



COMMONWEALTH of VIRGINIA

DEPARTMENT OF ENVIRONMENTAL QUALITY

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L. Preston Bryant, Jr.
Secretary of Natural Resources

David K. Paylor
Director

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**STATE WATER CONTROL BOARD and
STATE AIR POLLUTION CONTROL BOARD
ENFORCEMENT ACTION
SPECIAL ORDER BY CONSENT
ISSUED TO
TITAN VIRGINIA READY-MIX LLC and MECHANICSVILLE
CONCRETE LLC D/B/A POWHATAN READY MIX
FOR
TITAN CAMPOSTELLA, TITAN CENTREVILLE,
TITAN CLEARBROOK, TITAN STERLING,
MECHANICSVILLE CONCRETE CHESTERFIELD,
MECHANICSVILLE CONCRETE FLAT ROCK, and
TITAN PRINCE GEORGE READY MIX FACILITIES
VPDES General Permit VAG11 and Registration Numbers VAG 110119,
VAG110074, VAG110199 and VAG110103
Air Registration Numbers 50993, 51959 and 50383**

SECTION A: Purpose

This is a Consent Special Order/Consent Order issued under the authority of Va. Code §§ 10.1-1309, 10.1-1316, 62.1-44.15(8a), and 62.1-44.15(8d) among the State Air Pollution Control Board, the State Water Control Board and Titan Virginia Ready-Mix LLC and Mechanicsville Concrete LLC, regarding the Titan Campostella, Titan Centreville, Titan Clearbrook, Titan Sterling, Mechanicsville Concrete Chesterfield, Mechanicsville Concrete Flat Rock, and Titan Prince George Ready Mix facilities, for the purpose of resolving certain violations of the Virginia Air Pollution Control Law, the Air Regulations, the Air Permits, the State Water Control Law, the VPDES Regulation and VPDES General Permit No. VAG11.

SECTION B: Definitions

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

1. "Administrative Process Act" or "APA" means Chapter 40 (§ 2.2-4000 et seq) of Title 2.2 of the Va.Code.
2. "Air 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 10.1-1301.
3. "Air Permit" means the New Source Review (NSR) Stationary Source Permits to Construct/Modify and Operate issued to the Titan facilities on April 8, 1997, October 27, 2004 and November 24, 1992.
4. "Air Regulations" or "Regulations for the Control and Abatement of Air Pollution" mean 9 VAC 5 Chapters 10 through 80.
5. "Boards" means, collectively, the State Water Control Board and the State Air Pollution Control Board.
6. "CFR" means the Code of Federal Regulations, as incorporated into the Air Regulations.
7. "Department" or "DEQ" means the Department of Environmental Quality, an agency of the Commonwealth of Virginia as described in Va. Code § 10.1-1183.
8. "Director" means the Director of the Department of Environmental Quality, as described in Va. Code § 10.1-1185.
9. "DMR" means Discharge Monitoring Report.
10. "Facility" means the assets owned or operated by Titan.
11. "Mechanicsville" means Mechanicsville Concrete LLC, a limited liability company authorized to do business in Virginia and its affiliates, partners, subsidiaries and parents. Mechanicsville is a "person" within the meaning of Va. Code §§ 10.1-1300 and 62.1-44.3.
12. "Notice of Violation" or "NOV" means a type of Notice of Alleged Violation under Va. Code §§ 10.1-1309 and 62.1-44.15.
13. "NRO" means the Northern Regional Office of DEQ, located in Woodbridge, Virginia.
14. "O&M" means operations and maintenance.

15. "Order" means this document, also known as a "Special Order by Consent", a "Consent Special Order", or a "Consent Order".
16. "PRO" means the Piedmont Regional Office of DEQ, located in Glenn Allen, Virginia.
17. "State Water Control Law" means Chapter 3.1 (§ 62.1-44.2 *et seq.*) of Title 62.1 of the Va. Code.
18. "SWPPP" means Storm Water Pollution Prevention Plan.
19. "Titan" means Titan Virginia Ready-Mix LLC and Mechanicsville Concrete LLC, limited liability companies authorized to do business in Virginia. Both companies are "persons" within the meaning of Va. Code §§ 10.1-1300 and 62.1-44.3.
20. "TPH" means Total Petroleum Hydrocarbons.
21. "TRO" means the Tidewater Regional Office of the DEQ, located in Virginia Beach, Virginia.
22. "Va. Code" means the Code of Virginia (1950), as amended.
23. "VAC" means the Virginia Administrative Code.
24. "Virginia Air Pollution Control Law" means Chapter 13 (§ 10.1-1300 *et seq.*) of Title 10.1 of the Va. Code.
25. "VPDES" means Virginia Pollutant Discharge Elimination System.
26. "VPDES General Permit" or "General Permit" means VPDES General Permit No. VAG11.
27. "VPDES Regulation" means the General Virginia Pollutant Discharge Elimination System (VPDES) Permit Regulation for Concrete Products Facilities at 9 VAC 25-31-193 *et seq.*
28. "VRO" means the Valley Regional Office of DEQ, located in Harrisonburg, Virginia.
29. "Warning Letter" or "WL" means a type of Notice of Alleged Violation under Va. Code §§ 10.1-1309 and 62.1-44.15.
30. "Water Board" means the State Water Control Board, a permanent citizens' board of the Commonwealth of Virginia, as described in Va. Code §§ 10.1-1184 and 62.1-44.7.

SECTION C: Findings of Fact and Conclusions of Law

Campostella Facility Facts

1. Titan owns and operates the Titan Campostella facility located in Norfolk, Virginia. The VPDES General Permit allows Titan to discharge process wastewater and stormwater associated with industrial activity from the Campostella facility to the Eastern Branch of the Elizabeth River in strict compliance with the terms and conditions of the VPDES General Permit.
2. The Eastern Branch of the Elizabeth River is listed in DEQ's 305(b) report as impaired because of low levels of Dissolved Oxygen, high levels of Enterococci, impaired benthic organisms, the presence of PCBs, and the presence of Tributyltin. The causes of these impairments are various, but among them are contaminated sediments and industrial discharges.
3. Part I.B.4 of the General Permit requires that equipment be washed down in an area where washwater is collected for recycling or for treatment prior to discharge.
4. Part III.F of the General Permit prohibits discharges to State waters except in compliance with a permit issued by the Board.
5. On April 30, 2009 DEQ TRO compliance staff observed a sheet flow discharge from the Campostella facility entering a drop inlet in the curb of Kimball Terrace. The discharge was not emanating from the facility's permitted outfall. The drop inlet was part of the city of Norfolk's storm sewer system. Storm sewers within the City discharge to the Eastern Branch of the Elizabeth River. Further investigation by staff revealed that the discharge resulted from the cleaning of concrete loading equipment with a pressure washer. The equipment cleaning was not taking place in an area of the facility where washwater could be collected for treatment or recycling. Staff sampled the washwater entering the drop inlet and found it to have a pH of 9.5. A file review revealed that staff had observed and notified Titan of a similar incident in July of 2008.
6. TRO issued NOV No. W2009-06-T-002 to Titan on June 9 2009 for the above referenced violations.

Centerville, Clear Brook and Sterling Facilities Facts

1. Titan owns and operates the Clear Brook facility located in Clear Brook, Virginia and Titan leases the real estate and owns and operates the personalty at the Centreville facility located in Centreville, Virginia and the Sterling facility located in Sterling, Virginia. The VPDES General Permit allows Titan to

discharge process wastewater and stormwater associated with industrial activity from the Centreville, Clear Brook and Sterling facilities to, respectively, an unnamed tributary of Bull Run, to Turkey Run and a nearby quarry pit owned by Global Stone and to Indian Creek and its unnamed tributary, in strict compliance with the terms and conditions of the VPDES General Permit.

2. Bull Run and its unnamed tributary are located in the Rappahannock River Basin and are not listed in DEQ's 305(b) report as impaired. Turkey Run, the quarry pit and Indian Creek and its unnamed tributary are located in the Potomac and Shenandoah River Basin. The waters of the quarry pit are not listed in DEQ's 305(b) report, however Turkey Run is listed and is described as impaired due to the presence of significant amounts of Escherichia coli bacteria. The source of the Escherichia coli contamination is unknown. Indian Creek is listed in the 305(b) report as impaired due to the presence of significant amounts of PCBs in fish tissue. The source of the PCB contamination is unknown.
3. Part I.A of the VPDES General Permit requires that Titan monitor its stormwater for TPH on an annual basis. Part III.C of the VPDES General Permit requires that the results of the monitoring be submitted to the Department on a DMR. In 2007 Titan failed to submit TPH results for stormwater monitoring at the Centreville and Sterling facilities. In correspondence dated January 7, 2008 and February 11, 2008 Titan indicated that its lab had supplied inappropriate containers for TPH sampling; that Titan staff did proceed with TPH sample collection; that because inappropriate containers were used the lab could not run the TPH samples; and that there was no opportunity to resample for TPH during the year. DEQ staff noted that the containers were of a different type than what was normally used for TPH sampling, that Titan staff did not question the containers' appropriateness and that Titan staff waited until the end of the year to perform TPH sampling.
4. NRO issued Warning Letter Nos. W2008-02-N-1012 and W2008-02-N-1013 to Titan on February 6, 2008 for the monitoring violations at the Centreville and Sterling facilities respectively.
5. Titan responded to the Warning Letters by indicating that it had previously provided a copy of the VPDES General Permit, indicating the pollutant parameters required to be monitored to the lab and had instructed the lab to provide correct sample containers in the future.
6. On May 15, 2007 VRO staff performed a technical and laboratory inspection at Titan's Clear Brook facility. Staff noted the following deficiencies in Titan's laboratory and monitoring procedures:
 - a. Failure to submit storm event data with DMRs as required by Part II.A of the VPDES General Permit or, in the alternative, to indicate on the DMR that sampling was performed during dry weather.

- b. Failure to calibrate the pH thermistor against a reference thermistor as required by Part III.A.3 of the VPDES General Permit.
- c. Failure to use fresh buffers for pH calibration as required by EPA Standard Methods, 40 CFR Part 136, incorporated by reference at Part III.A.2 of the VPDES General Permit.

Staff noted further deficiencies in Titan's compliance with General Permit requirements during a technical inspection of the facility:

- a. Failure to sign and certify the SWPPP as required by Parts II.G.2 and III.K of the VPDES General Permit.
- b. A deficient SWPPP, i.e. a failure to note on the facility site map contained in the SWPPP all outfall locations, all outfall drainage areas and all types of discharges located within the outfall drainage areas, as required by Part III.G.4 of the VPDES General Permit.
- c. A deficient registration statement of the Clear Brook facility, i.e. a failure to note on the VPDES General Permit registration statement all outfall locations and processes as required by 9 VAC 25-193-60.B.14 and 9 VAC 25-193-60.B.15.
- d. Failure to conduct annual comprehensive site compliance evaluations for 2005 and 2006 as required by Part II.G.4.d of the VPDES General Permit.
- e. Failure to conduct quarterly visual examinations of stormwater quality as required by Part II.D of the VPDES General Permit, during 2005, 2006 and the first quarter of 2007.
- f. That process wastewater was being discharged from outfall 001 to a drinking water source, the Global Stone quarry pit, rather than to the authorized receiving waters, i.e. Turkey Run, in contravention of Part III.F of the VPDES General Permit.
- g. That there existed two (additional) stormwater outfalls at the facility which were not identified in Titan's registration statement for Clear Brook. Stormwater discharges from those outfalls were therefore not authorized by the VPDES General Permit and were in contravention of Part III.F of the General Permit.
- h. Titan had not reported the unauthorized discharges in contravention of Va. Code § 62.1-44.5B, 9 VAC 25.31.50.B and Part III.G of the VPDES General Permit.
- i. Failure to manage waste concrete in an area where wastewater could be captured and recycled, in contravention of Parts I.B.2 and I.B.5 of the VPDES General Permit.
- j. Failure to include in the facility O&M manual practices for operation and maintenance of chemical and material storage areas, and temporary closure plans, in contravention of Part I.B.8 of the VPDES General Permit.
- k. Failure to maintain a one foot minimum freeboard in the facility's final process wastewater basin and failure to report that minimum freeboard

was not maintained, in contravention of Part I.B.10 of the VPDES General Permit.

Titan disputed the findings regarding SWPP certification and quarterly visual examinations.

Conclusions

1. Va. Code § 62.1-44.5.A. and the VPDES Regulation at 9 VAC 25-31-50.A state that except in compliance with a certificate issued by the Board, it shall be unlawful for any person to discharge into state waters sewage, industrial wastes, other wastes, or any noxious or deleterious substances.
2. Va. Code § 62.1-44.5.B and the VPDES Regulation, at 9 VAC 25-31-50.B states that any person who discharges or causes or allows a discharge of sewage, industrial waste, other wastes or any noxious or deleterious substance into or upon state waters, or a discharge that may reasonably be expected to enter state waters shall, upon learning of the discharge, promptly notify the Department.
3. Va. Code § 62.1-44.15(5a) states that a VPDES permit is a “certificate” under the statute.
4. Va. Code § 62.1-44.3 defines "industrial wastes" as liquid or other wastes resulting from any process of industry, manufacture, trade, or business.
5. Va. Code § 62.1-44.3 defines "other wastes" as all other substances except industrial wastes and sewage which may cause pollution in state waters.
6. Va. Code § 62.1-44.3 defines "pollution" as such alteration of the physical, chemical, or biological properties of state waters as will or is likely to create a nuisance or render such waters harmful to the public health, safety, or welfare or to the health of animals, fish, or aquatic life; unsuitable with reasonable treatment for use as present or possible future sources of public water supply; or unsuitable for recreational, commercial, industrial, agricultural, or other reasonable uses.
7. Discharges of process wastewater from the Campostella and Clear Brook facilities are “industrial wastes” within the meaning Va. Code § 62.1-44.3.
8. Discharges of stormwater associated with industrial activity at the Campostella and Clear Brook facilities are either “industrial wastes” or “other wastes” within the meaning of Va. Code § 62.1-44.3.
9. The Department has issued no wastewater discharge permits or certificates to Titan other than its approval of Titan’s registration for coverage under the VPDES General Permit. The General Permit allows Titan to discharge process wastewater and

stormwater from the Campostella and Clear Brook sites only under certain conditions and at certain locations.

10. Va. Code § 62.1-44.3 defines “state waters” to include all waters “on the surface and under the ground, wholly or partially within or bordering the Commonwealth”. The Eastern Branch of the Elizabeth River, Bull Run and its unnamed tributary, Indian Creek and its unnamed tributary, as well as Turkey Run and the water present in the Global Stone quarry are surface waters located wholly within the Commonwealth and therefore “state waters” under the statute.
11. Based on the results of the April 30, 2009 and May 15, 2007 inspections and the DMRs submitted for the Centreville and Sterling facilities, the Water Board concludes that Titan has violated Va. Code §§ 62.1-44.5.A and 62.1-44.5.B as well as 9 VAC 25-31-50.A and 9 VAC 25-31-50.B by discharging process wastewater and stormwater associated with industrial activity while concurrently failing to comply with the conditions of the VPDES General Permit and failing to report such discharges. In addition the Water Board concludes that Titan has violated Part I.A, Part I.B.2, Part I.B.4, Part I.B.5, Part I.B.8, Part I.B.10, Part IIA, Part IID, Part IIG.2, Part IIG.4, Part III.A.2, Part III.A.3, Part III.C, Part III.F, Part III.G and Part III.K of the VPDES General Permit as well as 9 VAC 25-193-60.B.14 and 9 VAC 25-193-60.B.15, in the manner noted above.
12. Titan has submitted documentation that verifies that the violations described at the Campostella, Centreville, Clear Brook and Sterling facilities have been corrected.

Mechanicsville Concrete Chesterfield, Mechanicsville Concrete Flat Rock, and Titan Prince George Ready Mix Facilities

13. Titan owns and operates the Mechanicsville Concrete Chesterfield facility located in Midlothian, Virginia operating under an Air Permit dated April 8, 1997 that is now superseded by a Air Permit dated December 8, 2008, the Mechanicsville Concrete Flat Rock facility located in Powhatan, Virginia operating under a Air Permit dated October 27, 2004, now superseded by an Air Permit dated July 30, 2009, and Titan owns and operates the Titan Prince George Ready Mix facility located in Prince George, Virginia operating under a Air Permit dated November 24, 1992.
14. Based on the results of the May 3, 2007 and May 2, 2008 inspections and subsequent information submitted for the Mechanicsville Concrete Chesterfield, Mechanicsville Concrete Flat Rock, and Titan Prince George Ready Mix Centreville facilities, the Air Board concludes that Titan has violated and failed to comply with the conditions of the April 8, 1997, October 27, 2004 and November 24, 1992 Air Permits, in the manner noted below.

Mechanicsville Concrete Chesterfield

15. On October 6, 2008 Titan submitted a letter to DEQ reporting discovery of an exceedance of production volumes established in the facility's April 8, 1997 Air Permit.
16. On December 8, 2008 DEQ issued an amended NSR permit that supersedes the April 8, 1997 Air Permit and provides for a new concrete throughput limit.
17. On February 20, 2009 Titan provided concrete throughput values for the years 2006 - 2008.
18. Production volumes submitted by Titan and a review of those values conducted by DEQ confirm monthly throughput exceedances from August 2006 through November 2008. Throughput values range from 114,942 to 154,900 tons/yr. Condition No. 5 of the April 8, 1997 Air Permit limits production of concrete to 104,000 tons/yr.

Mechanicsville Concrete Flat Rock

19. On May 2, 2008 PRO staff conducted an onsite inspection at Titan's Mechanicsville's Flat Rock facility. Staff noted the following deficiencies in the operations and records:
 - a) Failure to operate Air Pollution Control Equipment (APCE) in a manner to control particulate emissions as per Condition No. 5 of the October 27, 2004 Air Permit.
 - b) Failure to maintain the APCE monitoring device as per Condition No. 7 of the October 27, 2004 Air Permit.
 - c) Failure to maintain the APCE monitoring device log book as per Condition No. 8 of the October 27, 2004 Air Permit.
 - d) Failure to produce production values as per Condition No. 9 of the October 27, 2004 Air Permit.
 - e) Failure to control fugitive emissions from load-out as per Condition No. 13 of the October 27, 2004 Air Permit.
 - f) Failure to keep onsite records as per Condition No. 15 of the October 27, 2004 Air Permit.
 - g) Failure to keep logs and procedural/training documents as per Condition No. 22 of the October 27, 2004 Air Permit.
20. PRO issued an NOV (No. 08-05-PRO-401) to Titan on August 25, 2008 for the deficiencies noted in the May 2, 2008 inspection.
21. Titan submitted documentation that verifies violations a, b, c, d, e, f, and h, as listed above in Section C Paragraph 19 have been corrected. The outstanding violation will be addressed by meeting the requirements in Appendix A of this Order.

Titan Prince George Ready Mix

22. On May 3, 2007 PRO staff conducted an onsite inspection at Titan's Prince George Ready Mix facility. Staff noted the following deficiencies in the operations and records required by the facility's November 24, 1992 Air Permit:
 - a) Failure to control fugitive emissions from the weigh-batcher and load-out as per Condition No. 3 of the November 24, 1992 Air Permit.
 - b) Failure to install indicator alarms in an appropriate location as per Condition No. 4 of the November 24, 1992 Air Permit.
 - c) Failure to maintain production and throughput records in a format required in Condition No.'s 8, 9, 10, 11 & 18 of the November 24, 1992 Air Permit.
 - d) Failure to have an employee supervise and observe each load-out as per Condition No. 15 of the November 24, 1992 Air Permit.
 - e) Failure to keep maintenance records as per Condition No. 22 of the November 24, 1992 Air Permit.
23. PRO issued a WL (No. 07-05-PRO-401) to Titan on May 22, 2007 for the deficiencies noted in the May 3, 2007 inspection.
24. On June 1, 2007 Titan provided production and throughput records to DEQ staff for review.
25. Titan responded to the WL on June 4, 2007 providing comments on outlined deficiencies and also informing DEQ staff that the facility has been shutdown and has not operated since June 6, 2007.
26. PRO issued an NOV (No. 07-07-PRO-404) to Titan on October 17, 2007 for the deficiencies noted in the May 3, 2007 inspection
27. Titan submitted documentation that states the facility is not operating and violations a, b, c, d, and e, as listed above in Section C Paragraph 22 have been corrected.

SECTION D: Agreement and Order

Accordingly, by virtue of the authority granted them in Va. Code §§ 10.1-1309, 10.1-1316, 62.1-44.15(8a) and 62.1-44.15(8d), the Boards orders Titan, and Titan agrees to:

1. Perform the actions described in Appendix A of this Order; and
2. Pay a civil charge of \$74,379 in settlement of the violations cited in this Order, to be paid as follows*:

* Subject to a credit from the SEP.

- a. Titan shall pay \$7,500 of the civil charge within 30 days of the effective date of this Order. Payment shall be made by check, certified check, money order or cashier's check payable to the "Treasurer of Virginia," delivered to:

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

Titan shall include its Federal Identification Number 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).

- b. Titan shall satisfy \$66,879 of the civil charge by satisfactorily completing the Supplemental Environmental Project (SEP) described in Appendix B of this Order.
- c. The net project cost of the SEP to Titan shall not be less than the amount set forth in Paragraph D.2.b. If it is, Titan shall pay the remaining amount in accordance with Paragraph D.2.a. of this Order, unless otherwise agreed to by the Department. "Net project costs" means the net present after-tax cost of the SEP, including tax savings, grants, and first-year cost reductions and other efficiencies realized by virtue of project implementation. If the proposed SEP is for a project for which Titan will receive an identifiable tax savings (e.g., tax credits for pollution control or recycling equipment), grants, or first-year operation cost reductions or other efficiencies, the net project cost shall be reduced by those amounts. The costs of those portions of SEPs that are funded by state or federal low-interest loans, contracts, or grants shall be deducted.
- d. By signing this Order Titan certifies that it has not achieved full performance of the SEP.
- e. Titan acknowledges that it is solely responsible for completing the SEP project. Any transfer of funds, tasks or otherwise by Titan to a third party, shall not relieve Titan of its responsibility to complete the SEP as described in this Order.
- f. Titan shall conduct annual checks to ensure compliance with the SEP and provide notice to DEQ of same as long as this Order shall be in effect.

- g. Titan shall submit any resulting report, shall report any violations discovered as a result of any environmental assessment or environmental audit to DEQ immediately and shall correct those violations, including any required remedial actions.
- h. In the event it publicizes the SEP or the SEP results, Titan shall state in a prominent manner that the project is part of a settlement of an enforcement action.
- i. DEQ has the sole discretion to:
 - (i) Authorize any alternate, equivalent SEP proposed by Titan; and
 - (ii) Determine whether the SEP, or alternate SEP, has been completed in a satisfactory manner.
- j. Should the Department determine that Titan has not completed the SEP, or alternate SEP, in a satisfactory manner, the Department shall so notify Titan in writing. Within 30 days of being notified, Titan shall pay the amount specified in Paragraph D.2.b above, as provided in Paragraph D.2.a, above.

SECTION E: Administrative Provisions

1. The Boards may modify, rewrite, or amend this Order with the consent of Titan, for good cause shown by Titan, or on their own motion pursuant to the Administrative Process Act 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 Boards 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 facilities; or (3) taking subsequent action to enforce the Order.
3. For purposes of this Order and subsequent actions with respect to this Order only, Titan admits the jurisdictional allegations, findings of fact, and conclusions of law contained herein.
4. Titan consents to venue in the Circuit Court of the County of Frederick for any civil action taken to enforce the terms of this Order.
5. Titan declares it has received fair and due process under the Administrative Process Act, Va. Code §§ 2.2-4000 *et seq.*, the Virginia Air Pollution Control Law and the State Water 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 Boards to modify, rewrite, amend, or enforce this Order.

6. Failure by Titan to comply with any of the terms of this Order shall constitute a violation of an order of the Boards. Nothing herein shall waive the initiation of appropriate enforcement actions or the issuance of additional orders as appropriate by the Boards 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. Titan 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 occurrence. Titan shall show that such circumstances were beyond its control and not due to a lack of good faith or diligence on its part. Titan shall notify the DEQ Enforcement 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 Enforcement Director verbally within 24 hours and in writing within three business days, of learning of any condition above, which Titan intends 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, their 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 Titan. Nevertheless, Titan 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. Titan 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
- b. the Director or Board terminates the Order in his or its sole discretion upon 30 days' written notice to Titan.

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

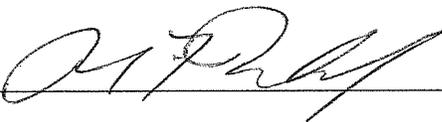
12. Any plans, reports, schedules or specifications attached hereto or submitted by Titan and approved by the Department pursuant to this Order are incorporated into this Order. Any non-compliance with such approved documents shall be considered a violation of this Order.

13. The undersigned representative of Titan 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 Titan to this document. Any documents to be submitted pursuant to this Order shall also be submitted by a responsible official of Titan.

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, Titan voluntarily agrees to the issuance of this Order.

And it is so ORDERED this 2^d day of August, 2011.



Department of Environmental Quality

Titan Virginia Ready-Mix LLC and Mechanicsville Concrete LLC voluntarily agree to the issuance of this Order.

Titan Virginia Ready-Mix LLC

Date: April 11, 2011 By: [Signature], President
(Person) (Title)

COMMONWEALTH OF VIRGINIA
CITY/COUNTY of Roanoke

The foregoing document was signed and acknowledged before me this 11 day of April, 2011 by Robert Sells who is President of Titan Virginia Ready-Mix LLC, on behalf of the limited liability company.

[Signature], Olivia Forrest
Notary Public

7116125
Registration No.

My commission expires: 10/31/2011

Notary seal:

Mechanicsville Concrete LLC

Date: April 11, 2011 By: [Signature], President
(Person) (Title)

COMMONWEALTH OF VIRGINIA

CITY/COUNTY of Roanoke

The foregoing document was signed and acknowledged before me this 11 day of April, 2011, by Robert Sells who is President of Mechanicsville Concrete LLC, on behalf of the limited liability company.

[Signature], Olivia Forrest
Notary Public
7116125
Registration No.

My commission expires: 10/31/2011

Notary seal:

APPENDIX A

1. Titan agrees to comply with all conditions of the State Water Control Law, the VPDES Regulation and the VPDES General Permit in its ownership and operation of the Titan Campostella, Centreville, Clear Brook and Sterling facilities.
2. Titan will submit within ninety (90) days of the effective dates of this Order, to the Department, the following items:
 - i. Notification that the Titan has permanently shutdown the Titan Prince George Ready Mix facility or
 - ii. Request to amend November 24, 1992 Permit issued to the Titan Prince George Ready Mix facility to include:
 1. The modification Condition 4 to address alarm placement or provide documentation verifying the alarm has been relocated and meets the requirements of the Condition 4 as it is written and
 2. The addition of a Condition that Titan will provide notification to DEQ PRO 30 days prior to resuming operations at the facility.
3. Titan agrees to comply with all conditions of the Virginia Air Pollution Control Law, the Air Regulations, and the Air Permits in its ownership and operation of the Mechanicsville Concrete Chesterfield, Mechanicsville Concrete Flat Rock, and Titan Prince George Ready Mix facilities.
4. In accordance with 9 VAC 5-20-230(A), in all documents submitted to DEQ pursuant to this Consent Order, Titan shall by its officers, sign and certify under penalty of law that the information contained in such documents or reports is true, accurate, and not misleading by signing the following statement:

“I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering and evaluating the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violation.
5. All requirements of Appendix A of this Order shall be submitted to:

Melanie D. Davenport
Director, Division of Enforcement
Virginia Department of Environmental Quality
P.O. Box 1105
Richmond, Virginia 23502

APPENDIX B

Titan shall perform the SEP identified below in the manner specified in this Appendix.

1. The SEP to be performed by Titan is an implementation of a computer database and tracking system (current program known as Envirolis) to ensure compliance with all permit conditions, including record-keeping and reporting requirements ("System"), of its ready-mix facilities located within the Commonwealth. The development and continued implementation of the System shall be performed in the manner described by Titan in its SEP analysis form submitted to DEQ on 4/13/11. As part of the SEP, at the end of the term of this SEP, Titan shall generate a report, certified by Titan's Business Unit Operating President or Vice President or Chief Executive Officer, which documents the findings of this SEP, including the specifics of any instances of failure to comply with the environmental laws, regulations and permits administered by DEQ, which are revealed by the System. The certification accompanying the report shall be in the following format:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gathered and evaluated the information submitted, and that the information submitted is true, accurate, and complete to the best of my knowledge and belief. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations.

The report shall additionally document what steps have been or will be taken to address the instances of noncompliance. A copy of the report shall be delivered to DEQ no later than August 1, 2014. Titan understands and agrees that where separate statutory or regulatory requirements require it, reporting of the instances of noncompliance must also be accomplished in the manner and within the time frames dictated by such laws and regulations.

2. The SEP shall be completed no later than May 1, 2014.
3. Titan shall submit progress reports on the SEP on a semi-annual basis, due on the 10th day of the first month of January and July for each year. The first of such reports shall be due on July 10, 2011. Submission of the reports shall continue through completion of the SEP.
4. Titan shall submit a written final report on the SEP, verifying that the SEP has been completed in accordance with the terms of this Order, and certified by a responsible corporate officer or owner. Titan shall submit the final report and certification to the Department no later than August 1, 2014.

5. If the SEP has not or cannot be completed as described in the Order, Titan shall notify DEQ in writing within 30 days of determining that the terms of the Order have not been or will not be met. Such notification shall include: (i) an alternate SEP proposal, or (ii) payment of the amount specified in Paragraph D.2.b as described in Paragraph D.2.a.
6. Titan hereby consents to reasonable access by DEQ or its staff to property or documents under Titan's control for verifying progress or completion of the SEP.
7. Titan shall submit to DEQ written verification of the final overall and net project cost of the SEP in the form of a certified statement itemizing costs, invoices and proof of payment, or similar documentation within 30 days of the project completion date. For the purposes of this submittal, net project costs can be either the actual, final net project costs or the projected net project costs if such projected net project costs statement is accompanied by a CPA certification or certification from Titan's Chief Financial Officer or by a responsible corporate officer or owner concerning the projected tax savings, grants or first-year operation cost reductions or other efficiencies.
8. Documents to be submitted to the Department, other than the civil charge payment described in Section D of the Order, shall be sent to:

Melanie D. Davenport
Director, Division of Enforcement
Virginia Department of Environmental Quality
P.O. Box 1105
Richmond, Virginia 23502