

IN THE COURT OF COMMON PLEAS
OTTAWA COUNTY, OHIO

STATE OF OHIO, ex rel.	:	CASE NO.
BETTY D. MONTGOMERY,	:	
ATTORNEY GENERAL OF OHIO,	:	JUDGE
	:	
Plaintiff,	:	
	:	
vs.	:	
	:	
BRUSH WELLMAN INC.,	:	CONSENT ORDER
	:	
Defendant.	:	

The Complaint in the above-captioned matter having been filed herein, and the Plaintiff State of Ohio, by its Attorney General Betty D. Montgomery, and Defendant Brush Wellman Inc. having consented to the entry of this Consent Order,

NOW THEREFORE, without trial of any issue of fact or law, and upon consent of the parties hereto, it is hereby ORDERED, ADJUDGED AND DECREED as follows:

I. JURISDICTION AND VENUE

The Court has jurisdiction over the parties and the subject matter of this case. The Complaint states a claim upon which relief can be granted against Defendant under Chapter 3734 of the Ohio Revised Code ("R.C.") and the regulations promulgated thereunder. Venue is proper in this Court.

II. DEFINITIONS

As used in this Consent Order:

"Defendant" means Brush Wellman Inc.

"Director" means the Ohio Director of Environmental Protection.

"Facility" or "Elmore Facility" means the plant and facilities and associated lands at 14710 West Portage River South Road, Elmore, Ohio.

"Hazardous Waste Permit" means the Hazardous Waste Installation and Operation Permit No. 03-62-0042, issued to Brush Wellman Inc., effective March 31, 1992.

"Landfill" or "Elmore Landfill" means the landfill located at the Elmore Facility, for which the Director has issued Permit to Install No. 03-4187.

"NWDO" means the Northwest District Office of the Ohio EPA, 347 North Dunbridge Road, P.O. Box 466, Bowling Green, Ohio, 43402-0466.

"O.A.C." means the Ohio Administrative Code.

"Ohio EPA" means the Ohio Environmental Protection Agency.

"Parties" means the Plaintiff and Defendant.

"Plaintiff" means the State of Ohio.

"R.C." means the Ohio Revised Code.

"Solid Waste Permit" means Solid Waste Permit To Install No. 03-4187, issued to Brush Wellman Inc., effective August 15, 1990.

III. PERSONS BOUND

The provisions of this Consent Order shall apply to and be binding upon Defendant, its successors and assigns. The injunctive provisions of this Consent Order shall be binding upon Defendant and any agents, officers, employees, assigns, successors in interest and any person having actual notice of the terms of this Consent Order acting in concert or privity with Defendant, as provided pursuant to Rule 65(D) of the Ohio Rules of Civil Procedure. Defendant Brush Wellman shall provide a copy of this Consent Order to each general contractor who performs the work required by this Consent Order.

IV. SATISFACTION OF LAWSUIT

A. Plaintiff alleges in its Complaint that Defendant has operated Defendant's Elmore Facility in such a manner as to result in violations of the solid waste and hazardous waste laws of the State of Ohio.

B. Except as otherwise provided in this Consent Order, compliance with the terms of this Consent Order shall constitute full satisfaction of any civil liability by Defendant to Plaintiff for all claims alleged in the Complaint.

C. Nothing in this Consent Order, including the imposition of stipulated civil penalties, shall limit the authority of Plaintiff to:

1. Seek relief for claims or conditions not alleged in the Complaint;
2. Seek relief for claims or conditions alleged in the Complaint which occur after the entry of this Consent Order;

3. Enforce this Consent Order through a contempt action or otherwise for violations of this Consent Order;

4. Take any cost recovery, injunctive, or other legal action against any person, including but not limited to Defendant, pursuant to the Comprehensive Environmental Response Compensation and Liability Act (CERCLA), as amended, 42 U.S.C. 9601, et seq and/or R.C. Sections 3734.20 through 3734.26, for, or to require, any removal, remedial or corrective activities which are not conducted pursuant to the terms of this Consent Order.

5. Take any action authorized by law against any person, including Defendant, to eliminate or mitigate conditions at the Facility which may present a threat to the public health, welfare or the environment.

D. Nothing in this Consent Order shall constitute an admission by Brush Wellman to any liability alleged in the Complaint or to any of the facts alleged in the Complaint.

V. INJUNCTIVE RELIEF

A. Regarding the Elmore Landfill, Defendant is enjoined and ordered to:

1. Comply with the Solid Waste Permit, including the representations contained in the Design and Operational Report and appendices thereto, as approved, and any approved revisions thereof, and in addition shall meet the following minimum requirements:

a. All voids between containers must be filled with soil material. Other materials may be substituted for soil only after written concurrence from Ohio EPA is requested and received.

- b. Bagged wastes may not be staged for longer than one week and drummed waste may not be staged longer than three weeks. Bagged waste which remains on the designated staging area for more than four days must, beginning on the fifth day, be covered at all times with the approved alternate daily cover material or other material approved by Ohio EPA. These time limitations cannot be extended without first receiving prior approval from Ohio EPA. Brush Wellman shall use its best efforts to place the staged waste into the Landfill as soon as possible.
- c. The use of containers, other than those currently approved, must be approved by Ohio EPA prior to use. All containers must be capable of allowing inspection of the contents thereof by Ohio EPA. The use of permanently sealed containers is prohibited. Wastes designated for a certain container must be disposed of in that type of container unless another container is preapproved by Ohio EPA.
- d. All beryllium-compound-contaminated wastes too large for drums, steel containers or manufactured bags must be wrapped in plastic and covered immediately upon placement into the landfill with six inches of soil materials. Demolition debris not contaminated with beryllium-compound-contaminated wastes must be covered by the end of the working day. No more than two working faces shall be open at any given time during operations unless otherwise preapproved by Ohio EPA.
- e. Any spills of beryllium-compound-contaminated wastes shall be immediately dampened with sufficient water to suppress dust prior to implementing cleanup operations.

2. Make no changes to operations authorized by the Solid Waste Permit and the Design and Operational Report unless and until revisions to the Permit and Report describing those changes are submitted in writing and approved by the Ohio EPA. Any such revisions to the Permit and Report, which revisions are approved by Ohio EPA following entry of this Consent Order, shall supersede any requirement set forth in Paragraph V.A.1.a through V.A.1.e of this Consent Order that conflicts with the approved revision.

B. Regarding Defendant's management of hazardous waste at the Elmore Facility, Defendant is enjoined and ordered to comply with its Hazardous Waste Permit and store hazardous waste only of those types, in those type of containers and/or tanks, in those areas, and within those time periods, specifically authorized by the Hazardous Waste Permit, and not in violation of O.A.C.§3745-52-34.

Defendant is further enjoined and ordered to:

1. Conduct a personnel training program annually for all employees with hazardous waste duties and within six months after an employee is assigned to a new position with hazardous waste related duties, which training program includes instruction in the safe handling of hazardous waste, emergency procedures, and implementation of the contingency plan; and maintain accurate and up-to-date records of personnel training of employees, including the date of training and date an employee begins a new job with hazardous waste management duties, in accordance with Hazardous Waste Permit Condition B.6 and O.A.C.§3745-54-16.

2. Store no hazardous waste prohibited from land disposal for longer than one year, in accordance with Hazardous Waste Permit Condition B.38 and O.A.C.§3745-59-50.

3. Evaluate all waste generated on-site to determine if it is hazardous and prohibited or restricted from land disposal, in accordance with O.A.C.§3745-52-11 and O.A.C.§3745-59-07(A).

C. Regarding Defendant's management of "collector fines" hazardous wastes ("Collector Fines") now stored in approximately eight thousand (8,000) drums on a

concrete storage pad located adjacent to and west of the operating Landfill,

Defendant is further enjoined and ordered to:

1. Until the Collector Fines are removed through either lawful disposal or recycling, store and manage the Collector Fines in accordance with all applicable hazardous waste requirements set forth in R.C. Chapter 3734 and rules adopted thereunder, except for those requirements from which Defendant has obtained an exemption pursuant to R.C. 3734.02(G).

2. For each of the next five years, remove at least one fifth of the drums of the Collector Fines, or 1600 drums, whichever is greater, being stored on the storage pad as of the effective date of this Consent Order, in addition to the recycling of collector fines or other recyclable by-products that are newly-generated in the given year, in accordance with O.A.C. 3745-51-01(C)(8).

3. Remove any and all Collector Fines in accordance with Method One or Method Two set forth below:

a. Method One

Recycle the Collector Fines in Defendant's resource recovery system, in accordance with the requirements of a revised hazardous waste permit issued by the Director, and, until such revised permit is issued, in accordance with the requirements of the Findings and Orders issued by the Director on September 27, 1996, a copy of which Findings and Orders are attached to this Consent Order as Exhibit A.

b. Method Two

Transport offsite and dispose of any portion of the Collector Fines at a lawfully permitted hazardous waste disposal facility in accordance with the requirements of R.C. Chapter 3734 and rules adopted thereunder, within 60 days after Defendant determines that that portion of the Collector Fines will not or can not be recycled in accordance with Method One, or within 60 days after Defendant fails to comply with any condition imposed by the Findings and Orders issued by the Director on September 27, 1996.

Defendant shall also submit to the Ohio EPA documentation of the lawful transport and disposal of the hazardous waste (1) within ten days after receipt of the signed manifest from the disposal facility or (2) by submitting the exception report in accordance with the requirements of O.A.C. 3745-52-42(A)(2).

VI. COMPLIANCE WITH LAWS AND PERMITS

This Consent Order does not authorize construction of any physical structure or facilities, or the modification of any existing structures or facilities, or the operation of the Elmore Facility in a manner not in accordance with all applicable licenses, permits, and federal, state, or local laws, rules or regulations. Approval for any such construction or modification or change in operation shall be obtained in accordance with all applicable licenses, permits, and federal, state, or local laws, rules or regulations.

VII. CIVIL PENALTY AND SUPPLEMENTAL ENVIRONMENTAL PROJECTS

A. In regards to Count One and Counts Three through Twenty of the

Complaint, Defendant is assessed a civil penalty of One Hundred Ninety-Two Thousand Three Hundred Dollars and No Cents (\$192,300.00). Of the One Hundred Ninety-Two Thousand Three Hundred Dollar civil penalty, Defendant shall pay to the State of Ohio the amount of Seventy-Five Thousand Dollars (\$75,000.00) within thirty (30) days from the date of entry of this Consent Order. In lieu of paying Fifty Thousand Dollars of the balance of the civil penalty, Defendant shall pay Fifty Thousand Dollars (\$50,000.00) into the County Line Landfill Reclamation Trust within thirty (30) days from the date of entry of this Consent Order. Payments to the County Line Landfill Reclamation Trust shall be by certified check made payable to "Croghan Colonial Bank Trustee, FBO Henry G. Stahl, Account #8100," and mailed to the "Croghan Colonial Bank, 323 Croghan Street, Fremont, Ohio 43420."

Notwithstanding such payment by Defendant, it is expressly acknowledged by Ohio EPA that neither such payment nor anything in this paragraph shall be construed to suggest or indicate that Defendant has generated any waste disposed of at the County Line Landfill or has been in any way involved in the ownership or operation of the County Line Landfill. In lieu of paying the remaining Sixty-Seven Thousand Three Hundred Dollar (\$67,300.00) balance of the civil penalty, Defendant shall install and operate the pollution prevention project described in, and in accordance with, the requirements of Article VIII of this Consent Order.

B. In regards to the storage of hazardous waste collector fines described in Count Two of the Complaint, Defendant is assessed and shall pay to the State of Ohio a civil penalty of One Hundred Thousand Dollars and No Cents (\$100,000.00)

within thirty (30) days from the date of entry of this Consent Order.

C. Civil penalties required to be paid pursuant to this section of the Consent Order shall be paid by delivering to Plaintiff, c/o Matthew Sanders, Administrative Assistant, or his successor at the Office of the Attorney General of Ohio, Environmental Enforcement Section, 30 East Broad Street, 25th Floor, Columbus, Ohio 43266-0410, a certified check in that amount, payable to the order of "Treasurer, State of Ohio" within thirty (30) days from the date of entry of this Consent Order.

VIII. POLLUTION PREVENTION PROJECT

For the purposes of this Consent Order, "CO2 Degreaser Project" means Brush Wellman's proposed process for using carbon dioxide (CO2) in a liquid phase for removal of oils and greases from a variety of simple and complex shaped products. A CO2 recovery system is included as part of the process with the capability to recover 90% of the CO2 used during a process cycle. Any CO2 lost as an air emission will be filtered and cleaned prior to discharge. Final implementation of the process would result in an immediate reduction in hazardous waste generated at the Elmore facility and a significant decrease in the quantity of VOC's, namely perchloroethylene (PCE) vapors, emitted into the air. The benefits of these reductions include reducing any potential for accidental release during storage, handling and transportation of PCE raw material and hazardous wastes as well as eliminating the potential for worker exposure to solvent vapors associated with rod, bar and tube operations.

Brush Wellman shall purchase, install and begin operation of, the CO2

Degreaser Project. Brush Wellman shall begin installing the CO2 Degreaser Project on or before December 31, 1996 and complete installation and begin operation on or before October 31, 1997. Brush Wellman shall submit to Ohio EPA a report of this activity by February 28, 1998. This report shall include, but not be limited to, a description of installation and location of the CO2 Degreaser and a description of the operation and as-built performance of the CO2 Degreaser in replacing PCE in at least the first ninety days of its operation.

Whenever the completion of the CO2 Degreaser Project is delayed for reasons beyond the control of Brush Wellman, including but not limited to delays caused by suppliers or other contractors, inclement weather, strikes, lockouts, etc., Brush Wellman may request an extension of the construction and operation deadlines. Ohio EPA may grant such requested extensions. Approval of an extension will not be unreasonably withheld.

If Brush Wellman fails to begin operation of the CO2 Degreaser Project by October 31, 1997, and any extension of that date by Ohio EPA, Brush Wellman shall pay to Ohio EPA the balance of the civil penalty set forth in Article VII of this Consent Order, within thirty (30) days after receipt from Ohio EPA of notice that payment is due.

IX. ENFORCEMENT COSTS

Defendant Brush Wellman shall pay the enforcement costs of the Ohio Attorney General expended in pursuing the instant action, totaling Two Thousand Dollars (\$2,000.00) by delivering separate checks in each amount made payable to the

order of "Treasurer, State of Ohio" to Matthew Sanders, Administrative Assistant, or his successor, Environmental Enforcement Section, 25th Floor, 30 East Broad Street, Columbus, Ohio 43216, within thirty (30) days after the entry of the instant Consent Order. Any check submitted in compliance with this Article shall be in addition to and separate from any check submitted pursuant to any other Article of this Consent Order.

X. STIPULATED PENALTIES

1. Defendant is immediately and automatically liable for and is ordered and enjoined to pay to Plaintiff immediately a stipulated penalty as follows:

(a) For each day of each violation of the requirements of paragraph V. A of this Consent Decree, One Thousand Dollars (\$1,000.00).

(b) For each day of each violation of the requirements of paragraph V. B.1. of this Consent Decree, and as to each employee, Two Hundred Dollars (\$200.00).

(c) For each day of each violation of the requirements of paragraph V. B. 2. of this Consent Decree, and as to each barrel, Five Hundred Dollars (\$500.00).

(d) For each day of each violation of the requirements of paragraph V. C. of this Consent Decree, Five Hundred Dollars (\$500.00).

2. Defendant is ordered and enjoined to pay any required stipulated penalty by delivering to Plaintiff, c/o Matthew Sanders, or his successor at the Office of the Attorney General of Ohio, Environmental Enforcement Section, 30 East Broad Street, 25th Floor, Columbus, Ohio 43266-0410, a certified check in the amount of the stipulated penalty, payable to the order of "Treasurer, State of Ohio." This penalty

shall be deposited into the hazardous waste clean-up fund created by R.C. Section 3734.28.

3. The payment of stipulated penalties by Defendant and the acceptance of such stipulated penalties by Plaintiff pursuant to this Article shall not be construed to limit Plaintiff's authority to seek additional relief pursuant to R.C. Chapter 3734, including civil penalties under R.C. §3734.13, or to otherwise seek judicial enforcement of this Consent Order, for the same violation for which a stipulated penalty was paid or for other violations.

XI. RETENTION OF JURISDICTION

The Court will retain jurisdiction of this action for the purpose of enforcing this Consent Order.

XII. COSTS

Defendant is hereby ordered to pay the court costs of this action.

XIII. SUBMISSION AND REVISION OF DOCUMENTS

A. All documents, plans, studies or other specifications required by Article V, Paragraph A of this Consent Order shall be submitted to:

Ohio EPA
Northwest District Office
347 Dunbridge Road
P.O. Box 466
Bowling Green, Ohio 43402-0466
Attn: DSIWM Group Leader

B. All documents, plans, studies or other specifications required by Article V, Paragraph B of this Consent Order shall be submitted to:

Ohio EPA

Northwest District Office
347 Dunbridge Road
P.O. Box 466
Bowling Green, Ohio 43402-0466
Attn: DHWM Group Leader

C. One copy of all documents, plans, studies or other specifications
required by Article VIII of this Consent Order shall be submitted to:

Ohio EPA
Northwest District Office
347 Dunbridge Road
P.O. Box 466
Bowling Green, Ohio 43402-0466
Attn: DHWM Group Leader

and a second copy shall be submitted to:

Ohio EPA
P.O. Box 1049
Columbus, Ohio 43216-1049
Attn: Office of Pollution Prevention

XIV. EFFECTIVE DATE

This Order shall be effective upon the date of entry by the Court.

XV. AUTHORITY TO ENTER INTO THE CONSENT ORDER

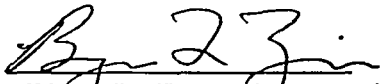
Each signatory for a corporation represents and warrants that he/she has been
duly authorized to sign this document and so bind the corporation to all terms and
conditions thereof, and that he/she submits with this Consent Order an

authenticated and certified resolution from the corporation establishing that he/she is so empowered.

APPROVED:

STATE OF OHIO, By
BETTY D. MONTGOMERY
ATTORNEY GENERAL OF OHIO

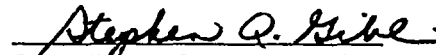
By:


BRYAN ZIMA (0001053)
DAVID G. COX (0042724)
Assistant Attorneys General
Environmental Enforcement
Section, 25th Floor
30 E. Broad Street
Columbus, Ohio 43266-0410

JUDGE
COURT OF COMMON PLEAS
FOR OTTAWA COUNTY

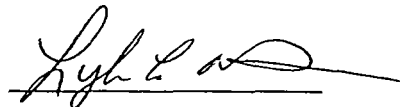
BRUSH WELLMAN INC.

By:


STEPHEN Q. GIBLIN (0017211)
Jones, Day, Reavis & Pogue
North Point
901 Lakeside Avenue
Cleveland, Ohio 44114

Attorney for Brush
Wellman, Inc.

and by:



Authorized Representative of
Brush Wellman, Inc.



State of Ohio Environmental Protection Agency

STREET ADDRESS:

WaterMark Drive
Columbus, OH 43215-1099

TELE: (614) 644-3020 FAX: (614) 644-2329

MAILING ADDRESS:

P.O. Box 1049
Columbus, OH 43216-1049

September 27, 1996

Re: Director's Final Findings & Orders
Brush Wellman, Inc.
Elmore, Ohio
Ohio Permit No.: 03-62-0042

CERTIFIED MAIL

Stephen Q. Giblin
Jones, Day, Reavis & Pogue
North Point
901 Lakeside Avenue
Cleveland, Ohio 44114

Dear Mr. Giblin:

Transmitted herewith are Final Findings & Orders of the Director concerning the matter indicated.

Sincerely yours,

Thomas E. Crepeau, Manager
Data Management Section
Division of Hazardous Waste Management

TEC/dhs

cc: Edmund J. Tormey, Legal
Michael Savage, Asst. Chief, DHWM
Dave Sholtis, Asst. Chief, DHWM
Pamela Allen, Manager, CAS, DHWM
Edwin Lim, Manager, RES, DHWM
Chuck Hull, Unit Supervisor, DHWM, NWDO
Don North, DHWM, NWDO
Bryan Zima, AAG, EES

George V. Voinovich, Governor
Nancy P. Hollister, Lt. Governor
Donald R. Schregardus, Director

Issuance Date September 27, 1996

Effective Date September 27, 1996

**BEFORE THE
OHIO ENVIRONMENTAL PROTECTION AGENCY**

In the matter of:

**Brush Wellman Inc.
14710 W. Portage River South Road
Elmore, Ohio 43416**

**Director's Final
Findings and Orders**

RESPONDENT

PREAMBLE

It is hereby agreed by and among the parties hereto as follows:

I. JURISDICTION

The Director's Final Findings and Orders ("Orders") are issued to Brush Wellman Inc. ("Respondent") pursuant to the authority vested in the Director of the Ohio Environmental Protection Agency ("Ohio EPA") by Ohio Revised Code ("ORC") Sections 3734.02(G), 3734.13 and 3745.01.

II. PARTIES

These Orders shall apply to and be binding upon the Respondent, its assigns and successors in interest. No change in ownership or operation of the Facility will in any way alter the Respondent's responsibilities under these Orders.

III. DEFINITIONS

Unless otherwise stated, all terms used in these Orders shall have the same meaning as in ORC Chapter 3734 and the regulations promulgated thereunder.

IV. FINDINGS OF FACT

- Pursuant to ORC Section 3734.02(G) and Rule 3745-50-31 of the Ohio Administrative Code ("OAC"), the Director may, by order, exempt any person generating, storing, treating, or disposing of hazardous waste in such quantities or under such circumstances that, in the determination of the Director, it is unlikely that the public

I certify this to be a true and accurate copy of the official document as filed in the records of the Ohio Environmental Protection Agency.

By: Kara Hahn Date: 9/27/96

OHIO E.P.A.
SEP 27 1996
REGISTERED DIRECTOR'S JOURNAL

SEP 27 1995

OHIO EPA

8. On November 1, 1994, Respondent met with Ohio EPA and the Ohio Attorney General's Office to discuss outstanding enforcement matters at the Facility. During these discussions, Respondent provided Ohio EPA with information regarding the evaluation of its by-product materials. Respondent reported that it had failed to process sufficient quantities of collector fines and dross from mixed alloy for anodes to avoid a determination that it had speculatively accumulated these by-products. Respondent concluded that these materials therefore constituted a hazardous waste since they exhibit a hazardous waste characteristic (toxicity due to the presence of one or more of lead, cadmium and selenium). Respondent indicated that it had approximately 1,500,000 pounds (approximately 6000 drums) of the collector fines on-site, stored in 55 gallon drums on a large outdoor storage pad beside the Respondent's landfill.
9. During the November 1, 1994 meeting, Respondent proposed to Ohio EPA a plan that would expedite the off-site land disposal of the drums of collector fines. However, after further discussion, Ohio EPA and Respondent agreed that it would be environmentally beneficial to recycle these collector fines per an agreed to schedule, rather than commence immediate disposal of this material.
10. Respondent's hazardous waste collector fines are being stored at an unpermitted area of the Facility, in violation of ORC Section 3734.02(E) and (F). This violation is being addressed through a separate legal action of the Ohio Attorney General's Office.
11. By letter dated November 11, 1994, Respondent indicated its willingness to request an exemption under ORC Section 3734.02(G) to store the drums of recoverable by-product material until it could be reclaimed on-site.
12. By letter dated December 9, 1994, Ohio EPA informed Respondent that it had reviewed Respondent's November 11, 1994 letter regarding the submittal of an ORC Section 3734.02(G) exemption request. In its response, Ohio EPA notified Respondent that it must also seek a permit change to its existing Permit to store the aforementioned by-product material. Ohio EPA would consider such a permit change to be a permit revision.
13. On March 28, 1995, Respondent submitted a letter requesting an exemption under ORC Section 3734.02(G) to store its by-product material. In this letter, Respondent also requested a revised Permit to cover the same activity and enclosed a Part B permit revision application which described the unit and hazardous waste management activities to be used to comply with all applicable operating standards.
14. On August 11, 1995, Ohio EPA issued a Notice of Deficiency for this permit application listing numerous deficiencies. By letter dated September 29, 1995,

I certify this to be a true and accurate copy of the official document as filed in the records of the Ohio Environmental Protection Agency.

By: Karla [Signature]

Date 9/27/96

SEP 27 96

OHIO EPA

- f. Respondent shall close the storage area according to the OAC and agency guidance, as described in Section I, Closure, Post-Closure and Financial Requirements of the Part B application, referenced in Finding No. 14.
2. The exemption from the State of Ohio's hazardous waste permitting requirements provided by these Orders shall terminate when any one of the following events occur:
 - a. Respondent withdraws its permit revision application, referenced in Finding No. 14, for the by-product storage area.
 - b. The Director of Ohio EPA approves the issuance of a revised Permit to Respondent for the storage of by-product materials.
 - c. The Director of Ohio EPA disapproves the issuance of a revised Permit to Respondent for the storage of by-product material.
 - d. The Director revokes the exemption granted under these Orders to Respondent.
 3. If the exemption is terminated pursuant to Order Nos. 2.a., 2.c., or 2.d., Respondent shall, within sixty (60) days of notice of termination, commence closure of the storage area in accordance with OAC Rules 3745-55-11 through 3745-55-20 and Order No. 1.f. of these Orders.
 4. The issuance of these Orders by the Director does not release Respondent from liability for violations at the Facility occurring prior to the effective date of these Orders. The issuance of these Orders does not release Respondent from any obligation it has to comply with the State of Ohio's environmental laws, except as otherwise specifically provided herein.

VI. OTHER CLAIMS

Nothing in these Orders shall constitute or be construed as a release from any claim, cause of action or demand in law or equity against any person not a signatory to these Orders, for any liability arising out of or relating to the operation of Respondent's Facility.

VII. OTHER APPLICABLE LAWS

All actions required to be taken pursuant to these Orders shall be undertaken in accordance with the requirements of all applicable laws and regulations. Nothing in these Orders shall be construed as waiving or compromising the applicability and enforcement of any other statutes or regulations applicable to Respondent's operation of its Facility. Ohio EPA reserves all rights and privileges except as specified herein.

I certify this to be a true and accurate copy of the official document as filed in the records of the Ohio Environmental Protection Agency.

By: Kara Yoder Date 9/27/96

XI. WAIVER

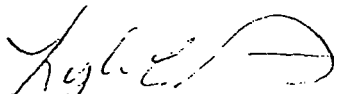
Respondent agrees that these Orders are lawful and reasonable and that the schedules provided herein are reasonable. Respondent agrees to comply with these Orders.

Respondent hereby waives the right to appeal the issuance, terms and service of these Orders and it hereby waives all rights it may have to seek judicial or administrative review of these Orders in law or equity. Respondent further waives all rights it might have to appeal any revocation of these Orders by the Director, and Respondent waives the right to request an adjudication hearing regarding any proposed revocation of these Orders.

Notwithstanding the preceding, Ohio EPA and Respondent agree that in the event these Orders are appealed by any other party to the Environmental Board of Review, or any court, Respondent retains the right to intervene and participate in such appeal. In such event, Respondent shall continue to comply with these Orders notwithstanding such appeal and intervention, unless these Orders are stayed, vacated, or modified.

IT IS SO AGREED:

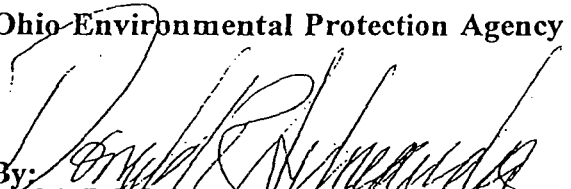
Brush Wellman Inc.

By: 
Lyle C. MacAulay

Date: 09-05-96

Elmore Operations Plant Manager
Name, Title

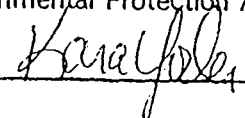
Ohio Environmental Protection Agency

By: 
Donald R. Schregardus, Director

Date: September 27, 1996

OHIO E.P.A.
SEP 27 96

I certify this to be a true and accurate copy of the official document as filed in the records of the Ohio Environmental Protection Agency.

By:  Date 9/27/96