supply.

NET's proposed transloading facility unnecessarily would complicate that task and present yet new risks of harm to our beleaguered ecosystem and municipal resources. The environment of this site, which NET selected for its proposed facility, simply cannot withstand those risks and complications.

Sincerely,

A handwritten signature in black ink, reading "Michael J. Woods". The signature is fluid and cursive, with the first name "Michael" and last name "Woods" clearly legible.

Michael J. Woods
Director of Public Works