COMMONWEALTH of VIRGINIA

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STATE AIR POLLUTION CONTROL BOARD ENFORCEMENT ACTION - ORDER BY CONSENT ISSUED TO MARATHON PETROLEUM COMPANY LP FOR ITS BULK PETROLEUM PRODUCTS TERMINAL IN ROANOKE, VIRGINIA Registration No. 20995

SECTION A: Purpose

This is a Consent Order issued under the authority of Va. Code §§ 10.1-1309 and -1316, between the State Air Pollution Control Board and Marathon Petroleum Company LP, regarding its Roanoke, Virginia facility, for the purpose of resolving certain violations of the Virginia Air Pollution Control Law and the applicable permit and regulations.

SECTION B: Definitions

Unless the context clearly indicates otherwise, the following words and terms have the meaning assigned to them below:

1. "Board" means the State Air Pollution Control Board, a permanent citizens' board of the Commonwealth of Virginia, as described in Va. Code §§ 10.1-1184 and -1301.

2. "BRRO" means the Blue Ridge Regional Office of DEQ, located in Roanoke, Virginia.

3. "Department" or "DEQ" means the Department of Environmental Quality, an agency of the Commonwealth of Virginia, as described in Va. Code § 10.1-1183.

4. "Director" means the Director of the Department of Environmental Quality, as described in Va. Code § 10.1-1185.

5. "Facility" means Marathon Petroleum Company LP's Bulk Petroleum Products Terminal, consisting of multiple above ground storage tanks, associated piping and ancillary equipment, located at 5287 Terminal Road, Roanoke, Virginia.

6. "Marathon" means Marathon Petroleum Company LP, a limited partnership, and its affiliates, partners, and subsidiaries. Marathon is a "person" within the meaning of Va. Code § 10.1-1300.

7. "Notice of Violation" or "NOV" means a type of Notice of Alleged Violation under Va. Code § 10.1-1309.

8. "Order" means this document, also known as a "Consent Order" or "Order by Consent," a type of Special Order under the Virginia Air Pollution Control Law.

9. "PCE" means a partial compliance evaluation by DEQ staff.

10. "Regulations" or "Regulations for the Control and Abatement of Air Pollution" mean 9 VAC 5 chapters 10 through 80.

11. "Report" means the Annual Update of Emissions submitted to the Department for calendar year 2012.

12. "SOP" means a State Operating Permit to operate a stationary source of air pollution, which was issued under the Virginia Air Pollution Control Law and the Regulations to Marathon on June 6, 2005.

13. "Va. Code" means the Code of Virginia (1950), as amended.

14. "VAC" means the Virginia Administrative Code.

15. "Virginia Air Pollution Control Law" means Chapter 13 (§ 10.1-1300 *et seq.*) of Title 10.1 of the Va. Code.

16. "VOC" means volatile organic compound.

SECTION C: Findings of Fact and Conclusions of Law

1. Marathon owns and operates the Facility in Roanoke, Virginia. The Facility is subject to the requirements of their SOP.

2. The Department issued a SOP to Marathon on June 6, 2005 which authorizes Marathon to operate a stationary source of air pollution. The SOP contains conditions and enumerates limitations on the air emissions from the Facility.

3. On July 16, 2013, Marathon submitted a revised Report. Marathon reported that the VOC emissions from the storage of gasoline were 16.7 tons for calendar year 2012.

4. On July 24, 2013, Department staff conducted a PCE of the Facility by reviewing the Report for compliance with the requirements of the Virginia Air Pollution Control Law, the SOP, and the Regulations. Based on the evaluation, Department staff made the observation that the VOC emissions from the storage of gasoline were 16.7 tons for calendar year 2012.

5. Condition 12 of the SOP dated June 6, 2005 states that VOC emissions from the storage of gasoline shall not exceed 15.6 tons per year.

6. On August 5, 2013, based on the PCE, the Department issued Notice of Violation No. AWCO #8741 to Marathon for the violation described in paragraphs C(4) through C(5), above.

7. Based on the results of the July 24, 2013 PCE, the Board concludes that Marathon has violated Condition 12 of the SOP dated June 6, 2005, as described in paragraphs C(4) through C(5), above.

8. Marathon has instituted several new institutional controls to ensure that the annual VOC emission limits for the storage of gasoline is complied with and the violation described in paragraphs C(4) and C(5), above, has been corrected.

SECTION D: Agreement and Order

Accordingly, by virtue of the authority granted it in Va. Code §§ 10.1-1309 and -1316, the Board orders Marathon, and Marathon agrees to pay a civil charge of **$1,722** within 30 days of the effective date of the Order in settlement of the violations cited in this Order.

Payment shall be made by check, certified check, money order or cashier's check payable to the "Treasurer of Virginia," and delivered to:

Receipts Control
Department of Environmental Quality
Post Office Box 1104
Richmond, Virginia 23218

Marathon shall include its Federal Employer Identification Number (FEIN) 31-1537655 with the civil charge payment and shall indicate that the payment is being made in accordance with the requirements of this Order for deposit into the Virginia Environmental Emergency Response Fund (VEERF). If the Department has to refer collection of moneys due under this Order to the

Department of Law, Marathon shall be liable for attorneys' fees of 30% of the amount outstanding.

SECTION E: Administrative Provisions

1. The Board may modify, rewrite, or amend this Order with the consent of Marathon for good cause shown by Marathon, or on its own motion pursuant to the Administrative Process Act, Va. Code § 2.2-4000 *et seq.*, after notice and opportunity to be heard.

2. This Order addresses and resolves only those violations specifically identified in Section C of this Order. This Order shall not preclude the Board or the Director from taking any action authorized by law, including but not limited to: (1) taking any action authorized by law regarding any additional, subsequent, or subsequently discovered violations; (2) seeking subsequent remediation of the facility; or (3) taking subsequent action to enforce the Order.

3. For purposes of this Order and subsequent actions with respect to this Order only, Marathon admits the jurisdictional allegations, findings of fact, and conclusions of law contained herein.

4. Marathon consents to venue in the Circuit Court of the City of Richmond for any civil action taken to enforce the terms of this Order.

5. Marathon declares it has received fair and due process under the Administrative Process Act and the Virginia Air Pollution Control Law and it waives the right to any hearing or other administrative proceeding authorized or required by law or regulation, and to any judicial review of any issue of fact or law contained herein. Nothing herein shall be construed as a waiver of the right to any administrative proceeding for, or to judicial review of, any action taken by the Board to modify, rewrite, amend, or enforce this Order.

6. Failure by Marathon to comply with any of the terms of this Order shall constitute a violation of an order of the Board. Nothing herein shall waive the initiation of appropriate enforcement actions or the issuance of additional orders as appropriate by the Board or the Director as a result of such violations. Nothing herein shall affect appropriate enforcement actions by any other federal, state, or local regulatory authority.

7. If any provision of this Order is found to be unenforceable for any reason, the remainder of the Order shall remain in full force and effect.

8. Marathon shall be responsible for failure to comply with any of the terms and conditions of this Order unless compliance is made impossible by earthquake, flood, other acts of God, war, strike, or such other unforeseeable circumstances beyond its control and not due to a lack of good faith or diligence on its part. Marathon shall demonstrate that such

circumstances were beyond its control and not due to a lack of good faith or diligence on its part. Marathon shall notify the DEQ Regional Director verbally within 24 hours and in writing within three business days when circumstances are anticipated to occur, are occurring, or have occurred that may delay compliance or cause noncompliance with any requirement of the Order. Such notice shall set forth:

a. the reasons for the delay or noncompliance;

b. the projected duration of any such delay or noncompliance;

c. the measures taken and to be taken to prevent or minimize such delay or noncompliance; and

d. the timetable by which such measures will be implemented and the date full compliance will be achieved.

Failure to so notify the Regional Director verbally within 24 hours and in writing within three business days, of learning of any condition above, which the parties intend to assert will result in the impossibility of compliance, shall constitute a waiver of any claim to inability to comply with a requirement of this Order.

9. This Order is binding on the parties hereto and any successors in interest, designees and assigns, jointly and severally.

10. This Order shall become effective upon execution by both the Director or his designee and Marathon. Nevertheless, Marathon agrees to be bound by any compliance date which precedes the effective date of this Order.

11. This Order shall continue in effect until:

a. The Director or his designee terminates the Order after Marathon has completed all of the requirements of the Order;

b. Marathon petitions the Director or his designee to terminate the Order after it has completed all of the requirements of the Order and the Director or his designee approves the termination of the Order; or

c. the Director or Board terminates the Order in his or its sole discretion upon 30 days' written notice to Marathon.

Termination of this Order, or any obligation imposed in this Order, shall not operate to relieve Marathon from its obligation to comply with any statute, regulation, permit condition, other order, certificate, certification, standard, or requirement otherwise applicable.

12. Any plans, reports, schedules or specifications attached hereto or submitted by Marathon and approved by the Department pursuant to this Order are incorporated into this Order. Any non-compliance with such approved documents shall be considered a violation of this Order.

13. The undersigned representative of Marathon certifies that he or she is a responsible official authorized to enter into the terms and conditions of this Order and to execute and legally bind Marathon to this document. Any documents to be submitted pursuant to this Order shall also be submitted by a responsible official of Marathon.

14. This Order constitutes the entire agreement and understanding of the parties concerning settlement of the violations identified in Section C of this Order, and there are no representations, warranties, covenants, terms or conditions agreed upon between the parties other than those expressed in this Order.

15. By its signature below, Marathon Petroleum Company LP voluntarily agrees to the issuance of this Order.

And it is so ORDERED this 30th day of September, 2013.

Robert J. Weld, Regional Director
Department of Environmental Quality

Marathon Petroleum Company LP voluntarily agrees to the issuance of this Order.

Marathon Petroleum Company LP
By: MPC Investment LLC, its General Partner

APPROVED AS TO FORM LSS

Date: 9/26/13

By: _____
George P. Shaffner
Senior Vice President

State of Ohio
County of Hancock

The foregoing document was signed and acknowledged before me this 26 day of September, 2013, by George P. Shaffner in his capacity as Senior Vice President of MPC Investment LLC, the General Partner of Marathon Petroleum Company LP, a limited partnership.

Angela M. Hill
Notary Public

_____
Registration No.

My commission expires: September 29, 2018

Notary seal:

ANGELA M HILL, Notary Public
In and for the State of Ohio
My Commission Expires Sept. 29, 2018