

G BEYER
116967408

RECEIVED
MAR 19 2013
REMEDIATION DIVISION

18 March 2013

Marrie Smith
Texas Commission on Environmental Quality
P.O. Box 13087, MC-127,
Austin, TX 78711-3087

Re: VCP No. 2541, Community Relations Plan

Dear Ms Smith:

Thank you for taking the time to speak with me today regarding this project. In accordance with our discussion, I am providing you with a hard copy of the Community Relations Plan that you received by email on March 13, 2013. Please feel free to contact me by phone at 512.370-2495 or email at wade.wheatley@cook-joyce.com.

Sincerely,

Wade M. Wheatley, P.E.
Vice President

WW:nn

Enclosure: Community Relations Plan

cc: Mack Borchardt
Kerry Russell
Aileen Hooks

**EXIDE TECHNOLOGIES
BATTERY RECYCLING FACILITY - UNDEVELOPED BUFFER
PROPERTY REMEDIATION
COMMUNITY RELATIONS PLAN**

MARCH 2013

Prepared by:

Exide Technologies
PO Box 250
7471 South Fifth Street
Frisco, Texas 75034

And

City of Frisco
6101 Frisco Square Blvd.
Frisco, Texas 75034

TABLE OF CONTENTS

SECTION	PAGE
1.0 OVERVIEW OF THE UNDEVELOPED BUFFER PROPERTY REMEDIATION COMMUNITY RELATIONS PLAN	1
1.1 PURPOSES OF THE PLAN.....	2
1.2 ROLES AND RESPONSIBILITIES.....	2
1.3 SOURCES OF INFORMATION FOR COMMUNITY RELATIONS PLAN	3
1.4 ORGANIZATION OF THIS COMMUNITY RELATIONS PLAN.....	3
2.0 SITE BACKGROUND	4
2.1 UNDEVELOPED BUFFER PROPERTY LOCATION AND DESCRIPTION.....	4
2.2 EXIDE BATTERY RECYCLING FACILITY HISTORY	4
2.3 EXIDE AND THE CITY OF FRISCO AGREEMENT	5
2.4 WORK IN PROGRESS.....	5
3.0 COMMUNITY BACKGROUND AND INVOLVEMENT.....	6
3.1 DEMOGRAPHICS	6
3.2 COMMUNITY CONCERNS.....	6
4.0 COMMUNITY INVOLVEMENT ACTIVITIES.....	7
4.1 COMMUNICATION TOOLS.....	7
4.1.1 Public Website	7
4.1.2 Information Repositories.....	8
4.1.3 Fact Sheets.....	8
4.1.4 Proposed Public Information Meetings	8
4.1.5 Response to Comments	10
4.1.6 Local Media Sources	10
4.1.7 Briefings for Elected Officials.....	11
4.2 PROJECT CONTACTS.....	11

Figure - Area Subject to VCP

1.0 OVERVIEW OF THE UNDEVELOPED BUFFER PROPERTY REMEDIATION COMMUNITY RELATIONS PLAN

Background

Exide Technologies (Exide or the Company) owns real property in the City of Frisco, Texas that includes the Exide Technologies Battery Recycling Facility (the "Former Operating Plant") and surrounding buffer property (the "Undeveloped Buffer Property") (collectively, the "Site"). The Former Operating Plant was operated by Exide and its predecessors as a lead acid battery recycling complex. Following negotiations with the City, in June 2012, Exide Technologies (Exide or the Company) agreed to cease recycling operations at the Former Operating Plant by December 31, 2012 and to sell the Undeveloped Buffer Property (approximately 170 acres of adjacent land) to the Frisco Economic Development Corporation (EDC) and the Frisco Community Development Corporation (CDC). Jointly the EDC, the CDC, and the City of Frisco are called the City parties. The Exide Project Team includes the City parties. The agreement requires Exide to clean up the land to be sold to the EDC and CDC to risk-based residential cleanup standards and to apply to clean up the land to be sold to the EDC and the CDC under the Texas Commission on Environmental Quality's (TCEQ's) voluntary cleanup program (VCP program). Issuance of a certificate of completion under the VCP program for the cleanup is a condition to the transfer of the land to the EDC and the CDC. The portion of the Site to be sold to the EDC and the CDC under the agreement is referred to as the Undeveloped Buffer Property and the balance of the Site, which will be retained by Exide, is referred to as the Former Operating Plant. Deed Restrictions will be placed on the Undeveloped Buffer Property, limiting future site development to commercial/industrial use. Exide, the City, the EDC and the CDC submitted an application to TCEQ on October 25, 2012 to remediate the Undeveloped Buffer Property under the TCEQ's VCP program using residential remediation standards. That application was accepted under the VCP program on December 8, 2012. Exide will retain ownership of the remainder of the property, which includes the portion of the Site on which industrial operations occurred.

Exide ceased recycling operations at the Site as of November 30, 2012. Following the cessation of recycling operations, Exide initiated projects that involve site decommissioning, decontamination, demolition, corrective action and closure activities at the Former Operating Plant (Former Operating Plant Projects). As stated above, the Undeveloped Buffer Property that is to be purchased by EDC/CDC will be remediated under the Texas Voluntary Cleanup Program. The Texas VCP provides incentives to clean up contaminated sites in Texas, and provides protection from liability to all non-responsible parties (including future property owners). When remediation is completed, the Undeveloped Buffer Property will meet or exceed residential clean-up standards and will belong to EDC/CDC.

1.1 PURPOSES OF THE PLAN

The purpose of the Undeveloped Buffer Property Remediation Community Relations Plan (the Plan) is to establish a framework for communications relating to the Undeveloped Buffer Property remediation between Exide, the City parties, and the community. A separate Former Operating Plant Community Relations Plan (Exide CR Plan) has been prepared to establish the framework for the Former Operating Plant Projects. Through implementation of the measures set forth in this Plan, Exide and the City parties will disseminate information relating to the Undeveloped Buffer Property remediation to the community in an effort to keep the community informed and to provide for meaningful public participation in connection with the site investigation, remediation planning, clean-up activities, and project completion (closure) that will occur on the Undeveloped Buffer Property. Under the Plan, Exide and the City parties will host forums for information exchange and public comment on activities at the Undeveloped Buffer Property in coordination with the TCEQ. The Plan is designed to facilitate timely communications among Exide, the City parties, and the general public; local, state and federal officials; and other parties interested in the Undeveloped Buffer Property remedial activities.

The specific objectives of this Plan are to:

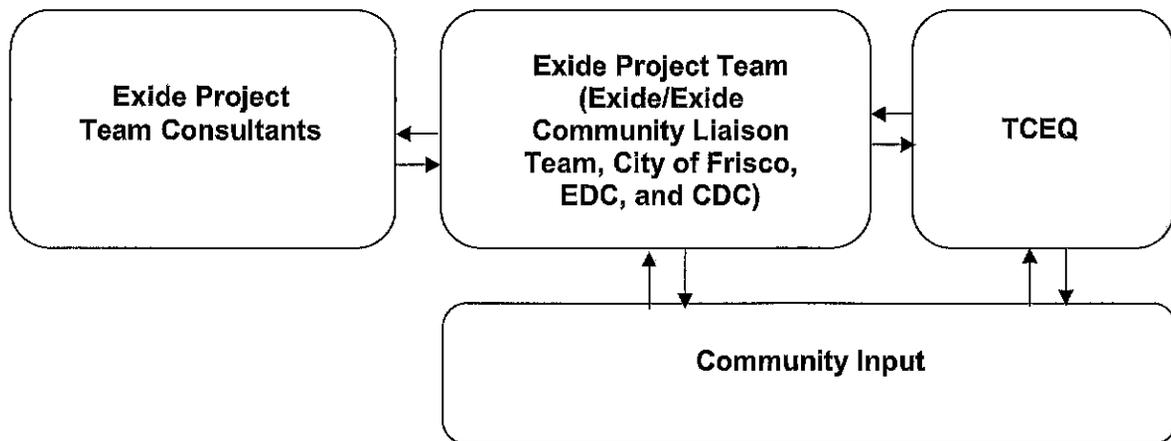
1. Establish mechanisms for communications among Exide, the City parties, area residents, and local, state and federal officials, through identification of contacts (see Exide CR Plan, Appendix C), hosting and publicizing meetings, setting up and maintaining a repository of data and sponsoring a web site for information and public comment.
2. Assure that interactions with the public are sufficient and meaningful so that Exide and the City parties can understand and respond to community concerns and suggestions as the Undeveloped Buffer Property remediation progresses.

Exide and the City parties welcome suggestions regarding the processes and tools for communication laid out in this Plan. This Plan will be reviewed periodically and may be modified to better achieve the Plan objectives.

1.2 ROLES AND RESPONSIBILITIES

In coordination with the City parties and the Project Team, Exide will continue to manage all aspects of the Undeveloped Buffer Property remediation. Exide has hired Pastor, Behling & Wheeler, LLC (PBW) as the Environmental Engineering Consultant to provide project oversight and Remediation Services Inc.

(RSI) as the remediation contractor for the Undeveloped Buffer Property. The TCEQ is the lead regulatory agency that will be reviewing, commenting on and ultimately approving work plans, activities and reports, as required. Exide, PBW, RSI, and the City parties collectively comprise the Exide Project Team. The following diagram illustrates the lines of communication.



Lines of Communication

1.3 SOURCES OF INFORMATION FOR COMMUNITY RELATIONS PLAN

This Plan was developed based on publicly available information and discussions with state and local officials. It is also based on the Company's knowledge and historical records and demographic information for neighborhoods around the Undeveloped Buffer Property. Demographic information was obtained from the U.S. Census Bureau.

1.4 ORGANIZATION OF THIS COMMUNITY RELATIONS PLAN

This Plan is organized as follows:

- The Site and its history;
- Current and planned Undeveloped Buffer Property activities; and
- Description of specific community relations activities planned during the Undeveloped Buffer Property remediation.

2.0 SITE BACKGROUND

This section provides a brief description of the Site and a summary of current and planned Undeveloped Buffer Property activities.

2.1 UNDEVELOPED BUFFER PROPERTY LOCATION AND DESCRIPTION

The Undeveloped Buffer Property surrounds much of the Former Operating Plant (located at 7471 South Fifth Street, Frisco, Collin County, Texas, a history of which is provided below). The Undeveloped Buffer Property is located within the City of Frisco city limits and encompasses approximately 170 acres of unimproved, vegetated land.

The Undeveloped Buffer Property is located within a mixed residential, commercial, and industrial area. A map depicting the area subject to the VCP is presented in the attached Figure.

2.2 EXIDE BATTERY RECYCLING FACILITY HISTORY

Industrial operations at the Exide facility began in 1964 and were expanded in 1969 to include the recycling of lead-acid batteries and other lead-bearing scrap materials with the installation and operation of the blast furnace and subsequent installation and operation of the reverberatory furnace in 1979. Exide was initially issued a Resource Conservation and Recovery Act (RCRA) Hazardous Waste Permit (#50206) in 1988.

The RCRA permit authorized the operation of two hazardous waste storage units at the Site: 1) Battery Receiving/Storage Building (a RCRA hazardous waste container storage area); and 2) Raw Material Storage Building (a RCRA hazardous waste containment building). On December 4, 2012, in accordance with the RCRA permit, Exide notified TCEQ of the expected final closure of the two RCRA-permitted units.

In addition, Exide operates solid waste management units (SWMUs) at the Site which do not require a RCRA permit but are listed on Exide's Notice of Registration (NOR) with the TCEQ, including a tank used to stabilize hazardous wastes and render them non-hazardous (referred to as the Slag Treatment Building); the SWMUs will be closed in accordance with applicable regulations.

In 1978, the United States Environmental Protection Agency (EPA) set the National Ambient Air Quality Standard (NAAQS) for lead at 1.5 µg/m³. In 1991, EPA designated a portion of Collin County as a lead nonattainment area. In 1999, EPA redesignated the area as attainment and approved a TCEQ-submitted 10-year maintenance plan. As the only significant lead source in the area, Exide undertook all measures to comply with the maintenance plan including installation of new emission control equipment at the Site. In 2008, EPA lowered the NAAQS lead standard 0.15 µg/m³. A portion of Collin County was once again declared a lead nonattainment area in 2010, with an attainment demonstration date of December 31, 2015. Exide and TCEQ entered into an Agreed Order, Docket No. 2011-0521-MIS, for the purpose of

implementing measures to demonstrate attainment with the 2008 lead NAAQS by the attainment demonstration date. As an alternative to completing the measures listed in the order Exide elected to cease plant operations. In accordance with the order, Exide provided notice of the intent to cease operation by November 30, 2012 to the TCEQ on October 9, 2012.

A number of Site environmental investigations have been conducted over more than two decades, providing substantial information about Site conditions at the Exide facility. Historical operations at the Exide facility appear to have impacted portions of the Undeveloped Buffer Property.

2.3 EXIDE AND THE CITY OF FRISCO AGREEMENT

Pursuant to the terms of an agreement dated June 6, 2012, Exide agreed to sell approximately 170 acres of land adjacent to the Former Operating Plant to the EDC and the CDC. The agreement requires Exide to clean up the Undeveloped Buffer Property (i.e., the land to be sold to the EDC and CDC) to risk-based residential cleanup standards, with a cleanup level for lead in soils of 250 parts per million, which is one-half of the TCEQ's residential cleanup level of 500 parts per million for lead in soils. The agreement also required Exide, the City, the EDC and the CDC to apply to clean up the Undeveloped Buffer Property under the TCEQ's Voluntary Cleanup Program. Issuance of a certificate of completion under the VCP program for the cleanup is a condition to the transfer of the Undeveloped Buffer Property to the EDC and the CDC. Exide, the City, the EDC and the CDC submitted a joint application to TCEQ on October 25, 2012 to remediate the Undeveloped Buffer Property under the TCEQ's VCP program using residential remediation standards. That application was accepted under the VCP program on December 8, 2012.

Under the terms of the agreement with the City, the EDC and the CDC, Exide agreed to cease recycling operations at the Exide facility by December 31, 2012. Recycling operations at the Exide facility ceased as of November 30, 2012.

2.4 WORK IN PROGRESS

Since the announcement of the plant closing, Exide has ceased all Battery Recycling operations; commenced decontamination activities; has begun demolition activities (at the Former Operating Plant); and has initiated a *Response Action Work Plan* at its Class 2 non-hazardous waste landfill. A Phase I Environmental Site Assessment has been conducted on the Undeveloped Buffer Property. Following discussions with the TCEQ, a full site investigation will be conducted on the Undeveloped Buffer Property.

3.0 COMMUNITY BACKGROUND AND INVOLVEMENT

3.1 DEMOGRAPHICS

According to the U.S. Census Bureau, the following are an overview of key demographics for the City of Frisco, Texas:

- The population of the City of Frisco is approximately 121,387 people.
- The minority population is approximately 33.8%.
- Nearly 95.9 percent of the adult population (25+) are high-school graduates.
- The median household income is approximately \$103K.

3.2 COMMUNITY CONCERNS

In the past Exide has hosted public meetings, open houses, small neighborhood meetings, and had contact with local community organizations, such as Frisco Unleaded, and discussions with local and state officials. Exide recognizes that the level of community interest in the Exide facility is high. The measures to be implemented pursuant to this Plan are designed to facilitate communications between Exide, the City parties, and the community concerning Exide's plans and establish channels for Exide to keep members of the community informed of activities and developments on the Undeveloped Buffer Property. Further, the communication lines established by this Plan are intended to provide an opportunity for meaningful input by the public and to enable Exide to understand and respond to community concerns.

4.0 COMMUNITY INVOLVEMENT ACTIVITIES

The primary objectives of the community involvement activities to be undertaken by Exide and the City parties is to keep the community informed of activities being conducted under the VCP program and to provide a forum for public input. This section outlines the actions that Exide will take to facilitate a successful two-way communication process.

"Community" means residents, businesses, schools, elected officials, local and state agencies, environmental groups, service organizations, and anyone else who has an interest in the property.

4.1 COMMUNICATION TOOLS

Exide and the City parties are committed to keeping the public informed and providing an opportunity for meaningful public comment throughout the Undeveloped Buffer Property remediation. As part of this commitment, Exide and the City parties will utilize the tools presented below.

4.1.1 Public Website

Exide has a public website (www.exide.com/Frisco) to provide project-related information and information on current Site activities, including information regarding the Undeveloped Buffer Property remediation. This website will provide information such as:

- a description and projected timeline for completion of each Undeveloped Buffer Property remediation component;
- draft and final work plans;
- deadlines for submitting comments on draft work plans;
- progress reports for plans being implemented;
- Undeveloped Buffer Property data;
- questions submitted by the public through the website and Exide's responses to those questions;
- notices of public meetings; and
- copies of documents, slides and information presented at public meetings.

As noted, the website provides a convenient forum for individuals to provide comments on and to ask questions relating to the Undeveloped Buffer Property remediation. It also allows Exide a single forum to respond to the public's comments and questions.

Exide has established this website for community input, including receiving and responding to questions and

comments that are directly related to the Undeveloped Buffer Property remediation. Exide commits to post all questions and comments and for those that are not related to the VCP process, to state the reason it is not providing a response.

A link to the Exide public website will be posted to the City of Frisco website.

4.1.2 Information Repositories

In addition to the public website, the public can access Site-related documents at an information repository for the Exide property located at the Frisco Public Library located at 6106 Frisco Square Boulevard #3000, Frisco, Texas. The repository will be updated every two weeks. (see Exide CR Plan, Appendix B)

4.1.3 Fact Sheets

Exide will prepare and periodically publish fact sheets regarding Undeveloped Buffer Property remediation progress. The fact sheets will address technical milestones; the current list of contacts and information repositories; public comment periods for draft work plans and other documents; and other issues. Fact sheets will be available in both English and Spanish and located in the 'Fact Sheets' link located on the left hand side of the main page of the website. Fact sheets may also be distributed at public meetings, and will be available at the designated information repository.

4.1.4 Proposed Public Information Meetings

Exide and the City parties will host two public information meetings to discuss significant milestones that will be achieved during the Undeveloped Buffer Property investigation and remediation. Exide and the City parties will host the meetings and TCEQ will participate in the meetings. These meetings will update the public about the investigation, the clean-up plan, remediation activities, and project completion. Currently, Exide and the City parties plan to hold meetings after two significant milestones (described below). However, the number and focus of the meetings may be amended to reflect the finalized project schedule that is accepted by the TCEQ.

- **Meeting 1 – Draft Investigation Report and Remediation Plan**

The 1st public meeting will be held to discuss the results of the investigation of and the remediation plan for the Undeveloped Buffer Property. The extent and concentration of contaminants on the Undeveloped Buffer Property will be compiled and documented in an investigation report called an Affected Property Assessment Report (APAR). A separate plan to remove and/or otherwise remediate those contaminants will be documented in a Response Action Plan (RAP). The RAP will describe how the impacts documented in the APAR will be remediated to meet or exceed

residential risk based standards in accordance with the agreement between Exide and the City. Draft versions of the APAR and the RAP will be prepared and posted on the Exide community relations website and there will be a 30 day comment period. The 1st public meeting will be held during the latter half of the comment period so that there is time for initial public review, but also time for information presented and questions answered at the meeting to facilitate the development of public comments. During the first public meeting, Exide representatives will present a summary of the APAR findings, informing the public of the Undeveloped Buffer Property investigation activities and results, and the proposed remedy to address contaminants present above the agreed-upon cleanup criteria. TCEQ will participate in the meeting. The public will be allowed to ask questions during the meeting or via the website and to make comments regarding the draft documents. Questions and comments shall be reviewed and may be incorporated into the final reports that are submitted to the TCEQ. Questions and comments that are not incorporated into the final APAR and /or RAP will be addressed separately by Exide. Once completed, the final APAR, RAP, and any related documents will be submitted to the TCEQ for their review, placed in the document depository, and posted to the website.

- **Meeting 2 –Draft Response Action Completion Report (RACR)**

The 2nd public meeting will be held to discuss the results of the response action. After the APAR and the RAP have been approved by the TCEQ, Exide will perform the response action to remove contaminants on the Undeveloped Buffer Property. Once the response action is complete, a report documenting the response action called a Response Action Completion Report (RACR) will be prepared. As with Meeting 1, a copy of the draft RACR will be posted on the community relations website and there will be a 30 day comment period. Meeting 2 will be held in the latter part of the comment period. TCEQ will participate in the meeting and Exide will present the results of the response action, including data that document contaminant removal. The public will be allowed to ask questions and make comments regarding the draft RACR during the meeting and/or via the website. Questions and comments shall be reviewed and may be incorporated into the final report that is submitted to the TCEQ. Questions and comments may also be addressed separately on the Exide website. Once completed, the final RACR and related documents will be submitted to the TCEQ for their review, placed in the document depository, and posted to the website.

- **Other Potential Meetings**

Although not currently scheduled, additional meetings may also be scheduled to present the remediation results or progress reports. In the event that additional meetings are held their notice and schedule will be provided on the community relations website.

The typical meeting format is expected to consist of a structured meeting, including a brief presentation by the City parties, and a presentation by Exide followed by a question and answer period for members of the public to ask questions and provide input. Questions will be answered, as appropriate, by the City parties, Exide representatives, or TCEQ representatives. Each meeting will follow an agenda that will be posted on the website and made available at the meeting. As previously noted, the public website will serve as the forum for formal questions and comments. All public meetings will be held at an accessible facility in the community. Notices for each public meeting will be posted on Exide's website and published in local media sources. Exide's goal is to provide a 30 day notice for all public meetings, however given the Project timeline and Exide's commitment to keeping the public informed, some meeting notifications may fall short of the 30-day notice period.

4.1.5 Response to Comments

Questions asked during a public meeting formal question and answer that are related to the Undeveloped Buffer Property and the VCP process will be answered, to the extent possible, at the time of the meeting. Questions and comments made during the formal question and answer periods of Meetings 1 and 2 and answers will be posted on the website as well.

In addition, Exide will also respond in writing on the Exide website to written questions and comments that are related to the Undeveloped Buffer Property and the VCP process (whether posted on the website or provided in writing at the public meeting), www.exide.com/Frisco. Exide has established this website for community input and to receive and respond to questions and comments that are directly about the Undeveloped Buffer Property remediation and the Former Operating Plant Projects. Questions and comments that are not related to the Undeveloped Buffer Property remediation or the Former Operating Plant Projects will be posted and Exide will state the reason it is not providing a response.

4.1.6 Local Media Sources

Public notices, which are display ads in newspapers, will also be used to announce public information meetings. These notices will be in English and Spanish. Newspapers that serve this community are the

following: Frisco Enterprise and The Dallas Morning News. Additional media such as both English and Spanish broadcasted radio and TV may occasionally be used.

4.1.7 Briefings for Elected Officials

Exide and the City parties will hold briefings with elected officials to keep them informed of the remediation status and timeline and any significant developments or events related to the Undeveloped Buffer Property remediation, as requested.

4.2 PROJECT CONTACTS

Questions and comments should be submitted through the website: www.exide.com/Frisco. This centralized system will generally expedite responses to the public. Exide welcomes community inquiries and input relating to the Undeveloped Buffer Property remediation throughout the VCP process. Questions will be addressed in the order they are received.

For all other purposes including reporting concerns and/or complaints regarding the Undeveloped Buffer Property remediation, the community relations contacts are:

Exide:
Vanessa Coleman, Exide Frisco Site Manager
7471 South Fifth Street
Frisco, Texas 75034
Ph: 972-335-2121x26
Fax: 972-377-2707
Vanessa.Coleman@Exide.com

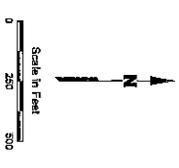
Texas Commission on Environmental Quality:
Margaret Ligarde
Special Counsel, Office of Legal Services
MC-173
P.O. Box 13087
Austin, Texas 78711
Ph: 512-239-3426
Fax: 512-239-0330
margaret.ligarde@tceq.texas.gov

City of Frisco:
Mack Borchardt
City of Frisco
6101 Frisco Square Blvd.
Frisco, Texas 75034
Ph: 972-292-5127
Fax: 972-292-6319
mborchardt@friscotexas.gov

FIGURE



- EXPLANATION**
- Former Operating Plant Boundary (Approximate)
 - Undeveloped Buffer Property Subject to The Voluntary Cleanup Program



Source of Aerial: <http://www.aerialdata.com>, aerial photography, 2010.

**EXIDE RECYCLING CENTER
FRISCO, TEXAS**

Figure 1

AREA SUBJECT TO VCP

PROJECT: FRIS	BY: AJG	REVISIONS
DATE: DEC, 2012	CHECKED: BRP	

PASTOR, BEHLING & WHEELER, LLC
CONSULTING ENGINEERS AND SCIENTISTS