



COMMONWEALTH of VIRGINIA

DEPARTMENT OF ENVIRONMENTAL QUALITY

PIEDMONT REGIONAL OFFICE

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July 1, 2020

Mr. Jerry Cifor
President
Green Ridge Recycling and Disposal LLC
12230 Deergrove Road
Midlothian, Virginia 23112

**Subject: Green Ridge Recycling and Disposal Facility, LLC
Notice of Intent – Completeness Review 2**

Dear Mr. Cifor:

The Virginia Department of Environmental Quality (DEQ) Piedmont Regional Office (PRO) is in receipt of the response letter dated April 16, 2020 for the Notice of Intent (NOI) and Part A Application for the Green Ridge Recycling and Disposal Facility, LLC (Green Ridge) dated January 17, 2020. The response letter was prepared by Draper Aden Associates based on the comments provided in the DEQ's NOI – Completeness Review letter dated March 20, 2020.

The NOI has been reviewed for *administrative completeness* in accordance with 9 VAC 20-81-450.B of the Virginia Solid Waste Management Regulations (VSWMR, 9 VAC 20-81-10 *et seq.*). Based on the review, the NOI appears to remain *administratively incomplete*.

- 1.) **Disclosure Statement, NOI Appendix NOI-II:** It appears that Green Ridge has not yet submitted all disclosure forms required by law.

“No application for a new solid waste management facility permit . . . shall be deemed complete unless it is accompanied by DEQ Form DISC-01 and 02 (Disclosure Statement) for **all key personnel**.” 9 VAC 20-81-450.B.2 (emphasis added).

Under § 10.1-1408.1(B)(2) of the Code of Virginia and 9 VAC 20-81-10, the term “key personnel” is defined as:

The applicant itself and any person employed by the applicant in a managerial capacity or empowered to make discretionary decisions, with respect to the solid waste or hazardous waste operations of the applicant in Virginia, but shall not include employees exclusively

engaged in the physical or mechanical collection, transportation, treatment, storage, or disposal of solid or hazardous waste and such other employees as the Director may designate by regulation. If the applicant has not previously conducted solid waste or hazardous waste operations in Virginia, the term also includes any officer, director, partner of the applicant, or any holder of five percent or more of the equity or debt of the applicant. If any holder of five percent or more of the equity or debt of the applicant or of any key personnel is not a natural person, the term includes all key personnel of that entity, provided that where such entity is a chartered lending institution or a reporting company under the Federal Securities Exchange Act of 1934, the term does not include key personnel of such entity.

Under the plain language of the VSWMR, it appears that Green Ridge must provide disclosure statements for the following entities: (1) Green Ridge itself; (2) Green Ridge's managers; (3) any Green Ridge employees who are empowered to make discretionary decisions regarding waste operations; (4) Green Ridge's officers, directors, or partners; (5) any individual or corporation who holds five percent or more of Green Ridge's equity or debt; and (6) all of the key personnel of any corporation which holds five percent or more of Green Ridge's equity or debt, unless that corporation is a reporting company under the Federal Securities Exchange Act of 1934.¹

According to the information provided in the April 16 response letter, Green Ridge is a wholly owned subsidiary of County Waste of Virginia LLC; CWV Holdco, Inc.; GFL Holdco, LLC; GFL Environmental Holdings, Inc.; and GFL Environmental, Inc. As these parent corporations all hold at least five percent of Green Ridge's equity, they are all "key personnel" as defined by § 10.1-1408.1(B)(2) of the Code of Virginia and 9 VAC 20-81-10. Therefore, Green Ridge's application cannot be considered administratively complete until it submits DEQ Form DISC-01 and 02 for each of its parent corporations. 9 VAC 20-81-450.B.2.

Furthermore, it appears that neither County Waste of Virginia LLC; CWV Holdco, Inc.; GFL Holdco, LLC; nor GFL Environmental Holdings, Inc. is a chartered lending institution or a reporting company under the Federal Securities Exchange Act of 1934. Therefore, these corporations' key personnel (*i.e.* their managers, decision-makers, officers, directors, partners, and those who own more than 5% of the applicant's equity or debt) are all Green Ridge's key personnel too. 9 VAC 20-81-10 ("If any holder of five percent or more of the equity or debt of the applicant or of any key personnel is not a natural person, the term

¹ It appears that Green Ridge is not a reporting company under the Federal Securities Exchange Act of 1934. Therefore, its own key personnel are not excluded from disclosure. 9 VAC 20-81-10.

Likewise, it appears that Green Ridge is not exempt from disclosure requirements simply because one of its parent corporations may be a reporting company under the Federal Securities Exchange Act of 1934. Under Virginia law, "a subsidiary is separate and distinct from its parent corporation." Richfood, Inc. v. Jennings, 255 Va. 588, 593 (1998).

includes all key personnel of that entity.”). Thus, Green Ridge’s application cannot be considered administratively complete until it submits DEQ Form DISC-01 and 02 for each of its parent corporations’ key personnel.

In accordance with §10.1-1408.1(B)(2) of the Code of Virginia, and 9 VAC 20-81-450.B.2., the disclosure statements provided must include, among other things, the following information:

1. The full name and business address of all key personnel;
2. The full name and business address of any entity, other than a natural person, that collects, transports, treats, stores, or disposes of solid waste or hazardous waste in which any key personnel holds an equity interest of five percent or more. . . .
3. A listing and explanation of any notices of violation, prosecutions, administrative orders (whether by consent or otherwise), license or permit suspensions or revocations or enforcement action of any sort by any state, federal, or local authority, within the past 10 years, which are pending or have concluded with a finding of violation or entry of a consent agreement, regarding an allegation of civil or criminal violation of any law, regulation or requirement relating to the collection, transportation, treatment, storage or disposal of solid waste or hazardous waste by any key personnel.

- 2.) **Potentially Incomplete Disclosure Statements:** It appears that Green Ridge may have omitted information regarding two of its key personnel: Scott T. Earl and County Waste of Virginia, LLC.

Under § 10.1-1408.1(B)(2) of the Virginia Code and 9 VAC 20-81-450.B.2, Green Ridge was required to disclose:

A listing and explanation of any notices of violation, prosecutions, administrative orders (whether by consent or otherwise), license or permit suspensions or revocations or **enforcement action of any sort by any state, federal, or local authority, within the past 10 years**, which are pending or have concluded with a finding of violation or entry of a consent agreement, regarding an allegation of civil or criminal violation of any law, regulation or requirement relating to the collection, transportation, treatment, storage or disposal of solid waste or hazardous waste by any key personnel.

(emphasis added). It has recently come to DEQ’s attention that Green Ridge may have failed to disclose past allegations of civil violations of environmental regulations relating to solid waste management by two of its key personnel: Scott. T. Earl and County Waste of Virginia, LLC (County Waste).

Specifically, it appears that in February 2010, Mr. Earl and County Waste paid \$1 million dollars in damages to the New York Attorney General’s Office, to resolve allegations that County Waste understated the amount of waste it disposed and neglected to meet the requirements of its New York’s environmental permit.

Green Ridge provided its Notice of Application to DEQ on January 17, 2020, less than ten years after the settlement with the New York Attorney General’s Office. Because Green Ridge submitted a Notice of Application to DEQ within ten years of these allegations, Green Ridge was required to disclose this information, as well as all other allegations of past civil violations or enforcement actions involving any of its key personnel that took place since January 22, 2010. Va. Code §§ 10.1-1400, 10.1-1408.1(B)(2), 9 VAC 20-81-450.B.2.

Further processing of your application will not continue until the above revisions are submitted to the DEQ. Please revise the permit applicant disclosure statements to provide the information required by the Virginia Waste Management Act and VSWMR) within 60 days from the date of this letter.

Please note that under the VSWMR, the Director is required to deny any permit application where the applicant has “fail[ed] to provide complete information required for an application.” 9 VAC 20-81-55(A)(1). Therefore, please ensure that the revised permit application disclosure statements are complete and meet all requirements imposed by the Virginia Waste Management Act and the VSWMR.

This letter should not be considered a legal opinion or a case decision as defined by the Administrative Process Act, Code of Virginia § 2.2-4000 *et seq.* It is merely an attempt to ensure that DEQ may review all information required under the VSWMR. If you believe any part of this letter is in error or have any questions regarding this matter, please contact Dean Starook of my staff at (804) 527-5049, or by e-mail at dean.starook@deq.virginia.gov.

Sincerely,

Shawn Weimer
Land Protection Manager

c: Lynn Klappich, Draper Aden Associates
Kathryn Perszyk, DEQ-CO
Kyle Winter, DEQ-PRO