



Minnesota Pollution Control Agency

February 17, 2006

Mr. Michael Sachi
Public Works Department
City of Minneapolis
33 North 9th Street, Room 100
Minneapolis, MN 55403-1326

Mr. Andrew Leith
Senior Environmentalist
Hennepin County Environmental Services
417 North Fifth Street
Minneapolis, MN 55401-1397

RE: Guthrie Theater Auxiliary Site, Washington Ave. and Chicago Ave. S., Minneapolis
MPCA Project Number VP17760
RAP Implementation Approval Letter

Dear Mr. Sachi and Mr. Leith:

The Minnesota Pollution Control Agency (MPCA) staff in the Voluntary Investigation and Cleanup (VIC) Program are working cooperatively with city of Minneapolis and Hennepin County on the Guthrie Auxiliary site located in downtown Minneapolis and bounded by Chicago Avenue South to the northwest, 9th Avenue South to the southeast, Washington Avenue to the southwest, and 2nd Street South to the northeast (the Site). The Site incorporates property that has been or is being redeveloped as a below- and above-ground parking ramp for the new Guthrie Theater, a residential liner development surrounding part of the ramp, and reconstruction and extension of Chicago and 9th Avenues. The Guthrie Theater redevelopment site is a separate property and VIC site, and is located adjacent to this Site north of 2nd Street South. This letter provides written approval for response actions conducted to address environmental contamination and management related to construction and redevelopment of the parking ramp and road reconstruction activities at the Site as documented in the following two reports:

- "Response Action Plan Implementation Report, Guthrie Parking Ramp Site (Parcel E), Second Street South and Future 9th Avenue South," (Braun RA Report) prepared by Braun Intertec Corporation (Braun), dated September 2, 2004; and
- "Response Action Implementation Report Parcel E – Chicago Avenue and 9th Avenue," (Earth Tech RA Report), prepared by Earth Tech, Inc (Earth Tech), dated October 2005.

BRAUN RA REPORT

The Braun RA Report summarizes soil response actions associated with excavation for the Guthrie Parking Ramp. Response actions to address contaminated soils encountered for this ramp excavation were completed in April and May 2004 in accordance with the MPCA approved "Proposed Response Action Plan and Construction Contingency Plan" (RAP/CP) prepared by Braun, dated April 7, 2004. The Guthrie Parking Ramp is located between newly reconstructed Chicago and 9th Avenues. The Guthrie Ramp is surrounded

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by a line of proposed residential redevelopment (the Liner) extending to the edge of Chicago Avenue on the northwest and 9th Avenue on the southeast. Environmental investigations conducted prior to excavation identified a widespread layer of dark "clinker-impacted" material observed throughout much of this Site along with various amounts of debris fill comprised of fragments of bricks, concrete, wood and metal. The clinker-impacted layer is likely of coal origin associated with the past railroad depot usage of the Site. Relatively low levels of volatile organic compounds (VOCs) were identified in the clinker-impacted layer including benzene and 1,1,2-trichloroethylene at levels in excess of their respective Tier 1 soil leaching values (SLVs) but lower than their residential soil reference values (SRVs). Concentrations of polyaromatic hydrocarbons (PAHs) were also detected in the clinker-impacted layer and fill debris samples, although most contaminant concentrations were below their respective residential SRVs. An area of gray-stained soil was also identified during investigations that upon further characterization indicated levels of naphthalene and PAHs, but at concentrations below their respective residential SRVs. Prior to initiation of excavation activities, Braun conducted supplemental soil sampling to further characterize the fill to facilitate direct hauling of the excavated soil and fill to a solid waste landfill for disposal.

Earthwork for the Guthrie Ramp construction required excavation to depths of approximately 19 to 25 feet below land surface, installation of pier foundations, and backfilling the excavation perimeter after the foundation and exterior ramp walls were constructed. A total of 55,150 cubic yards of soil and fill and former paving was excavated for the ramp construction. Environmental oversight during the excavation to ensure compliance with the RAP/CP was performed by Braun staff and included field screening using visual observations and vapor screening using a Photoionization Detector (PID).

Approximately 23,200 cubic yards of fill soil was excavated and all but about 250 cubic yards were disposed as daily cover at the SKB Rosemount Industrial Waste Facility (SKB). Approximately 250 cubic yards of debris fill was directly disposed as waste at this landfill in accordance with the landfill's requirement that daily cover contain less than 1% debris and debris fragments be less than 6 inches in diameter. The gray-stained soils identified during the Site investigation were also encountered and were excavated and disposed along with the associated fill as daily cover at SKB.

In addition to the material disposed of at SKB, approximately 1,650 cubic yards of limestone and rebar-free concrete was transported offsite to be recycled. Approximately 30,200 cubic yards of native unimpacted soils beneath the fill layer was excavated, some of which was used for backfill around the perimeter of the ramp and approximately 24,200 cubic yards was used by Minneapolis Park & Recreation Board as surcharge fill in a portion of the Lake of Isles Park.

After the foundation and below grade exterior walls of the parking ramp were constructed, the perimeter of the excavation where the proposed Liner was to be constructed was backfilled with approximately 3,000 cubic yards of native granular soils from the new Guthrie construction site, and approximately 7,000 cubic yards of imported soils dredged from the Mississippi River. The MPCA staff provided a technical assistance letter to Braun on March 9, 2005, documenting the opinion that based on the characterization results of the dredge fill soils, the soil quality was considered acceptable for the proposed use for the Liner.

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EARTH TECH RA REPORT

The Earth Tech RA Report documents response actions conducted in association with constructing extensions and realignments of 9th Avenue and installing a storm water containment system beneath Chicago Avenue. The response actions were implemented in accordance with the MPCA approved "Response Action Plan for Parcel E," (RAP) prepared by Earth Tech, dated April 25, 2005. The response actions involved reconsolidation of contaminated fill beneath Chicago Avenue, and offsite disposal of other contaminated fill at Pine Bend Landfill.

Approximately 500 cubic yards of fill was excavated from three previously delineated locations along the western portion of the Site at the proposed Chicago Avenue. These locations included: a) GP-13 which had elevated arsenic at 32.9 mg/kg from 2 to 7 feet below grade and 15.9 mg/kg benzo(a)pyrene equivalents from 6 to 12 feet below grade; b) GP-14 which had detected antimony at 27.9 mg/kg from 8 to 12 feet below surface; and c) TP-121 where arsenic had been detected at 23 mg/kg at a depth of 4 feet. Approximately 500 cubic yards were excavated from these three areas and staged. Also staged in this location was approximately 2,800 cubic yards of clinker-impacted fill encountered and segregated during excavation for the storm containment system. Backfill of the storm water structure included placing one foot of clean sand around the storm water trench and also around the outside east and west limits of the road excavation. The staged contaminated fill and clinker-impacted fill was backfilled into the Chicago Avenue excavation although approximately 1,500 cubic yards of the clinker-impacted fill could not fit and was disposed of offsite as described below.

Construction activities at 9th Avenue primarily involved completing proper grades for the road reconstruction. During these excavation activities at 9th Avenue fill containing clinker-impacted material was also identified and segregated. The clinker-impacted material from both the Chicago and 9th Avenue areas totaled approximately 2,400 tons and was disposed of as daily cover at Pine Bend Landfill. The Earth Tech RA Report notes that some clinker-impacted fill still remains beneath 9th Avenue and the associated sidewalk constructed at the Site.

In addition nonimpacted fill was reutilized offsite at the Van White Memorial Boulevard site (VP19870) for engineered fill. Approximately 4,350 cubic yards were transported for use at the Van White and approximately 160 cubic yards was transported offsite for use at city of Minneapolis sewer projects. Since not all of the impacted soil and cinder-impacted could be reconsolidated beneath Chicago Avenue, approximately 1,500 cubic yards was disposed of offsite.

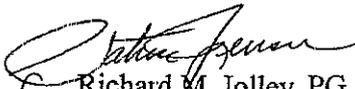
The Braun RA Report and the Earth Tech RA Report are hereby approved. The MPCA staff understand that additional excavation and response actions associated with construction of the Liner development have yet to be implemented and are planned for this spring. A response action plan for this Liner construction work shall be prepared and submitted for MPCA review and approval. The response actions for the Liner development represent the last phase of active remedial actions related to the Site. Issuance of a No Action Determination for the Site is conditioned upon successful completion and documentation for the Liner response actions.

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Based on the contamination relocated beneath Chicago Avenue and the residual contaminated fill described beneath 9th Avenue as described in the Earth Tech RA Report and this letter, the MPCA VIC Program shall require a Declaration of Restrictions and Covenants (Restrictive Covenant) to be prepared and placed on the property deed to restrict and document these residual areas of contamination and as a condition for issuance of a No Action Determination for the Site.

Please note the disclaimers in Attachment A. If you have questions regarding this letter please contact Patrice Jensen at (651) 296-7744 or me at (651) 297-5573.

Sincerely,



for

Richard M. Jolley, PG
Senior Hydrogeologist
Voluntary Investigation and Cleanup Program
Superfund and Emergency Response Section
Remediation Division

RMJ:ls

cc: Michael Gross, Keewaydin Real Estate Advisors
Chandler Taylor, Earth Tech, Inc
Ann Calvert, City of Minneapolis
~~Jon Carlson, Blain Intertec Corporation~~
Steve Macki, City of Minneapolis, CPED

ATTACHMENT A
DISCLAIMERS
Guthrie Theater Auxiliary Site
MPCA Project Number VP17760

1. Reservation of Authorities

The MPCA Commissioner reserves the authority to take any appropriate actions with respect to any release, threatened release, or other conditions at the Site. The MPCA Commissioner also reserves the authority to take such actions if the voluntary party does not proceed in the manner described in this letter or if actions taken or omitted by the voluntary party with respect to the Site contribute to any release or threatened release, or creates an imminent and substantial danger to public health and welfare.

2. No MPCA Assumption of Liability

The MPCA, its Commissioner and staff do not assume any liability for any release, threatened release or other conditions at the Site or for any actions taken or omitted by the voluntary party with regard to the release, threatened release, or other conditions at the Site, whether the actions taken or omitted are in accordance with this letter or otherwise.

3. Letter Based on Current Information

All statements, conclusions and representations in this letter are based upon information known to the MPCA Commissioner and staff at the time this letter was issued. The MPCA Commissioner and staff reserve the authority to modify or rescind any such statement, conclusion or representation and to take any appropriate action under his authority if the MPCA Commissioner or staff acquires information after issuance of this letter that provides a basis for such modification or action.

4. Disclaimer Regarding Use or Development of the Property

The MPCA, its Commissioner and staff do not warrant that the Site is suitable or appropriate for any particular use.

5. Disclaimer Regarding Investigative or Response Action at the Property

Nothing in this letter is intended to authorize any response action under Minn. Stat. § 115B.17, subd. 12.