NOTICE OF PUBLIC HEARING

BIRMINGHAM CITY COMMISSION CONSIDERATION OF BROWNFIELD PLAN	
Meeting Date, Time, Location:	Monday, June 29, 2015 7:30 PM Municipal Building, 151 Martin, Birmingham, MI
Location of Request:	33588 Woodward Ave, Birmingham, MI 48009 (The property was a Citgo gasoline station, located on the northeast corner of Woodward Ave and Chapin Street.)
Nature of Hearing:	To consider adoption of a brownfield plan, in accordance with the provisions of the Brownfield Redevelopment Financing Authority Act, being act 381 of the Public Acts of the State of Michigan of 1996, as amended.
City Staff Contact:	Jana Ecker 248.530.1841 jecker@bhamgov.org
Notice Requirements:	Publish: June 7, 2015 Mail to: taxing jurisdictions that levy taxes subject to capture under this act.
Approved minutes may be reviewed & Maps, plats, and a description of the brownfield plan are available for public inspection at:	City Clerk's Office

All aspects of the brownfield plan are open for discussion at the public hearing.

At the hearing, all citizens, taxpayers and property owners of the City of Birmingham and officials from any taxing jurisdiction whose millage may be subject to capture under the proposed brownfield plan shall have the right to be heard in regard to the adoption of the brownfield plan.

Persons wishing to express their views may do so in person at the hearing or in writing addressed to City Clerk, City of Birmingham, 151 Martin, Birmingham, MI 48009.

Persons with disabilities needing accommodations for effective participation in this meeting should contact the City Clerk's Office at (248) 530-1880 (voice) or (248) 644-5115 (TDD) at least one day in advance to request mobility, visual, hearing or other assistance.

City of Birmingham
A Walkable Community

MEMORANDUM

Community Development Department

DATE: June 19, 2015

TO: Joseph A. Valentine, City Manager

FROM: Jana L. Ecker, Planning Director

SUBJECT: Public Hearing for a Brownfield Plan for 33588 Woodward (former Citgo gas station)

The State Brownfield Redevelopment Statute (Public Act 381 of 1996, as amended) allows the City to approve a Brownfield Plan in order to help finance the cleanup of a contaminated site through the use of Tax Increment Financing (TIF). A brief summary of the statute, prepared by the City's Brownfield Consultant, is attached for reference.

The subject site is located at 33588 Woodward, on the northeast corner of Woodward and Chapin and was most recently a Citgo gasoline station. The parcel is zoned B-2B General Business. The applicant was approved to convert the property from Citgo to Shell/Dunkin Donuts. The proposal includes expanding the existing building, installing new gas pumps and canopy, lighting, new signage, screening and landscaping. The existing Citgo gas station was operating under a valid Special Land Use Permit originally issued on January 12, 1987. In accordance with the terms of this approval, the gas station was permitted to operate a mini-mart, and was also required to provide a 6' screen wall adjacent to the alley. On May 24, 1999 the applicant was approved for a SLUP amendment with several conditions. The property is now under new ownership. Due to the extensive building and site plan changes the applicant was required to bring the entire site into compliance with the current Zoning Ordinance standards with the exception of the setback for the existing building, which will be retained.

On June 25, 2014 the Planning Board conducted a Preliminary Site Plan and SLUP review. At that time, the board requested additional information from the applicant regarding the interior floor plan, hours of operation, and the nature of the Dunkin Donuts use. In addition, the Planning Board expressed concern about the choice of materials proposed for the building indicated that they would not support encroachment into the rear setback. The Planning Board postponed the matter until the July 9, 2014 meeting.

On July 9, 2014 the Planning Board granted Preliminary Site Plan approval after the applicant presented a revised plan with numerous design changes to the building and the site elements proposed, with the following conditions:

1) The applicant provide all required details in regards to lighting, mechanical equipment and signage for consideration at Final Site Plan Review;
2) The applicant addresses all department concerns as outlined in the report.

On August 27, 2014, the Planning Board unanimously moved to approve the Final Site Plan and Design and SLUP with the following conditions:

1. The applicant must reduce the max/min foot candle levels in the parking/drive area to 20/1 or obtain a variance from the BZA;
2. The applicant address all department concerns as outlined in the report subject to administrative approval;
3. All mechanical equipment must be fully screened;
4. The Planning Board approves the use of non-cutoff fixtures to up light the facade as proposed tonight;
5. Full brick is allowed and permitted as indicated tonight.

On November 24, 2014, the City Commission voted to terminate the original SLUP on the former Citgo property, and to approve a new SLUP for the proposed Shell Gas Station and Dunkin Donuts.

In December 2014, the owner of the Shell property submitted a draft Brownfield Plan to the City outlining numerous environmental concerns on the site. After several meetings, it was determined by City staff that the proposed cleanup may not be sufficient to remove all public health and safety concerns on and surrounding the site. Accordingly, the City and the applicant's environmental consultants set up a meeting with the Michigan Department of Environmental Quality ("MDEQ") to determine what other cleanup and funding options may be available.

On February 12, 2015, City staff met with environmental consultants for the current owners of the Shell Gas Station property at 33588 Woodward and officials from the MDEQ to discuss the cleanup of the existing contamination on the site. MDEQ officials indicated that they had recently flagged this site for follow up by the MDEQ given the contamination present. The MDEQ advised that they have thus commenced the process of investigating the identity and location of the responsible party, and will then determine if said party is viable to collect from for environmental cleanup activities on site. While this investigation is under way, the MDEQ offered to provide funds under their Triage Contract to conduct up to 10 soil samples and up to 5 groundwater samples in addition to those already conducted on site to better vertically and horizontally delineate the nature and extent of onsite contamination and possible migration. These sample locations were selected both on the subject property itself, and in the City alley to the east of the property to determine any off site migration. In addition, the property owner committed to funding soil gas testing to further identify the extent of contamination on site and potentially off site to assist in determining the appropriate presumptive remedies needed when the site is redeveloped. It was also agreed that the property owner would revise the draft Brownfield Plan to include the additional costs to remediate the subject property in order to meet all appropriate due care responsibilities. Finally, the MDEQ advised that they may have additional clean up funds available through their Refined Petroleum Fund to assist in site cleanup if a liable and viable party is not identified or is unable to meet the costs of clean up.

Given the nature and extent of the contamination found on site, the City's legal counsel advised that the SLUP resolution should be amended to address health and safety concerns by requiring remediation of the property prior to any construction taking place at the site. Thus, the City Commission conducted a public hearing and approved an Amendment to the SLUP to add environmental cleanup provisions to the SLUP resolution for 33588 Woodward – Shell Gas Station on February 23, 2015.

On May 14, 2015, the Birmingham Brownfield Redevelopment Authority met to review the proposed brownfield plan for the subject property for compliance with State law. The Authority voted unanimously to approve the Brownfield Plan, subject to several minor revisions which have now been made to the plan. If the City Commission approves the Brownfield Plan, the maximum amount for which the developer would be eligible to be reimbursed through tax increment financing for this project is $226,153. On May 14, 2015 the Birmingham Brownfield Redevelopment Authority also approved the proposed reimbursement agreement pertaining to the Brownfield Plan for 33588 Woodward. This agreement sets forth the process by which the developer will submit requests for reimbursement to the Authority.

At this time, the applicant is seeking approval of the Brownfield Plan and associated Reimbursement Agreement. Please find attached all relevant documents and the draft meeting minutes for your review, along with a copy of the proposed Reimbursement Agreement with the Brownfield Plan attached as an exhibit.

SUGGESTED ACTION:

To approve the Brownfield Plan and associated Reimbursement Agreement for 33588 Woodward, Shell Gas Station with B5 Investments, LLC.

CITY OF BIRMINGHAM
RESOLUTION APPROVING A BROWNFIELD PLAN FOR 33588 WOODWARD

Moved by Commission Member_____, Seconded by Commission Member_____

WHEREAS, the Birmingham Brownfield Redevelopment Authority (the "Authority"), pursuant to Section 13 of Act 381 of 1996, as amended (the "Act"), prepared and recommended for approval by this Commission a brownfield plan ("the Plan") for 33588 Woodward; and,

WHEREAS, the City of Birmingham, at least ten days before the meeting of this Commission at which this resolution is considered, provided notice to and informed all taxing jurisdictions (the "Taxing Jurisdictions") which are affected by the Plan of the fiscal and economic implications of the Plan, and provided the Taxing Jurisdictions a reasonable opportunity to express their views and recommendations regarding the Plan.

NOW, THEREFORE, BE IT RESOLVED THAT

1. The Plan constitutes a public purpose under the Act.

2. The Plan meets all of the requirements for a brownfield plan set forth in Section 13 of the Act.

3. The proposed method of financing the costs of the eligible activities, as described in the Plan, is feasible and the Authority has the ability to arrange the financing.

4. The costs of the eligible activities proposed in the Plan are reasonable and necessary to carry out the purposes of the Act.

5. The amount of captured taxable value estimated to result from the adoption of the Plan is reasonable.

6. The Plan is approved.

7. The reimbursement agreement pertaining to the Plan is approved.

AYES:_____

NAYS:_____

ABSENT:_____

MOTION CARRIED.

I, Laura Pierce, Clerk of the City of Birmingham, certify that the foregoing is a true and compared copy of a Resolution duly made and passed by the Birmingham City Commission at a meeting held on _____, 2015.

_____
Laura Pierce, City Clerk

SPECIAL LAND USE PERMIT ("SLUP")
PRELIMINARY SITE PLAN
33588 Woodward Ave.
New construction of Shell Gas Station (formerly Citgo) with Dunkin Donuts

Ms. Ecker advised the subject site is located at 33588 Woodward Ave., on the northeast corner of Woodward Ave. and Chapin. The parcel is zoned B-2B General Business. At this time, the applicant is applying to convert the property from Citgo to Shell/Dunkin Donuts. The proposal includes expanding the existing building, installing new gas pumps and canopy, lighting, new signage, screening and landscaping.

Ms. Ecker advised that the existing Citgo gas station was operating under a valid SLUP originally issued on January 12, 1987. In accordance with the terms of this approval, the gas station was permitted to operate a mini-mart, and was also required to provide a 6 ft. screenwall adjacent to the alley. On May 24, 1999 the applicant was approved for a SLUP amendment with several conditions. The property is now under new ownership.
Due to the extensive building and site plan changes the applicant will be required to bring the entire site into compliance with the current Zoning Ordinance standards with the exception of the setback for the existing building.

Thus, the applicant must provide a 10 ft. setback from the center line of the alley or obtain a variance from the Board of Zoning Appeals.

Upon receiving a recommendation on the site plan from the Planning Board, the City Commission will conduct another public hearing and make a final decision on the proposed SLUP amendment.

Design Review
Design review will be performed at the time of Final Site Plan Review. The applicant will be required to provide all material and color samples proposed for the building and site at that time. The applicant is proposing all new canopies, pumps, facade improvements, as well as a whole re-do of the inside of the building.

Sign Review
The principal building frontage of the station on Woodward Ave. is 93 ft. 4 ½ in. in length, and thus the applicant is permitted to have 140 sq. ft. of total signage on the property. The signs as indicated on the plans as submitted include a ground mounted monument sign, two internally illuminated name letter signs mounted to the building and one illuminated Shell Pecten mounted to the canopy.

Ms. Ecker noted the applicant is only required to have eight parking spaces on-site and they are proposing 17, including the spaces at the pumps.

Discussion brought out there are no glazing requirements in that area. The new addition is not proposed to have much glazing and the other sides are blank.

Mr. Koseck observed that 40% of the building walls are coming down and being replaced.

Mr. Duane Barbat, Barbat Properties, and Mr. Ron Roman, Architect, explained how the majority of the property will be changed with the improvements they propose. The coolers in back will be painted to match the building. They will have 11 parking spaces plus those at the pumps.

Mr. Williams had concerns for the neighborhood and wanted to see in and out traffic flow in relationship to the parking places. This is a very tight space and It will become congested in the mornings. The worst-case scenario is overflow traffic into the neighborhood.

Ms. Whipple-Boyce wanted justification on some of the material selections and asked for an expanded plan because she didn't know how close the neighbors are. Mr. Koseck requested that the proposed coolers in the rear be contained within the boundaries of the building so it would comply with the setbacks of the Ordinance. Further, he did not see that the proposed materials have lasting value or will stand the test of time.

Mr. Rea noted they are using utilitarian materials for a utilitarian service. The simpler the better, to cut down on maintenance. Mr. Clein indicated he doesn't have nearly enough information about the operation to approve a SLUP tonight. Too many use issues have not been addressed. Mr. Barbat said they will propose limited seating inside. Ms. Ecker clarified the board could deal with the SLUP component at Final Site Plan Review. Mr. Williams added the group needs to hear from the neighbors who won't be able to comment until they understand what the uses will be, how many seats, what the likely traffic pattern will be, and what the traffic flow will look like.

Mr. Koseck thought the applicant needs to come in with a business plan, defend it, and show what they are going to do. He will not support extending the coolers out into the alley. Mr. Williams suggested they come to the next meeting and flush out some of the concerns that have been heard this evening. At that time only the Preliminary Site Plan approval would be considered and the SLUP could be discussed at Final.

The vice-chairperson called for comments from the audience at 8:25 p.m.

Mr. Kevin Morrison, 1377 Chapin, said he supports the project and is speaking on behalf of his neighbors. He voiced concerns about where the parking spaces are coming from as well as the lighting. Mr. Williams assured him that his lighting concerns would be addressed by the City Commission. Ms. Ecker added the lighting standards will be assessed at Final Site Plan Review. Mr. Rea described the lighting that is proposed and noted it is cut off and not at all bright.

Kelly, the owner of Arizona Saddlery, described the existing traffic situation which includes restaurant traffic pulling in and out; and KLM deliveries coming in on semis, plus cars picking up bikes. She had a lot of questions, but wanted to see a more defined plan.

Motion by Mr. Williams
Seconded by Mr. Clein to postpone the Preliminary Site Plan Review and/or SLUP for 33588 Woodward Ave. to July 9.

Mr. Jordan Jonna spoke to say he thinks the proposal will be a great improvement with a unique design. They have the right team to put it together and do a fabulous job for the City.

Motion carried, 5-0.

ROLLCALL VOTE
Yeas: Williams, Clein, Koseck, Lazar, Whipple-Boyce
Nays: None
Absent: Boyle, DeWeese

PLANNING BOARD MINUTES
JULY 9, 2014

SPECIAL LAND USE PERMIT ("SLUP")
PRELIMINARY SITE PLAN
33588 Woodward Ave.
New construction of Shell Gas Station (formerly Citgo) with Dunkin Donuts
(continued from the meeting of June 25, 2014)

Ms. Ecker recalled the Planning Board conducted a review of the Preliminary Site Plan and SLUP Amendment on June 25, 2014. At that time, the Planning Board requested additional information from the applicant regarding the interior floor plan, hours of operation, and the nature of the Dunkin Donuts use. In addition, the Planning Board expressed concern about the choice of materials proposed for the building and the lack of design details on the new addition and the side and rear elevations. Board members indicated that they would not support encroachment into the rear setback, and did not approve of the proposed coolers being added to the rear of the building rather than being incorporated into the building. The Planning Board postponed the matter until the July 9, 2014 meeting.

Ms. Ecker advised that based on the comments of the Planning Board on June 25, 2014, the applicant has now submitted a survey of the existing property, a revised site plan, a floor plan, revised elevation drawings, an aerial photo of the area, and a conceptual rendering of the site as visible from Woodward Ave. The applicant has made numerous design changes to the building and the site elements proposed, and has provided color elevations and material samples. The applicant still intends to maintain the scored CMU on the lower portion of the side and rear of the building and to add splitface CMU to the lower portion of the front of the building. The applicant proposes to use Azak composite wood paneling on the upper portion of the entire building.

The Azak composite wood paneling is also proposed to be used on the underside of the gas canopy, and on the upper portion of the proposed screenwalls on the site. The applicant has added a new addition to the rear of the building to house the proposed coolers as requested by the Planning Board. The applicant has added three large storefront windows on the west elevation as requested by the Planning Board, but has not added any architectural details to the north, south or east elevations of the building; however is proposing to plant Boston Ivy to grow up the building and soften the blank walls. The proposal meets the parking requirement.

Design Review

Design review will be performed at the time of Final Site Plan Review. The applicant will be required to provide all material and color samples proposed for the building and site at that time.

Sign Review

The principal building frontage of the station on Woodward Ave. is 93 ft. 4 ½ in. in length, and thus the applicant is permitted to have 140 sq. ft. of total signage on the property. The signs as indicated on the plans as submitted include a ground mounted monument sign, two internally illuminated name letter signs mounted to the building and one illuminated Shell Pecten mounted to the canopy.

The applicant will be required to provide details on the proposed signs prior to Final Site Plan Review in order to determine compliance with the Sign Ordinance.

Upon receiving a recommendation on the site plan from the Planning Board, the City Commission will conduct another public hearing and make a final decision on the proposed SLUP amendment.

Mr. Roman Bonislawski and Mr. Ron Rea, Ron and Roman, LLC, were present with Mr. Duane Barbat, and Mr. Scott Barbat, Barbat Properties. Mr. Bonislawski specified that everything on the project will be brand new. They propose to replace the existing tanks and rooftop units, install completely new technology and fire protection and repave the entire lot. He described the parapet screenwall that will go all the way around the building. The rooftop screenwall will have gaps so that light will show behind it. In the evening the gaps will be backlit and will provide a pleasant, gentle lighting around the entire building. They propose to take down existing fencing and incorporate a fencing detail that utilizes the two primary materials on the building.

It was confirmed for Mr. Williams that no parking places are proposed at the front entrance. Further, with regard to the M-Dot area, they want to clean it up and make it easy to maintain. Irrigation is proposed. There will be no outside storage around the building.

Chairman Boyle arrived at this time; however, Vice-Chairperson Lazar remained as chair.

Mr. DeWeese specified that the location of the air pump needs to be addressed at Final Site Plan Review.

Motion by Mr. Williams
Seconded by Mr. DeWeese to approve the Preliminary Site Plan for 33588 Woodward Ave. with the following conditions:

1) The applicant provide all required details in regards to lighting, mechanical equipment and signage for consideration at Final Site Plan Review;
2) The applicant addresses all department concerns as outlined in the report.

There were no comments from the public at 8:07 p.m.

Mr. Koseck observed this is an incredible improvement to what has been an eyesore for a long time. However, he would prefer the outside of the building to be a singular material that is not painted. He thinks there are better products that achieve the same aesthetic they are looking for. If the ivy dies, the building has to stand on its own and look good. Therefore, he will not support the proposal at Final Site Plan Review unless it is a singular material.

Mr. Rea said it is not about the material; it is about the color and what is growing on it. They will replace the small amount of brick with CMU.

Motion carried, 6-0.

ROLLCALL VOTE
Yeas: Williams, DeWeese, Clein, Koseck, Lazar, Whipple-Boyce
Nays: None
Pass: Boyle
Absent: None

PLANNING BOARD MINUTES
AUGUST 27, 2014

SPECIAL LAND USE PERMIT (SLUP)
FINAL SITE PLAN REVIEW
33588 Woodward Ave.
Shell Gas Station and Dunkin Donuts
New construction of gas station with Dunkin Donuts

Mr. Baka advised the subject site is located on the northeast corner of Woodward Ave. and Chapin and was most recently a Citgo gasoline station. The parcel is zoned B-2B General Business. At this time, the applicant is applying to convert the property from Citgo to Shell/Dunkin Donuts. The proposal includes expanding the existing building, installing new gas pumps and canopy, lighting, new signage, screening and landscaping.

Due to the extensive building and site plan changes the applicant will be required to bring the entire site into compliance with the current Zoning Ordinance standards with the exception of the setback for the existing building, which will be retained.

Mr. Baka advised that the Planning Board conducted a review of the Preliminary Site Review and SLUP Amendment on June 25, 2014. At that time, the board requested additional information from the applicant regarding the interior floor plan, hours of operation, and the nature of the Dunkin Donuts use. In addition, the Planning Board expressed concern about the choice of materials proposed for the building and the lack of design details on the new addition, and the side and rear elevations. Board members indicated that they would not support encroachment into the rear setback, and did not approve of the proposed coolers being added to the rear of the building rather than being incorporated into the building. The Planning Board postponed the matter until the July 9, 2014 meeting.

At the July 9, 2014 meeting the applicant presented a revised plan with numerous design changes to the building and the site elements proposed. The applicant still maintained the scored CMU on the lower portion of the side and rear of the building and added splitface CMU to the lower portion of the front of the building. The applicant proposed Azak composite wood paneling on the upper portion of the entire building. The Azak composite wood paneling was also proposed to be used on the underside of the gas canopy, and on the upper portion of the proposed screenwalls on the site. The applicant added a new addition to the rear of the building to house the proposed coolers as requested by the Planning Board. The applicant added three large storefront windows on the west elevation as requested by the Planning Board, but has not added any architectural details to the north, south or east elevations of the building; however they proposed to plant Boston Ivy to grow up the building and soften the blank walls. The Planning Board granted Preliminary Site Plan Review based on the changes that were presented.

The City Engineer is concerned about the angle with which cars have to pull in as it might require coming to almost a complete stop. It would have to be reviewed by M-DOT and they might request changes.

The max/min foot candle ratio of 48l5/1 exceeds the levels permitted in the ordinance. **The applicant must reduce the max/min foot candle levels in the parking/drive area to 10/1 or obtain a variance from the Board of Zoning Appeals ("BZA").**

It may be best not to have uplighting on the back of the building, considering that faces single-family residential.

Design Review
The applicant made design changes to the building and the site elements proposed at Preliminary Site Plan Review, and has provided color elevations and material samples. The applicant intends to construct the building of CMU clad in thin brick on the lower portions of the building and proposes to paint the thin brick in Martin_Senour Burdick's Ordinary Black. The applicant proposes to use Azak composite wood paneling on the upper portion of the entire building which will act as the mechanical screening. The AZEK paneling will be constructed with ½ in. gaps between boards to allow the LED up lighting wall wash to be visible. The Azak composite wood paneling is also proposed to be used on the underside of the gas canopy, and on the upper portion of the proposed screenwall on the site. The applicant proposes seven (7) large storefront windows on the west elevation that will have an aluminum bronze sash and clear insulated glass.

Sign Review
The principal building frontage of the station on Woodward Ave. is 93 ft. 4 1/2 in. in length, and thus the applicant is permitted to have 140 sq. ft. of total signage on the property. All of the signs meet the ordinance requirements in regards to size and depth. The total sign area of the four proposed signs is 125.166 sq. ft., which is within the allowable signage for the site.

Upon receiving a recommendation on the site plan from the Planning Board, the City Commission will conduct another public hearing and make a final decision on the proposed SLUP amendment.

Mr. Roman Bonislawski, Ron and Roman Architects, responded to an inquiry from Ms. Lazar. The planting pocket around the alley is 12 in. and it is 6 in. around the rest of the building. He then discussed the lighting. They designed the canopy lighting system so that it is recessed into the construction of the canopy and is not overly bright. The balance of the lighting as it relates to the site and the property was then considered. Two corners of the site skew the lighting ratio. Mr. Baka advised that the ordinance allows him to take out 5 ft. from the property line provided it is lower than what the light trespass levels are. Anything below .6 can be subtracted from the photometric and recalculated.

With respect to uplighting they are proposing on the building facade that faces residential, Mr. Bonislawski described that it will be a subtle glow that comes out from between the 1/2 in. gaps in the Azak material that clads the building. The lighting is designed to become gentler as it raises towards the top of the wall. There would not be any objectionable light for a neighbor or light traveling into the night sky. They feel strongly that this lighting effect should continue all the way around the building. There are no other lights in that alleyway in the back.

They propose the use of thin brick onto the solid substrate where two different types of block currently exist. They cannot find actual brick that is dark enough. Mr. Koseck said he likes the idea of full brick versus thin brick. He has seen issues with thin brick even with a solid substrate. Mr. Bonislawski said all the areas of new construction would then be full brick. Mr. Koseck was supportive.

Mr. Duane Barbat, the property owner, spoke to the hours of operation. They would love to be open 24 hours because of their competition. He doesn't believe the neighbors have concerns. Dunkin Donuts will only do minor baking. Ninety percent of their product is baked off-site at a central kitchen. There will be inside seating for six. Gas deliveries will occur overnight. Mr. Scott Barbat, the station manager, pointed out the circulation pattern for tanker truck deliveries.

It was considered that ingress and egress signage would help. Ms. Whipple-Boyce did not want to see ingress and egress signage or the air pump placed in the front corner - don't pollute the front of the site with clutter. Mr. Barbat thought they may be able to place the air pump behind the dumpster. Employees will park by the dumpster.

Ms. Lazar recommended that the City Commission hearing notice include that a 24-hour operation is being proposed.

There were no comments from members of the public at 8:25 p.m.

Motion by Mr. DeWeese
Seconded by Mr. Koseck to recommend approval of the Final Site Plan and SLUP for 33588 Woodward Ave., Shell Gas Station and Dunkin Donuts, with the following conditions:

1. **The applicant must reduce the max/min foot candle levels in the parking/drive area to 20/1 or obtain a variance from the BZA;**
2. **The applicant address all department concerns as outlined in the report subject to administrative approval;**
3. **All mechanical equipment must be fully screened;**
4. **The Planning Board approves the use of non-cutoff fixtures to up light the facade as proposed tonight;**
5. **Full brick is allowed and permitted as indicated tonight.**

Mr. Koseck was glad the applicant listened to the comments of the board and he thinks this will be a nice building.

There were no final comments on the proposal from the audience at 8:27 p.m.

Motion carried, 6-0.

VOICE VOTE
Yeas: DeWeese, Koseck, Boyle, Lazar, Whipple-Boyce, Williams
Nays: None
Absent: Clein

11-275-14 PUBLIC HEARING TO CONSIDER A SPECIAL LAND USE PERMIT SHELL GAS STATION, 33588 WOODWARD AVE

Mayor Sherman opened the Public Hearing to consider a Final Site Plan and Special Land Use Permit for Shell Gas Station (formerly Citgo), 33588 Woodward Ave at 8:17 PM.

Ms. Ecker explained that the Public Hearing was re-noticed as a new Special Land Use Permit (SLUP) with 24-hour operation. She explained the revisions to the previous resolution include language that the previous SLUP would be terminated and this would be considered a new SLUP. She noted that the photometric issue has been corrected and is now in compliance.

Ms. Ecker confirmed for Commissioner Nickita that there have been no design changes from the previous submission.

Scott Barbat, owner, confirmed for Mayor Pro Tem Hoff that no baking will occur on site. He explained that there will be four pumps which will allow for eight cars.

Commissioner Nickita suggested Mr. Barbat look at the property as immediate clean up is necessary.

The Mayor closed the Public Hearing at 8:30 PM.

MOTION: Motion by Rinschler, seconded by Nickita:
To approve the Final Site Plan & Design and a Special Land Use Permit at 33588 Woodward to allow the 24 hour operation of a Shell gasoline station with a convenience store and a Dunkin Donuts store on site:

WHEREAS, a Citgo gasoline station with a convenience store was previously in operation on the site until January 2014, operated under a valid Special Land Use Permit,

WHEREAS, B5 Investment LLC has now applied for a Special Land Use Permit, to operate a gasoline service station with 24 hour operation, along with a convenience store and a Dunkin Donuts store on site at 33588 Woodward,

WHEREAS, The land for which the Special Land Use Permit is sought is located at the southeast corner of Woodward Ave. and Chapin Ave.,

WHEREAS, The land is zoned B-2B General Business, which permits a gasoline service station with a convenience store with a Special Land Use Permit,

WHEREAS, Article 7, section 7.34 of Chapter 126, Zoning, requires a Special Land Use Permit to be considered and acted upon by the Birmingham City Commission,

after receiving recommendations on the site plan and design from the Planning Board for the proposed Special Land Use,

WHEREAS, The applicant now requests a Special Land Use Permit to allow for the redevelopment of the site, including the construction of a new gas pump canopy with LED lighting, expansion and repair of the existing building, signage changes, as well as pedestrian improvements on the site, such application having been filed pursuant to Article 7, section 7.34 of Chapter 126, Zoning of the City Code,

WHEREAS, The Planning Board reviewed the proposed Special Land Use Permit on August 27, 2014 at which time the Planning Board voted to recommend approval of the Final Site Plan and SLUP to the City Commission with the following conditions:

1. **The applicant must reduce the max/min foot candle levels in the parking/drive area to 20/1 or obtain a variance from the BZA;**
2. **The applicant addresses all department concerns as outlined in the report subject to administrative approval;**
3. **All mechanical equipment must be fully screened;**
4. **The Planning Board approves the use of non-cutoff fixtures to up light the facade as proposed tonight;**
5. **Full brick is allowed and permitted as indicated tonight.**

WHEREAS, The applicant has agreed to comply with all conditions for approval as recommended by the Planning Board on August 27, 2014,

WHEREAS, The Birmingham City Commission has reviewed the B5 Investments LLC Special Land Use Permit application as well as the standards for such review as set forth in Article 7, Chapter 126, Zoning of the City Code,

NOW, THEREFORE, BE IT RESOLVED, That the previous Special Land Use Permit in effect for the operation of the former Citgo gasoline station at 33588 Woodward is hereby terminated.

BE IT FURTHER RESOLVED, The Birmingham City Commission finds the standards imposed on B5 Investments LLC under the City Code have been met, subject to the conditions below and B5 Investments LLC's application for a Special Land Use Permit to operate a gasoline service station with 24 hour operation, along with a convenience store and a Dunkin Donuts store on site at 33588 Woodward, is hereby approved, subject to the attached site plan, and subject to the following conditions:

1. **The applicant must reduce the max/min foot candle levels in the parking/drive area to 20/1 or obtain a variance from the BZA;**
2. **The applicant addresses all department concerns as outlined in the report subject to administrative approval;**
3. **All mechanical equipment must be fully screened;**
4. **The Planning Board approves the use of non-cutoff fixtures to up light the facade as proposed tonight;**

5. **Full brick is allowed and permitted as indicated tonight.**

BE IT FURTHER RESOLVED, That failure to comply with any of the above conditions shall result in termination of the Special Land Use Permit.

BE IT FURTHER RESOLVED, Except as herein specifically provided, the B5 Investments LLC Company and its heirs, successors and assigns shall be bound by all ordinances of the City of Birmingham in effect at the time of the issuance of this permit, and as they may be subsequently amended. Failure of B5 Investments LLC to comply with all the ordinances of the City, may result in the Commission revoking this Special Land Use Permit.

Commissioner Dilgard commented on the improvements to the lighting, landscaping and facade.

VOTE: **Yeas, 7**
Nays, None
Absent, None

02-33-15 PUBLIC HEARING – SPECIAL LAND USE PERMIT AMENDMENT SHELL GAS STATION, 33588 WOODWARD AVE
Mayor Sherman opened the Public Hearing at 9:20 PM to consider an amendment to the Special Land Use Permit for 33588 Woodward, Shell Gas Station.

City Planner Ecker explained that the applicant submitted a brownfield plan seeking reimbursement of funds for the cleanup of the site. The brownfield plan showed some significant contamination on site. The cleanup proposed still left some contamination issues of soil and vapor. After reviewing the plan, the city attorney suggested language be inserted into the Special Land Use Permit (SLUP) that deals with the cleanup of the site. She stated that the concern is the contamination of site and how far it has flowed off site.

Jeff Haynes, City Attorney, explained that MDEQ had flagged this site as a more serious site amongst those they have seen and have committed funds to do further investigation. The applicant has agreed to do soil gas testing to determine if there are vapors coming off of the contamination that would be a problem inside the building. He stated that the SLUP conditions require contaminated soil be removed from the site and a system to remove the vapors be installed if it is found to be necessary. This would be done concurrent with the construction.

In response to a question from Commissioner Rinschler, Mr. Haynes explained that the proposed excavation in the brownfield plan was not going to be sufficient to remedy the major problems of the site. The current owner, under the current law is not liable for cleanup. It was advantageous to talk with the owner about increasing the scope of the remediation and using TIF funds. He confirmed that the language in the SLUP binds the current owner. He noted that the owner has agreed to this.

Ann Jamison, AKT Peerless, explained that if the MDEQ does not identify a viable liable party and additional contamination is identified offsite, the refined petroleum fund can be utilized by the MDEQ. If any contamination is found off-site, the current owner under his due care obligations will clean up his portion and the state could step in and address anything that had potentially gone off-site. She explained for Commissioner McDaniel that the next step is to get vertical and horizontal schematics.

The Mayor closed the Public Hearing at 9:41 PM.

MOTION: Motion by Rinschler, seconded by Moore:
To approve an amendment to the Special Land Use Permit to add environmental cleanup provisions to the Special Land Use Permit resolution for 33588 Woodward – Shell Gas Station: WHEREAS, a Citgo gasoline station with a convenience store was previously in operation on the site until
January 2014, operated under a valid Special Land Use Permit,

WHEREAS, B5 Investment LLC has now applied for a Special Land Use Permit, to operate a gasoline service station with 24 hour operation, along with a convenience

store operating with an SDM liquor license and a Dunkin Donuts store on site at 33588 Woodward,

WHEREAS, The land for which the Special Land Use Permit is sought is located at the southeast corner of Woodward Ave. and Chapin Ave.,

WHEREAS, The land is zoned B-2B General Business, which permits a gasoline service station with a convenience store with a Special Land Use Permit,

WHEREAS, Article 7, section 7.34 of Chapter 126, Zoning, requires a Special Land Use Permit to be considered and acted upon by the Birmingham City Commission, after receiving recommendations on the site plan and design from the Planning Board for the proposed Special Land Use,

WHEREAS, The applicant now requests a Special Land Use Permit to allow for the redevelopment of the site, including the construction of a new gas pump canopy with LED lighting, expansion and repair of the existing building, signage changes, as well as pedestrian improvements on the site, such application having been filed pursuant to Article 7, section 7.34 of Chapter 126, Zoning of the City Code,

WHEREAS, The Planning Board reviewed the proposed Special Land Use Permit on August 27, 2014 at which time the Planning Board voted to recommend approval of the Final Site Plan and SLUP to the City Commission with the following conditions:

6. **The applicant must reduce the max/min foot candle levels in the parking/drive area to 20/1 or obtain a variance from the BZA;**
7. **The applicant addresses all department concerns as outlined in the report subject to administrative approval;**
8. **All mechanical equipment must be fully screened;**
9. **The Planning Board approves the use of non-cutoff fixtures to up light the facade as proposed tonight;**
10. **Full brick is allowed and permitted as indicated tonight.**

WHEREAS, The applicant has agreed to comply with all conditions for approval as recommended by the Planning Board on August 27, 2014,

WHEREAS, The Birmingham City Commission has reviewed the B5 Investments LLC Special Land Use Permit application as well as the standards for such review as set forth in Article 7, section
7.34 of Chapter 126, Zoning of the City Code,

NOW, THEREFORE, BE IT RESOLVED, That the previous Special Land Use Permit in effect for the operation of the former Citgo gasoline station at 33588 Woodward is hereby terminated.

BE IT FURTHER RESOLVED, The Birmingham City Commission finds the standards imposed on B5 Investments LLC under the City Code have been met, subject to the

conditions below and B5 Investments LLC's application for a Special Land Use Permit to operate a gasoline service station with 24 hour operation, along with a convenience store operating with an SDM liquor license and a Dunkin Donuts store on site at 33588 Woodward, is hereby approved, subject to the attached site plan, and subject to the following conditions:

1) **The applicant must reduce the max/min foot candle levels in the parking/drive area to 20/1 or obtain a variance from the BZA;**
2) **The applicant addresses all department concerns as outlined in the report subject to administrative approval;**
3) **All mechanical equipment must be fully screened;**
4) **The Planning Board approves the use of non-cutoff fixtures to up light the facade as proposed tonight;**

5. Full brick is allowed and permitted as indicated tonight.

The City requires (1) removal of all soil containing contaminant constituent concentrations exceeding the Part 201/Part 213 Csat criteria "soil saturation concentration screening levels" from Table 2. Soil Residential Part 201 General Cleanup Criteria and Screening Levels/Part 213 Risk- based Screening Levels, dated December 30, 2013, as amended, identified in the Baseline Environmental Assessment dated December 23, 2013, prepared by PM Environmental, or in subsequent investigations or reports (a) at the site, and (b) at properties adjacent to or near the site, verified by an environmental consultant acceptable to the City, and (2) implementation of other presumptive remedies, if necessary, including, but not limited to, vapor intrusion remedies, as approved by Michigan Department of Environmental Quality (MDEQ), that are protective of applicable indoor air inhalation concentrations, both concurrent with proposed construction at the site.

BE IT FURTHER RESOLVED, That failure to comply with any of the above conditions shall result in termination of the Special Land Use Permit.

BE IT FURTHER RESOLVED, Except as herein specifically provided, the B5 Investments LLC Company and its heirs, successors and assigns shall be bound by all ordinances of the City of Birmingham in effect at the time of the issuance of this permit, and as they may be subsequently amended. Failure of B5 Investments LLC to comply with all the ordinances of the City, may result in the Commission revoking this Special Land Use Permit.

VOTE: Yeas, 7
Nays, None
Absent, None

3. Resolution approving Brownfield Plan and associated Reimbursement Agreement pertaining to the Brownfield Plan for 33588 Woodward Ave. (former Citgo Gas Station) and requesting the city clerk to forward the Brownfield Plan and Reimbursement Agreement to the Birmingham City Commission for their review and consideration.

Ms. Ecker talked about the development. The owners are expanding the convenience store footprint, recladding the building, adding a new canopy, new tanks, new screenwalls, new lighting. Everything other than the shell of the original building with the addition will be new. When the applicants first submitted their Brownfield Plan the City saw there was not only contamination on the site, but that it was perhaps spreading to the public property to the east, south and west. They met with MDEQ who agreed to do additional testing to determine the furthest extent of the flow.

Mr. Haynes clarified that there was free product in the soil but apparently not in the ground water yet. The meeting with MDEQ established that fact and that the free product was probably confined to the site. The City was concerned that it was migrating into the alley, so the applicant went out and did some soil gas tests which showed no soil gas in the alley to the east.

Chairperson Gotthelf noted the total the developer is requesting is approximately $200 thousand with another $26 thousand of 15% contingency.

In response to Mr. Robertson, Ms. Santiago said the tanks have been removed from the ground as well as all of the contaminant. They took out almost four thousand tons of soil. Of the four thousand tons they removed they are asking for reimbursement of a portion.

Ms. Messerang covered the expenses that have been incurred already and what is to be incurred. Initially they were looking at an amount that was significantly less. However the developer had some concerns about not addressing due care and additional response activities to the standard that the City wanted to see. They also wanted input from MDEQ and that meeting was arranged.

Per the City's request the developer came forth to amend his SLUP to include and to insure that all soils above C set (soils that are impacted with gas that could be representative of free product) will be removed from the property. In order to address the SLUP, 4,000 tons of soil had to be removed from the property. So they are now requesting reimbursement for around three thousand tons of that soil.

Mr. Robertson noted there are some contaminants on the southern edge of the property. He asked if there is concern about leakage into the adjacent parcel. Ms. Santiago replied there was soil gas there and they dug up to the property boundary and removed all the impacted soil. They have to go back out now that the site has been backfilled and retest to show there is not a soil gas concern there any longer. The developer has spent a significant amount of money to clean up to that point.

Ms. Jamieson asked whether there was additional testing within the right-of-ways to ascertain whether or not there was any off-site migration. Ms. Santiago replied they did a ground penetrating radar survey to locate underground utilities but they still do not have a schedule of when they will get out to do the drilling. The entire site has pretty much been excavated. Ms. Jamieson said once they have more information they can make decisions on how to proceed.

Chairperson Gotthelf raised the question of whether there is a liable party for the contamination. Ms. Santiago said that is one thing the MDEQ is looking into to get the site to closure. Mr. Scott Barbat indicated the prior owner is a single owner/operator who is no longer in business. He had operated the station for about twenty years. Ms. Santiago noted the age of the contamination can't really be determined.

Mr. Haynes added there is a trust that shows up on the title search. There may be some recourse against those parties. The statute allows this authority to pursue liable parties for reimbursement of anything that this Authority agrees to reimburse the new owner. The State is doing their own investigation for a liable party.

Mr. Barbat said he purchased the property from one owner and the business from another. They cleaned up and excavated almost the entire site as they said they would at a cost of well over $200 thousand. His property is clean.

Ms. Messerang said the EPA paid for the Phase 1 Environmental and that is as much as they can cover.

Discussion considered $2,700 for asbestos containment which is another ticket item incurred as a result of the contamination. It is an additional cost that people sustain when they are renovating older facilities. Since the Authority had previously approved asbestos expenditure for the Catalyst Building they agreed to this reimbursement. Ms. Jamieson indicated it is a public health and safety issue.

Motion by Mr. Robertson
Seconded by Ms. Zabriskie

Whereas, the City of Birmingham has created a Brownfield Redevelopment Authority and appointed members to serve on the Authority, pursuant of 1996 PA 381, and and

Whereas, the Brownfield Redevelopment Authority is charged with the review of Brownfield Plans for Brownfield projects in the City of Birmingham, and

Whereas, the owner/developer, 33588 Woodward, LLC, intends to develop a new retail building and gasoline station at 33588 Woodward Ave, and has determined that the subject property is in need of approximately $226,153 in environmental cleanup in order to meet certain Michigan Department of Environmental Quality standards, and

Whereas, PM Environmental has prepared a Brownfield Plan for the environmental cleanup of the site at 33588 Woodward Ave. dated April 16, 2015, and

Whereas, the Brownfield Redevelopment Authority has reviewed the Brownfield Plan.

NOW THEREFORE BE IT RESOLVED THAT:

The Brownfield Redevelopment Authority approves the Brownfield Plan for 33588 Woodward Ave. (former Citgo Gas Station) prepared by PM Environmental dated April 16, 2015 and requests the city clerk to forward the Brownfield Plan and associated Reimbursement Agreement to the Birmingham City Commission for its review and approval pursuant to Act 381.

Voice Vote: Yeas, Robertson, Zabriskie, Gotthelf, Torcolacci, Runco
Nays, 0
Absent, 0

Motion carried, 5-0.

The next step will be a public hearing before the City Commission. Mr. Robertson wanted to make sure they drill one hole in the parking lot to the south to see if there has been any migration. Ms. Santiago stated when she talked to the project manager at the MDEQ she specifically asked whether they were going to drill on the south adjoining property. The project manager indicated they can't go onto that property but will return later if they are concerned about something. Mr. Haynes said in answer to Mr. Robertson that either he or Ms. Jamieson will follow up with the MDEQ and report back.

BROWNFIELD REIMBURSEMENT AGREEMENT

THIS AGREEMENT (the "Agreement") dated _____, 2015 is entered into between the **CITY OF BIRMINGHAM** ("City") and the **CITY OF BIRMINGHAM BROWNFIELD REDEVELOPMENT AUTHORITY** (the "Authority"), an authority established pursuant to Act 381 of Public Acts of 1996, as amended ("Act 381"), whose addresses are 151 Martin Street, Birmingham, Michigan, 48009; and **B5 Investments, LLC** (the "Developer"), a Delaware limited liability company, whose address is 6495 Telegraph Road, Bloomfield Township, Michigan 48301.

RECITALS

A. In accordance with Act 381, the Authority has adopted a Brownfield Plan for 33588 Woodward Avenue, Birmingham, Michigan that the City Commission of the City has approved (the "Brownfield Plan").

B. The Developer owns property in the City located at 33588 Woodward Avenue (the "Property"), which is legally described on the attached Exhibit A. The Property is included in the Brownfield Plan as an eligible Property because it is a Facility due to the presence of certain hazardous substances on the Property as described in the Brownfield Plan.

C. The Developer plans to redevelop the Property by significantly renovating the existing building, removing and replacing the existing underground storage tank (UST) system, and constructing a 1,000 square foot addition (the "Improvements"). The Improvements are intended to create temporary construction jobs and new full time jobs, increase the tax base within the City, and otherwise enhance the economic vitality and quality of life within the City.

D. Act 381, as amended permits the Authority to reimburse a developer for the costs of Eligible Activities on Eligible Property using Tax Increment Revenues generated by the redevelopment of the property.

E. To make the Improvements on the Property, the Developer will incur costs to conduct Eligible Activities—including Baseline Environmental Assessment Activities, Due Care Activities, Additional Response Activities, Asbestos Abatement, and the reasonable costs to prepare the Brownfield Plan—each of which will require the services of various contractors, engineers, environmental consultants, attorneys and other professionals (the "Eligible Costs").

The Eligible Costs, including contingencies, are estimated to be $226,153 for developer reimbursement,

F. The Brownfield Plan Authorizes the use of Tax Increment Revenues that are generated by Local Taxes imposed on the Property to reimburse the Eligible Costs.

G. The parties are entering into this Agreement to establish the procedure for reimbursing the Eligible Costs and using Tax Increment Revenues in accordance with Act 381, as amended, and the Brownfield Plan.

Accordingly, the parties agree with each other as follows:

1. The Brownfield Plan

The Brownfield Plan is attached as Exhibit B and incorporated herein. To the extent provisions of the Brownfield Plan conflict with this Agreement, the terms and conditions of this Agreement control. To the extent provisions of the Brownfield Plan or this Agreement conflict with Act 381, as amended, Act 381 controls.

2. Term of Agreement

In accordance with the Brownfield Plan, the Authority shall capture the Tax Increment Revenues generated by the Improvements on the Property to reimburse the Eligible Costs until the earlier of the date that all the Eligible Costs are fully reimbursed under this Agreement or 30 years after the date the Authority begins to capture Tax Increment Revenues under the Brownfield Plan.

3. Eligible Activities

The Authority shall reimburse the Developer for Eligible Costs identified in the Brownfield Plan that were incurred before the City Commission approved the Brownfield Plan if permitted under Act 381, as amended. The Developer shall diligently pursue completion of the Eligible Activities set forth in the Brownfield Plan.

4. Reimbursement Source

During the term of this Agreement, the Authority shall capture the Tax Increment Revenues generated by the Improvements from Local Taxes imposed on the Property and any personal property located on the Property and use those Tax Increment Revenues to reimburse the Brownfield Plan Costs and the Eligible Costs in accordance with the Brownfield Plan and this Agreement.

5. Reimbursement Process

(a) On a quarterly basis, the Developer shall submit to the Authority requests for cost reimbursement for the Eligible Costs the Developer incurred during the prior period. These requests shall be in the form attached as Exhibit C ("Petition"). The Petition shall identify whether the Eligible Activities are: (1) Baseline Environmental Assessment Activities; (2) Due Care Activities; (3) Additional Response Activities; (4) Asbestos Abatement; or (5) the reasonable costs of developing and preparing the Brownfield Plan. The Petition shall describe each individual activity claimed as an Eligible Activity and the associated costs of that activity. Documentation of the costs incurred shall be included with the Petition including proof of payment and detailed invoices for the costs incurred sufficient to determine whether the costs incurred were for Eligible Activities. The Petition shall be signed by a duly authorized representative of Developer.

(b) The Authority shall review a Petition within 60 days after receiving the Petition. The Developer shall cooperate with the Authority by providing information and documentation to supplement the Petition as deemed reasonable and necessary by the Authority. The Authority shall identify in writing to Developer any costs deemed ineligible for reimbursement and the basis for the determination. The Developer then has 45 days to provide supplemental information or documents in support of any costs deemed ineligible by the Authority. Within 30 days after the Developer provides the supplemental information or documents, the Authority shall make a decision on the eligibility of the disputed cost and inform the Developer in writing of its determination. The Developer may appeal the Authority's decision pursuant to law.

(c) Twice a year, after the summer and winter taxes are collected on the Property, the Authority shall capture the Tax Increment Revenues in accordance with the Brownfield Plan and use those Tax Increment Revenues to reimburse the Developer for approved Eligible Costs. The Authority is not obligated to reimburse the Developer for any approved Eligible Costs during any period of time that the Developer is delinquent in the payment of real or personal property taxes imposed on the Property.

(d) Interest is not an Eligible Cost.

(e) If there are insufficient funds available from Tax Increment Revenues captured under subparagraph (c) at any given time to pay all the Developer's unreimbursed Eligible Costs, the Authority is not required to reimburse the Developer from any other source. The Authority

shall, however, make additional payments toward the Developer's remaining unreimbursed Eligible Costs in accordance with this Agreement as Tax Increment Revenues become available under subparagraph (c).

(f) The Authority shall reimburse the Developer for Eligible Costs as follows:

Check shall be payable to:	B5 Investments, LLC
Delivered to the following address:	6495 Telegraph Road Bloomfield Township, Michigan 48301 Attn: Scott Barbat By certified mail.

6. Legislative Authorization

This Agreement is governed by and subject to the restrictions set forth in Act 381, as amended. If there is legislation enacted in the future that alters or affects the terms of this Agreement, including, but not limited to, the amount of Tax Increment Revenues subject to capture or the definition of Eligible Property or Eligible Activity, then the Developer's rights and the Authority's obligations under this Agreement may be modified accordingly by agreement of the parties.

7. Freedom of Information Act

The Developer stipulates that all Petitions and documentation submitted by Developer are open to the public under the Freedom of Information Act, Act No. 442 of the Public Acts of 1976, being Sections 15.23 to 15.24 of the Michigan Compiled Laws, and the Developer shall not bring any claim of trade secrets or other privilege or exception to the Freedom of Information Act related to Petitions and documentation submitted under this Agreement.

8. Plan Modification

The Brownfield Plan and this Agreement may be modified to the extent allowed under Act 381, as amended by mutual agreement of the parties.

9. Notices

All notices shall be given by registered or certified mail addressed to the parties at their respective addresses as shown above. Either party may change the address by written notice sent by registered or certified mail to the other party.

10. Assignment

The interest of any party under this Agreement shall not be assignable without the other party's written consent, which shall not be unreasonably withheld, except that the Developer

may assign this Agreement for purposes of securing financing for the Improvements without the prior consent of the Authority.

11. Entire Agreement; Amendment

This Agreement constitutes the entire agreement between the parties. No other agreements, written, oral, express or implied, have been made or entered into by the parties concerning the subject matter of this Agreement. This Agreement may be modified or amended only by subsequent written agreement executed by all of the parties hereto. This Agreement has been the subject of negotiations between the parties and shall not be construed against any party as drafter.

12. Non-waiver

No delay or failure by either party to exercise any right under this Agreement, and no partial or single exercise of that right, shall constitute a waiver of that or any other right, unless otherwise expressly provided herein.

13. Headings

Headings in this Agreement are for convenience only and shall not be used to interpret or construe its provisions.

14. Governing Law

This Agreement shall be construed in accordance with and governed by the laws of the State of Michigan.

15. Counterparts

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

16. Binding Effect

The provisions of this Agreement shall be binding upon and inure to the benefit of each of the parties and their respective heirs, legal representatives, successors, and assigns.

17. Definitions

Unless otherwise defined in this Agreement, the following terms have the definitions given to them by Act 381, as amended:

(a) “Additional Response Activities” is defined by Section 2(a) of Act 381;

(b) “Baseline Environmental Assessment” is defined by Section 2(c) of Act 381;

(c) “Baseline Environmental Assessment Activities” is defined by Section 2(d) of Act 381;

(d) “Brownfield Plan” is defined by Section 2(g) of Act 381;

(e) “Due Care Activities” is defined by Section 2(l) of Act 381;

(f) “Eligible Activities” is defined by Section 2(n) of Act 381;

(g) “Eligible Property” is defined by Section 2(o) of Act 381;

(h) “Facility” is defined by Section 2(q) of Act 381;

(i) “Local Taxes” is defined by Section 2(y) of Act 381;

(j) “Tax Increment Revenues” is defined by Section 2(ii) of Act 381;

[signatures on next page]

The parties have executed this Agreement of the dates set forth below.

CITY OF BIRMINGHAM

By: _____

Title: _____

By: _____

Title: _____

Date: _____

CITY OF BIRMINGHAM BROWNFIELD REDEVELOPMENT AUTHORITY

By: Beth S. Gottesy

Title: Chair

Date: 6/12/15

B5 Investments, LLC

By: _____

Title: Managing Member

Date: 6-9-2015

Exhibit A

Property Description

Located in the City of Birmingham, County of Oakland, State of Michigan, and is described as:

T2N, R11E, SEC 31 LEINBACH-HUMPHERY'S WOODWARD AVE SUB LOTS 544 TO 550 INCL

Exhibit B

Brownfield Plan

Detroit
4080 W. 11 Mile Road
Berkley, MI 48072
f: 877.884.6775
t: 248.336.9988

Lansing
3340 Ranger Road
Lansing, MI 48906
f: 877.884.6775
t: 517.321.3331

Grand Rapids
560 5th Street NW,
Suite 301
Grand Rapids, MI 49504
f: 877.884.6775
t: 616.285.8857

BIRMINGHAM CITY COMMISSION

June 9, 2015

Approved by the
BIRMINGHAM BROWNFIELD REDEVELOPMENT AUTHORITY

May 14, 2015

PROPOSED GASOLINE DISPENSING STATION LOCATED AT 33588 WOODWARD AVENUE BIRMINGHAM, MICHIGAN

Prepared on Behalf of:

B5 Investments, LLC
6495 Telegraph Road
Bloomfield Township, Michigan 48301
Contact Person: Mr. Scott Barbat
Telephone: (248) 255-3568

Prepared By:

PM Environmental, Inc.
4080 West Eleven Mile Road
Berkley, Michigan 48072
Contact Person: Elizabeth Masserang
Telephone: (248) 414-1441

PM Environmental, Inc.
4080 West Eleven Mile Road
Berkley, Michigan 48072
Contact Person: Michael T. Kulka, P.E., C.P.
Telephone: (248) 336-9988

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PROJECT SUMMARY

Project Name:	Proposed Gasoline Dispensing Station
Project Location:	The property is located at 33588 Woodward Avenue in Birmingham, Oakland County, Michigan.
Type of Eligible Property:	Facility
Eligible Activities:	Baseline Environmental Site Assessment Activities (including the completion of a Phase II ESA, Baseline Environmental Assessment (BEA), and Documentation of Due Care Compliance (DDCC)), Due Care Activities, Additional Response Activities, Asbestos Containing Materials Survey and Abatement, and Preparation of Brownfield Plan.
Reimbursable Costs:	$219,943 (includes eligible activities and a 15% contingency)
Years to Complete Reimbursement:	Approximately 30 Years
Estimated Capital Investment:	Approximately $1 million
Project Overview:	This project includes extensive renovations to the existing building, a 1,000 square foot addition, and the removal and replacement of the current underground storage tank (UST) system. The proposed redevelopment involves significant reinvestment and reuse of the existing gasoline dispensing station, giving it a modernized and aesthetic façade and design. Renovations are anticipated to begin in Spring/Summer 2015

I. INTRODUCTION AND PURPOSE

In order to promote the revitalization of environmentally distressed areas within the boundaries of Birmingham ("the City"), the City has established the Birmingham Brownfield Redevelopment Authority (BBRA) the "Authority" pursuant to the Brownfield Redevelopment Financing Act, Michigan Public Act (PA) 381 of 1996, as amended.

The primary purpose of this Brownfield Plan ("Plan") is to promote the redevelopment of and private investment in certain "Brownfield" properties within the City. Inclusion of property within this Plan will facilitate financing of environmental response and other eligible activities at eligible properties, and will also provide tax incentives to eligible tax payers willing to invest in revitalization of eligible sites, commonly referred to as Brownfields. By facilitating redevelopment of Brownfield properties, this Plan is intended to promote economic growth for the benefit of the residents of the City.

The Property is currently zoned B-2B – General Business, is commercially developed, and located along Woodward Avenue, a prominent thoroughfare, in Oakland County characterized by commercial properties.

The identification or designation of a developer or proposed use for the eligible property that is subject to this Plan shall not be integral to the effectiveness or validity of this Plan. This Plan is intended to apply to the eligible property identified in this Plan and, to identify and authorize the eligible activities to be funded. Any change in the proposed developer or proposed use of the eligible property shall not necessitate an amendment to this Plan, affect the application of this Plan to the eligible property, or impair the rights available to the Authority under this Plan.

This plan is intended to be a living document which may be modified or amended as necessary to achieve the purposes of PA 381. The applicable sections of PA 381 are noted throughout the plan for reference purposes.

This Brownfield Plan contains information required by Section 13(1) of PA 381.

II. GENERAL DEFINITIONS AS USED IN THIS PLAN

Terms used in this Brownfield Plan are defined as provided in the following statutes, as appropriate:

The Brownfield Redevelopment Financing Act, 1996 Mich. Pub. Acts. 502 which amended Pub. Act 381, M.C.L. § 125.2651 et seq., as amended.

III. BROWNFIELD PROJECT

DECRIPTION OF THE ELIGIBLE PROPERTY AND THE PROJECT

The Eligible Property consists of one legal parcel totaling 0.33 acres with a street address of 33588 Woodward Avenue, Birmingham, Oakland County, Michigan and the tax ID number of 08-20-31-352-001 (the "Property").

B5 Investments, LLC, or any affiliate, or such other developer as approved by the Authority, are, collectively the project developer ("Developer").

Original development of the subject property occurred between 1950 and 1951 with the construction of a gasoline service station in the northeastern portion of the property. The building was demolished, and the property was redeveloped with a portion of the current gasoline dispensing station building in 1956 located in the eastern portion of the property. A canopy was constructed west of the building in 1977, and an addition was constructed to the southern portion of the building in 1987. The property was occupied by a gasoline service station until approximately 2000, when the building was renovated for use as the current convenience store. The property is currently vacant.

The proposed redevelopment includes extensive remodeling and a 1,000 square foot addition to the existing building, the removal and replacement of the current UST system, and the addition of a commercial coffee shop. This investment will ensure further long-term investment in the existing gasoline dispensing station along a main thoroughfare of Birmingham and Oakland County. The proposed redevelopment involves significant reinvestment and reuse of the existing gasoline dispensing station, giving it a modernized and aesthetic façade and design.

Renovations are anticipated to begin in winter of 2014 with a slated completion goal of spring 2015. The developer will invest an estimated $1 million dollars in the redevelopment and create approximately 15 construction jobs, 2 part-time jobs, and 5 full-time jobs.

This parcel and all tangible personal property located thereon will comprise the eligible property and is referred to herein as the "Property." The legal description is included in Appendix A.

Appendix C includes site maps of the parcel and an eligible property boundary map. Preliminary site plans are included in Appendix D.

BASIS OF ELIGIBILITY

The Property is considered "Eligible Property" as defined by Act 381, Section 2 because: (a) the Property was previously utilized as a commercial property; and (b) the parcel comprising the Property has been determined to be a "facility."

Documentation regarding the property status is also provided in Appendix B.

On December 13, 2013, PM Environmental Inc. (PM) completed a scope of work consisting of a ground penetrating radar (GPR) survey, the advancement of 10 soil borings and the collection of 16 soil samples for analysis of volatile organic compounds (VOCs), polynuclear aromatic compounds (PNAs), polychlorinated biphenyl (PCBs), and metals (cadmium, chromium, lead), or some combination thereof.

The GPR survey was conducted on the exterior and interior portions of the subject property to investigate the presence of any potential orphan USTs. One anomaly was identified during the GPR survey, which is located partially under the western wall of the subject building. The anomaly is approximately 12.0 feet in length, 6.0 feet in width, and located approximately 2.0 feet bgs. One shallow hand auger soil boring was advanced to 2.0 feet bgs near the center of the anomaly and PM visually confirmed that the anomaly was a 2-inch metal pipe. However, further investigation is required to determine if an orphan UST is associated with the 2-inch metal pipe.

The geology at the subject property generally consists of sandy clay to a depth of 3.0 to 6.0 feet bgs underlain by stiff clay to a depth of 20.0 feet bgs, the maximum depth explored. No groundwater was encountered to the maximum depth explored; therefore, no groundwater samples were collected.

Analytical results from soil samples collected by PM identified concentrations of various petroleum hydrocarbon VOCs in shallow samples collected from several borings, indicative of Non-Aqueous Phase Liquids (NAPL) conditions. Concentrations of benzene were identified above Part 213 Residential and Nonresidential Soil Volatilization to Indoor Air Inhalation (SVII), Ambient Volatile Soil Inhalation (VSI), and Soil Direct Contact (SDC) Risk Based Screening Levels (RBSLs). Concentrations of ethylbenzene, toluene, trimethylbenzenes, and xylenes were detected above Part 213 Residential and Nonresidential SVII and SDC RBSLs. Various concentrations of petroleum hydrocarbon VOCs were identified above Part 213 Residential and Nonresidential Drinking Water Protection (DWP) and Groundwater Surface Interface Protection (GSIP) RBSLs.

Concentrations of naphthalene and 2-methylnapthalene were identified above Part 213 GSIP RBSLs. No concentrations of other PNAs were identified above the laboratory method detection limits (MDLs).

No concentrations of PCBs were identified above the laboratory MDLs. No concentration of cadmium, chromium, and lead were identified above laboratory MDLs or the Statewide Default Background Levels (SDBLs).

A location where a hazardous substance is present in excess of the concentrations, which satisfy the requirements of subsection 20120a(1)(a) or (17), is a facility pursuant to Part 201. Contaminant concentrations identified on the subject property in soil indicated exceedances to the Part 213 Residential and Nonresidential DWP, GSIP, SVII, VSI, and SDC RBSLs. Therefore, the subject property is a "facility"/"site" in accordance with Part 213 of P.A. 451, as amended, and the rules promulgated thereunder.

A. Description of Costs to Be Paid for With Tax Increment Revenues and Summary of Eligible Activities

Tax Increment Financing revenues will be used to reimburse the costs of "eligible activities" (as defined by Section 2 of PA 381) as permitted under the Brownfield Redevelopment Financing Act that include: baseline environmental site assessment activities, due care activities, additional response activities, an asbestos survey and abatement, demolition, and preparation of a Brownfield Plan and inclusion of interest as described in this Plan. A complete itemization of these activity expenses is included in Table 1 of Appendix E.

The project has a completion goal of Spring/Summer 2015.

The following eligible activities and budgeted costs are intended as part of the development of the property and are to be financed solely by the developer. The Authority is not responsible for any cost of eligible activities and will incur no debt.

1. Baseline Environmental Site Assessment Activities; Phase II ESA, BEA, and DDCC at a cost of $9,750.

2. Due Care Activities; Installation of a Vapor Barrier/SSD System and/or soil vapor assessment over the course of 4 quarters, if needed, at a cost of $31,000.

3. Additional Response Activities; soil disposal and transportation of up to approximately 2,868 tons of contaminated soil associated with development activities and soil removal oversight, sampling, and reporting, at an estimated cost of $143,685.

4. Asbestos Activities; asbestos containing materials (ACM) survey, abatement, and oversight at an estimated cost of $2,700.

5. Preparation of Brownfield Plan, Work Plan (if necessary) and associated activities (e.g. meetings with BBRA, etc.) at a cost of approximately $6,200.

6. A 15% contingency of $26,608 is established to address unanticipated environmental and/or other conditions that may be discovered through the implementation of site activities. This excludes the cost of baseline environmental assessment activities and preparation of the Brownfield Plan and Act 381 Work Plan.

All activities are intended to be “Eligible Activities” under the Brownfield Redevelopment Financing Act. The total estimated cost of Eligible Activities subject to reimbursement from tax increment revenues is approximately $193,335 with a potential $26,608 contingency, resulting in an approximate total cost of $219,943.

B. Estimate of Captured Taxable Value and Tax Increment Revenues

Incremental taxes on real property included in the redevelopment project will be captured under this Brownfield Plan to reimburse eligible activity expenses. The taxable value of the real property was $539,410 for the current tax year; no personal property is associated with the site. The estimated taxable value of the completed development is $732,000. This assumes a one-year phase-in for completion of the redevelopment, which has been incorporated into the tax increment financing assumptions for this plan. An annual increase in taxable value of 1% has been used for calculation of future tax increments in this plan.

C. Impact of Tax Increment Financing on Revenues of Taxing Jurisdictions

The total anticipated activities reimbursed or funded through tax increment financing are provided below.

Total Activities Reimbursed by TIF	Estimated Costs
Developer Reimbursement	$ 193,335
15% Contingency	$ 26,608
Total	**$ 219,943**

Taxes will continue to be generated to taxing jurisdictions on local captured millages at the base combined taxable value of $539,410 throughout the duration of this plan totaling approximately $393,990 or $13,133 annually.

Non-capturable millages; including debt millages, the zoo authority and art institute, will see an immediate increase in tax revenue following redevelopment and will provide anticipated new tax revenue of $50,051 throughout the duration of this plan.

School millages are not be sought at this time and will provide anticipated tax revenue of $605,229 throughout the duration of this plan.

For a complete breakdown of the captured millages and developer reimbursement please see "Table 2" in Appendix E.

D. Method of Financing and Description of Advances by the Municipality

Redevelopment activities at the property will be funded by B5 Investments, LLC. Costs for eligible activities funded by B5 Investments, LLC will be repaid under the Michigan Brownfield Redevelopment Financing Program (Michigan Public Act 381, as amended) with incremental taxes generated by future development of the property. No advances will be made by the BBRA for this project. All reimbursements authorized under this Brownfield Plan, as amended shall be governed by the Reimbursement Agreement.

E. Maximum Amount of Note or Bonded Indebtedness

No note or bonded indebtedness will be incurred by any local unit of government for this project.

F. Duration of Brownfield Plan

In no event shall the duration of the Plan, as amended exceed 35 years following the date of the resolution approving the Plan, as amended, nor shall the duration of the tax capture exceed the lesser of the period authorized under subsection (4) and (5) of Section 13 of Act 381 or 30 years. Further, in no event shall the beginning date of the capture of tax increment revenues be later than five years after the date of the resolution approving the Plan, as amended.

G. Effective Date of Inclusion in Brownfield Plan

The Property will become part of this Plan on the date this Plan is approved by the City of Birmingham City Commission.

H. Displacement/Relocation of Individuals on Eligible Property

There will be no displacement or relocation of persons or businesses under this Plan.

I. Local Site Remediation Revolving Fund ("LSRRF")

The BBRA has not established a Local Site Remediation Revolving Fund (LSRRF), therefore, use of a Local Site Remediation Revolving Fund is not part of the scope of this project.

J. Other Material that the Authority or Governing Body Considers Pertinent

The Developer and its affiliates shall comply with all applicable laws, ordinances, executive orders, or other regulations imposed by the City or any other properly constituted governmental authority with respect to the Property and shall use the Property in accordance with this Plan.

Appendix A

PM ENVIRONMENTAL Environmental & Engineering Services

LEGAL DESCRIPTION

T2N, R11E, SEC 31 LEINBACH-HUMPHERY'S WOODWARD AVE SUB LOTS 544 TO 550 INCL

General Property Information

City of Birmingham

[Back to Non-Printer Friendly Version] [Send To Printer]

Parcel: 08-20-31-352-001 **Unit:** City of Birmingham

Property Address [collapse]

33588 WOODWARD AVE
BIRMINGHAM, MI 48009-0908

Owner Information [collapse]

B5 INVESTMENTS LLC
33477 WOODWARD AVE STE 800
BIRMINGHAM, MI 48009-0948

Unit: 08

Taxpayer Information [collapse]

SEE OWNER INFORMATION

General Information for Tax Year 2014 [collapse]

Property Class:	201 - 201 Bus Imp	**Assessed Value:**	$530,920
School District:	030 - 030 Birmingham City Sch	**Taxable Value:**	$530,920
State Equalized Value:	$530,920	**Map #**	POST
PPBusCode	0	**Date of Last Name Chg:**	05/29/2015
		Date Filed:	
		Notes:	N/A
Historical District:	N/A	**Census Block Group:**	N/A

Principal Residence Exemption	June 1st	Final
2015	0.0000 %	-
2014	0.0000 %	0.0000 %

Previous Year Info	MBOR Assessed	Final S.E.V.	Final Taxable
2013	$523,670	$523,670	$380,960
2012	$541,150	$541,150	$372,040

Land Information [collapse]

	Frontage		Depth
Lot 1:	1.00 Ft.		0.00 Ft.
Lot 2:	0.00 Ft.		0.00 Ft.
Lot 3:	0.00 Ft.		0.00 Ft.
Total Frontage:	1.00 Ft.	**Average Depth:**	0.00 Ft.

Total Acreage:	0.33		
Zoning Code:	BI		
Total Estimated Land Value:	$724,620	**Mortgage Code:**	00000
Land Improvements:	$10,060	**Lot Dimensions/Comments:**	
Renaissance Zone:	NO		
Renaissance Zone Expiration Date:			
ECF Neighborhood Code:	CMM		

Legal Information for 08-20-31-352-001 [collapse]

T2N, R11E, SEC 31 LEINBACH-HUMPHREY'S WOODWARD AVE SUB LOTS 544 TO 550 INCL

Sales Information

2 sale record(s) found.

Sale Date	Sale Price	Instrument	Grantor	Grantee	Terms Of Sale	Liber/Page
11/12/2013	$0.00	LC	BARRICK PROPERTIES40	B5 INVESTMENTS	1-ValidSale	46560:575
11/12/2013	$775,000.00	WD	BARRICK PATRICIA M	BARRICK PROPERTIES40	14-Other	46546:596

Building Information

1 building(s) found.

	Description	Floor Area	Yr Built
⊟	Commercial/Industrial Building 1 - Market, Convenience	1735 Sq. Ft.	1956

General Information

Floor Area:	1735 Sq. Ft.	**Estimated TCV:**	N/A
Occupancy:	Market, Convenience	**Class:**	C
Stories Above Ground:	1	**Average Story Height:**	14
Basement Wall Height:	0		
Year Built:	1956	**Year Remodeled:**	0
Percent Complete:	100%	**Heat:**	Package Heating & Cooling
Physical Percent Good:	62%	**Functional Percent Good:**	100%
Economic Percent Good:	100%	**Effective Age:**	24 yrs.

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Privacy Policy

Appendix B

PM ENVIRONMENTAL Environmental & Engineering Services

MICHIGAN DEPARTMENT OF ENVIRONMENTAL QUALITY – REMEDIATION AND REDEVELOPMENT DIVISION PO BOX 30426 LANSING, MICHIGAN 48909-7926,
Phone 517-284-5087, Fax 517-241-9581

FOR DEQ USE ONLY
BEA SUBMITTAL #:

Baseline Environmental Assessment Submittal Form

This form is for submittal of a Baseline Environmental Assessment (BEA), as defined by Part 201, Environmental Remediation and Part 213, Leaking Underground Storage Tanks, of the Natural Resources and Environmental Protection Act, 1994 PA 451, as amended, for the purpose of establishing an exemption to liability pursuant to Section 20126(1)(c) and Section 21323a(1)(b) for a new owner or operator of property that is a facility as defined by Section 20101(1)(s) or Property as defined by Section 21303(d). The BEA report must be conducted either prior to or within 45 days after becoming the owner or operator, whichever is earliest. This form and the BEA report must be submitted within 6 months of becoming the owner or operator. A separate BEA is required for each legal entity that is or will be a new owner or operator of the property. To maintain the exemption to liability, the owner and operator must also disclose the BEA to any subsequent purchaser or transferee before conveying interest in the property pursuant to Section 20126(1) and Section 21323a(1)(b). An owner or operator of a facility or Property also has due care obligations under Section 20107a and Section 21304c with respect to any existing contamination to prevent unacceptable exposure; prevent exacerbation; take reasonable precautions; provide reasonable cooperation, assistance, and access to authorized persons taking response activities at the property; comply with land use restrictions associated with response activities; and not impede the effectiveness of response activities implemented at the property. Documentation of due care evaluations and response activities must be available, but not submitted, to the DEQ within 8 months of becoming the owner or operator of a facility.

Section A: Legal Entity Information

Name of legal entity that will own or operate the property:
B5 Investments, LLC
Address: 10531 Highland Road, Suite 300
City: White Lake State: MI Zip: 48386
Contact person (Name & Title):
Scott Barbat – Member of LLC
Telephone: E-Mail:SCOTTBARBAT@GMAIL.COM

Contact for BEA questions if different from submitter
Name & Title:
Company:
Address:
City:
Telephone: State: Zip:
E-Mail:

Section B: Property Information

Street Address of Property: 33588 Woodward Avenue
City: Birmingham State: MI Zip: 48009
Property Tax ID (include all applicable IDs):
08-20-31-352-001
Address according to tax records, if different than above (include all applicable addresses):
City: State: Zip:

County: Oakland
City/Village/Township: Birmingham
Town: 2N Range: 11E Section: 31
Quarter: SW Quarter-Quarter: NW
Decimal Degrees Latitude: 42.5357
Decimal Degrees Longitude: -83.2028

Status of submitter relative to the property (check all that apply):

	Former	Current	Prospective
Owner	☐	☒	☐
Operator	☐	☐	☐

Reference point for latitude and longitude:
Center of site ☒ Main/front door ☐
Front gate/main entrance ☐ Other ☐

Collection method:
Survey ☐ GPS ☐ Interpolation ☒

Section C: Source of contamination at the property (check all that are known to apply):

Facility regulated under Part 201, other source, or source unknown
Part 201 Site ID, if known: ☐
Leaking Underground Storage Tank regulated pursuant to Part 213
Part 211/213. Facility ID, if known: 00013409 ☒
Oil or gas production and development regulated pursuant to Part 615 or 625 ☐
Licensed landfill regulated pursuant to Part 115 ☐
Licensed hazardous waste treatment, storage, or disposal facility regulated pursuant to Part 111 ☐

Section D: Applicable Dates (provide date for all that are relevant):

	MM/DD/YYYY
Date All Appropriate Inquiry (AAI) Report or Phase I Environmental Assessment Report completed:	11/22/2013
Date Baseline Environmental Assessment Report conducted:	12/23/2013
Date submitter first became the owner:	11/12/2013
Date submitter first became the operator (if prior to ownership):	
Anticipated date of becoming the owner for prospective owners:	
Anticipated date of becoming the operator for prospective operators:	
If former owner or operator of this property, prior dates of being the owner or operator:	

Received
JAN 15 2014
MDEQ

Section E: Check the appropriate response to each of the following questions:

	YES	NO
1. Is the property at which the BEA was conducted a "facility" as defined by Section 20101(1)(s) or a Property as defined by Section 21303(d)?	☒	☐
2. Is the All Appropriate Inquiry (AAI) compliant with 40 CFR 312, or is the Phase I Environmental Assessment compliant with ASTM E1527-05?	☒	☐
3. Was the BEA, including the AAI and sampling, conducted either prior to or within 45 days of the date of becoming the owner, operator, or of foreclosure, whichever is earliest.?	☒	☐
4. Is this BEA being submitted to the department within 6 months of the submitter first becoming the owner or operator, or foreclosing?	☒	☐
5. Does the BEA provide sufficient rationale to demonstrate that the data are reliable and relevant to define conditions at the property at the time of purchase, occupancy, or foreclosure, even if the BEA relies on studies of data prepared by others or conducted for other purposes?	☒	☐
6. Does this BEA contain the legal description of the property addressed by the BEA?	☒	☐
7. Does this BEA contain the environmental analytical results, a scaled map showing the sample locations, and the basis for the determination that the property is a facility as defined by Section 20101(1)(s) or the basis for the determination that the property is a Property as defined by Section 21303(d)?	☒	☐

Section F: Environmental Consultant Signature:

I certify to the best of my knowledge and belief, that this BEA and all related materials are true, accurate, and complete. I certify that an All Appropriate Inquiry (AAI) was conducted in conformance with the scope and limitations of the All Appropriate Inquiry Rule, 40 CFR 312 or a Phase I Environmental Site Assessment (Phase I) in conformance with the scope and limitations of the ASTM E1527-05. I certify that the property is a facility as defined by Section 20101(1)(s) or a Property as defined by Section 21303(d) and have provided the sampling and analyses that support that determination. I certify that any exceptions to, or deletions from, the All Appropriate Inquiry Rule or ASTM E1527-05 are described in Section 1 of the BEA report.

Signature: _____ Date: 1/14/2014

Printed Name: Jamie Antoniewicz

Company: PM Environmental, Inc.

Mailing Address: 4080 West Eleven Mile Road City: Berkley State: MI Zip: 48072

Telephone: 248.336.9988 E-Mail: ANTONIEWICZ@PMENV.COM

Section G: Legal Entity Signature:

With my signature below, I certify that to the best of my knowledge and belief, this BEA and all related materials are true accurate, and complete.

Signature: _____ Date: 1-14-14

(Person legally authorized to bind the legal entity)

Printed Name: Scott Barbat

Title and Relationship of signatory to submitter: Member of Purchasing LLC

Address: 10531 Highland Road, Suite 300 City: White Lake State: MI Zip: 48386

Telephone: E-Mail: ~~SCOTTBARBAR~~SCOTTBARBAT@GMAIL.COM

Submit the BEA report and this form to the DEQ District Office for the county in which the property is located. A district map is located at or

ISO 9001 REGISTERED

Detroit
4080 W. 11 Mile Rd
Berkley, MI 48072
f: 877-884-6775
t: 248-336-9988

Grand Rapids
77 Monroe Center, NW
Suite 602
Grand Rapids, MI 49503
f: 877-884-6775
t: 616-285-8857

Lansing
3340 Ranger Road
Lansing, MI 48906
f: 877-884-6775
t: 517-321-3331

December 23, 2013

District Clerk
Michigan Department of Environmental Quality
Southeast Michigan District Office
27700 Donald Court
Warren, Michigan 48092

RE: Baseline Environmental Assessment for the Gasoline Dispensing Station Located at 33588 Woodward Avenue, Birmingham, Michigan
Parcel ID: 08-20-31-352-001
PM Environmental, Inc. Project No. 02-6937-1

Dear District Clerk:

Enclosed is a copy of the above-referenced document prepared in accordance with Section 21323a(1)(b)(i) of Part 213, of the Natural Resources and Environmental Protection Act (NREPA), P.A. 451 of 1994, as amended.

If you have any questions regarding the information in this report, please contact us at 248.336.9988.

Sincerely,
PM ENVIRONMENTAL, INC.

Jamie Antoniewicz
Project Engineer

Michael T. Kulka, P.E.
Principal Engineer

Enclosure

ISO 9001 REGISTERED

Detroit
4080 W. 11 Mile Rd
Berkley, MI 48072
f: 877-884-6775
t: 248-336-9988

Grand Rapids
77 Monroe Center, NW
Suite 602
Grand Rapids, MI 49503
f: 877-884-6775
t: 616-285-8857

Lansing
3340 Ranger Road
Lansing, MI 48906
f: 877-884-6775
t: 517-321-3331

December 23, 2013

Mr. Dan Hunter
Oakland County
2100 Pontiac Lake Road
Pontiac, Michigan 48328-2735

RE: Baseline Environmental Assessment for the Gasoline Dispensing Station Located at 33588 Woodward Avenue, Birmingham, Michigan
Parcel ID: 08-20-31-352-001
PM Environmental, Inc. Project No. 02-6937-1

Dear Mr. Hunter:

Enclosed is a copy of the above-referenced document prepared in accordance with Section 21323a(1)(b)(i) of Part 213, of the Natural Resources and Environmental Protection Act (NREPA), P.A. 451 of 1994, as amended.

THIS BASELINE ENVIRONMENTAL ASSESSMENT WAS PERFORMED FOR THE EXCLUSIVE USE OF B5 INVESTMENTS, LLC, AND OAKLAND COUNTY, EACH OF WHOM MAY RELY ON THE REPORT'S CONTENTS.

If you have any questions regarding the information in this report, please contact our office at 248.336.9988.

PM ENVIRONMENTAL, INC.

Jamie Antoniewicz
Project Engineer

Michael T. Kulka, P.E.
Principal Engineer

Enclosure

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Figure 1: Site Vicinity Map
Figure 2: Generalized Diagram of the Subject Property and Adjoining Properties
Figure 3: Soil Boring Location Map with Soil Analytical Results

TABLES

Table 1: Summary of Soil Analytical Results: VOCs
Table 2: Summary of Soil Analytical Results: PNAs, PCBs, and Metals

APPENDICES

Appendix A: Phase I ESA Report
Appendix B: Geophysical Survey Report
Appendix C: Soil Boring Logs
Appendix D: Laboratory Analytical Report
Appendix E: Assessing Information
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1.0 INTRODUCTION AND DISCUSSION

PM has completed a Baseline Environmental Assessment (BEA) for the gasoline dispensing station (Parcel ID: 08-20-31-352-001) located at 33588 Woodward Avenue, Birmingham, Oakland County, Michigan 48009 (Figure 1). The subject property consists of a 0.33 acre parcel of land located southeast of the intersection of Woodward Avenue and Chapin Avenue. The underground storage tank (UST) basin is located on the southeastern portion of the property and contains two 12,000-gallon gasoline USTs, one 10,000-gallon gasoline UST, one, 6,000-gallon gasoline UST, one 6,000-gallon diesel UST, and one 6,000-gallon "race fuel" UST. The subject building is located on the eastern portion of the property and the fuel dispensers are located on the central portion of the property (Figure 2).

Original development of the subject property occurred between 1950 and 1951 with the construction of a gasoline service station in the northeastern portion of the property. The building was demolished, and the property was redeveloped with a portion of the current gasoline dispensing station building in 1956 located in the eastern portion of the property. A canopy was constructed west of the building in 1977, and an addition was constructed to the southern portion of the building in 1987. The property was occupied by a gasoline service station until approximately 2000, when the building was renovated for use as the current convenience store. Fuel dispensing operations have continued since that time.

1.1 Owner/Operator Information

B5 Investments, LLC, 10531 Highland Road, Suite 300, White Lake, Michigan 48386, purchased the property on November 12, 2013.

1.2 Intended Use of the Subject Property

B5 Investments, LLC, intends to redevelop the property with a convenience store and gasoline dispensing station.

1.3 Summary of All Appropriate Inquiry Phase I Environmental Assessment

PM completed a Phase I Environmental Site Assessment (ESA), dated November 22, 2013, in conformance with the scope and limitations of ASTM Practice E 1527-05 (i.e., the 'ASTM Standard'). A copy of the November 2013 Phase I ESA, including photographs of the subject property, is included in Appendix A.

The following recognized environmental conditions (RECs) were identified in PM's November 2013 Phase I ESA:

- The subject property has operated as a gasoline dispensing station since 1951. No subsurface investigations have been completed at the subject property to assess the long term fuel dispensing operations. The potential exists that releases have occurred from the current and/or historical UST systems and/or fuel dispensers.

- In addition to gasoline dispensing operations, the subject property was formerly occupied by an automotive service garage from 1956 until approximately 2000, and likely contained a service garage dating back to original development in 1951. Historical interior waste streams associated with the former service operations from would have consisted of general hazardous substances and/or petroleum products. A significant

portion of this time period preceded major environmental regulations and current waste management and disposal procedures. The historical waste management practices associated with the former service operations are unknown and may be a source of subsurface contamination.

- The former automotive service garage associated with the current subject building likely contained in-ground hydraulic hoists. In-ground hoists have an underground reservoir for hydraulic fluids, which can contain polychlorinated biphenyls (PCBs). The potential exists that a release occurred from the former hydraulic hoist system and/or underground reservoir.

- Review of historical records documented the installation of three 6,000-gallon gasoline USTs and one 1,000-gallon UST likely to have contained fuel oil between 1951 and 1957. PM was unable to determine the location of the former USTs or if these USTs were removed. Additionally, based on the long term automotive service operations, the potential exists for a used oil UST to have been utilized. The potential exists for orphan USTs to be present on the property and/or for a release to have occurred.

The following adjoining and/or nearby REC was identified:

- The northern portion of the south adjoining property building (historically identified as 1577 South Woodward Avenue), was occupied by a collision repair shop from at least 1947 to between 1958 and 1960. Additionally, the northern portion was occupied by an industrial engine sales operation in the 1960s, which may have included service operations, and the building was occupied by a lawn and garden equipment sales and service shop from at least 1951 until at least 1985. The property is also identified as a former RCRA generator of hazardous waste. Based on the close proximity of the former collision repair and service operations to the subject property (i.e. approximately 35 feet), and the time period of a significant portion of the former operations (prior to modern waste management and disposal practices), the potential exists for a release to have occurred, and for contamination to have migrated onto the subject property.

1.3.1 Phase I ESA Exceptions or Deletions

There were no exceptions or deletions from the Federal All Appropriate Inquiry Rule under 40 CFR 312, or the ASTM Standard during the completion of the November 2013 Phase I ESA and no special terms or conditions applied to the preparation of the Phase I ESA.

1.3.2 Phase I ESA Data Gaps

PM did not identify any significant data gaps during the completion of the November 2013 Phase I ESA.

1.4 Summary of Previous Site Investigations

No previous site investigations were identified by PM for the subject property. Previous reports may exist for the subject property, however, none were provided to PM by the client or owner of the property, and none were available with the appropriate state regulatory agencies.

1.5 Current Site Investigation

Prior to the commencement of field activities, MISSDIG, a utility locating service, was contacted to locate utilities on or adjacent to the subject property. Utilities were marked by the respective utility companies where they entered or were located adjacent to the subject property. Boring locations were additional cleared of private utilities utilizing ground penetrating radar (GPR).

1.5.1 Geophysical Survey

On December 13, 2013, PM completed a GPR survey on the exterior and interior portions of the subject property to investigate the presence of any potential orphan USTs.

One anomaly was identified during the GPR survey and is located partially under the western wall of the subject building. The anomaly is approximately 12.0 feet in length, 6.0 feet in width, and located approximately 2.0 feet bgs. One shallow hand auger soil boring was advanced to 2.0 feet bgs near the center of the anomaly and PM visually confirmed that the anomaly was a 2" metal pipe. Another shallow hand auger boring was advanced to 5.0 feet bgs approximately 3 feet off the center of the anomaly and did not encounter the anomaly.

Refer to the Geophysical Survey Report in Appendix B for additional information.

1.5.2 Subsurface Investigation

On December 13, 2013, PM completed a scope of work consisting of the advancement of 10 soil borings (SB-1 through SB-10) and the collection of soil samples for analysis of volatile organic compounds (VOCs), polynuclear aromatic compounds (PNAs), PCBs, and metals (cadmium, chromium, lead), or some combination thereof.

Specifically, the Phase II ESA activities were conducted in the following areas of the subject property:

Description of Soil Boring Locations

Location and Total Depth (feet bgs)	Soil Sample Depth (feet bgs)	Analysis	Objectives	Sample Selection (justification)
SB-1 (15.0)	1.0-2.0 and 3.0-4.0	Hydrocarbon VOCs and PNAs	Assess long term fuel dispensing operations	**Soil:** Samples collected from intervals with the highest PID readings (2,462 and 1,990 ppm). **GW:** Not encountered.
SB-2 (10.0)	4.0-5.0	VOCs, PNAs, PCBs, Metals	Assess former automotive service garage	**Soil:** Sample collected from the interval with the highest PID reading (7.9 ppm). **GW:** Not encountered.
SB-3 (20.0)	2.0-3.0 and 10.0-11.0	Hydrocarbon VOCs and PNAs	Assess UST basin and dispensing operations	**Soil:** Sample collected from the interval with the highest PID reading (724 ppm) and a deeper sample for delineation. **GW:** Not encountered.

Location and Total Depth (feet bgs)	Soil Sample Depth (feet bgs)	Analysis	Objectives	Sample Selection (justification)
SB-4 (10.0)	5.0-6.0 and 9.0-10.0	VOCs, PNAs, PCBs, Metals	Assess former automotive service garage	**Soil:** Sample collected from the interval with the highest PID reading (1,324 ppm) and an end of boring sample for delineation. **GW:** Not encountered.
SB-5 (20.0)	3.0-4.0 and 15.0-16.0	Hydrocarbon VOCs and PNAs	Assess UST basin	**Soil:** Sample collected from the interval with the highest PID reading (1,245 ppm) and a deeper sample for delineation. **GW:** Not encountered.
SB-6 (20.0)	3.0-4.0	Hydrocarbon VOCs and PNAs	Assess south adjoining former collision repair shop	**Soil:** Sample collected from the interval with the highest PID reading (937 ppm). **GW:** Not encountered.
SB-7 (20.0)	4.0-5.0 and 13.0-14.0	Hydrocarbon VOCs and PNAs	Assess UST basin	**Soil:** Sample collected from the interval with the highest PID reading (1,493 ppm) and a deeper sample for delineation. **GW:** Not encountered.
SB-8 (20.0)	4.0-5.0 and 12.0-13.0	Hydrocarbon VOCs and PNAs	Assess UST basin	**Soil:** Sample collected from the interval with the highest PID reading (1,536 ppm) and a deeper sample for delineation. **GW:** Not encountered.
SB-9 (15.0)	5.0-6.0	Hydrocarbon VOCs and PNAs	Assess long term fuel dispensing operations	**Soil:** Sample collected from the interval with the highest PID reading (559 ppm). **GW:** Not encountered.
SB-10 (15.0)	4.0-5.0	Hydrocarbon VOCs and PNAs	Assess long term fuel dispensing operations	**Soil:** Sample collected from the interval with the highest PID reading (32.7 ppm). **GW:** Not encountered.

PID – Photoionization Detector GW – Groundwater
bgs – below ground surface

1.5.3 Subsurface Investigations Techniques and QA/QC Procedures

The soil borings were advanced to the desired depth using a model 6610DT Geoprobe® drill rig. Soil sampling was performed for soil classification, verification of subsurface geologic conditions, and for investigating the potential and/or extent of soil and groundwater contamination at the subject property. Soil samples were generally collected on a continuous basis using a 5-foot long macro-core sampler.

During drilling operations, the drilling equipment was cleaned to minimize the possibility of cross contamination. These procedures included cleaning equipment with a phosphate free solution (i.e., Alconox®) and rinsing with distilled water after each sample collection. Drilling and sampling equipment was also cleaned in this manner prior to initiating field activities.

Soils collected from discrete sample intervals were screened using a PID to determine if VOCs were present. Soil from specific depths was placed in plastic bags, sealed, and allowed to volatilize. The headspace within each bag was then monitored with the PID. The PID is able to detect trace levels of organic compounds in the air space within the plastic bag. The PID utilizes a 10.2 electron volts (eV) lamp. Soil samples were collected from the soil borings based upon the highest PID reading, visual/olfactory evidence, a change in geology, surficial soil, and/or directly above saturated soil.

During drilling operations, the drilling equipment was cleaned to minimize the possibility of cross contamination. These procedures included cleaning equipment with a phosphate free solution and rinsing with tap, deionized, or distilled water after each sample collection. Drilling and sampling equipment was cleaned in this manner or with a high-temperature pressure washer, prior to field activities.

Soil samples for VOC analysis were preserved with methanol, in accordance with United States Environmental Protection Agency (USEPA) method 5035, and then placed in appropriately labeled containers with Teflon lined lids and/or sanitized glass jars, placed in an ice packed cooler, and transported under chain of custody procedures for laboratory analysis within applicable holding times.

Upon completion of the investigation, the soil borings were abandoned by placing the soil cuttings back into the borehole, filling the void with bentonite chips, hydrating the chips, resurfacing and returning the area to its pre-drilling condition.

1.6 Geology and Hydrogeology

Based on review of the soil boring logs (Appendix C), the subject property soil profile generally consists of sandy clay to a depth of 3.0 to 6.0 feet bgs underlain by stiff clay to a depth of 20.0 feet bgs, the maximum depth explored. No groundwater was encountered to the maximum depth explored.

2.0 LOCATION OF CONTAMINATED MEDIA ON THE SUBJECT PROPERTY

The soil analytical results (Appendix D) for samples collected by PM were compared with the MDEQ Risk Based Screening Levels (RBSLs) as presented in Attachment 1 to MDEQ Operational Memorandum Number 1 “Part 201 Cleanup Criteria and Part 213 Risk-Based Screening Levels,” September 28, 2012 in accordance with Section 21323a(1)(b)(i) using the applicable RBSL or Site-specific target level (SSTL). The analytical results are summarized in Tables 1 and 2 (including CAS #) and in Figure 3.

Summary of Soil Exceedances

Location and Total Depth (feet bgs)	Soil Sample Depth (feet bgs)	Analysis	Objectives	Exceedances of Part 213 RBSLs
				Soil
SB-1 (15.0)	1.0-2.0 and 3.0-4.0	Hydrocarbon VOCs and PNAs	Assess long term fuel dispensing operations	**DWP/GSIP/DC(R,NR/SVII(R,NR):** Hydrocarbon VOCs* **VSI (R,NR): Benzene**

Location and Total Depth (feet bgs)	Soil Sample Depth (feet bgs)	Analysis	Objectives	Exceedances of Part 213 RBSLs
				Soil
SB-2 (10.0)	4.0-5.0	VOCs, PNAs, PCBs, Metals	Assess former automotive service garage	NONE
SB-3 (20.0)	2.0-3.0	Hydrocarbon VOCs and PNAs	Assess UST basin and dispensing operations	**DWP/GSIP:** Hydrocarbon VOCs
	10.0-11.0			NONE
SB-4 (10.0)	5.0-6.0	VOCs, PNAs, PCBs, Metals	Assess former automotive service garage	**DWP/GSIP:** Hydrocarbon VOCs **SVII (R):** Benzene
	9.0-10.0			**DWP/GSIP:** Hydrocarbon VOCs **SVII (R):** Benzene
SB-5 (20.0)	3.0-4.0	Hydrocarbon VOCs and PNAs	Assess UST basin	**DWP/GSIP/DC(R,NR/SVII(R,NR):** Hydrocarbon VOCs*
	15.0-16.0			**GSIP:** Xylenes
SB-6 (20.0)	3.0-4.0	Hydrocarbon VOCs and PNAs	Assess south adjoining former collision repair shop	**DWP/GSIP:** Hydrocarbon VOCs **SVII (R,NR):** Benzene
SB-7 (20.0)	4.0-5.0	Hydrocarbon VOCs and PNAs	Assess UST basin	**DWP/GSIP/DC(R,NR/SVII(R,NR):** Hydrocarbon VOCs* **VSI (R,NR):** Benzene
	13.0-14.0			NONE
SB-8 (20.0)	4.0-5.0	Hydrocarbon VOCs and PNAs	Assess UST basin	**DWP/GSIP:** Hydrocarbon VOCs
	12.0-13.0			NONE
SB-9 (15.0)	5.0-6.0	Hydrocarbon VOCs and PNAs	Assess long term fuel dispensing operations	**DWP/GSIP:** Hydrocarbon VOCs
SB-10 (15.0)	4.0-5.0	Hydrocarbon VOCs and PNAs	Assess long term fuel dispensing operations	**DWP/GSIP:** Hydrocarbon VOCs

* Concentrations were identified that are indicative of Non-aqueous phase liquid (NAPL) conditions. RBSL exceedances are included for illustrative purposes.
DWP: Drinking Water
GSIP: Groundwater Surface Water Interface Protection
DC: Direct Contact
SVII: Soil Volatilization to Indoor Air Inhalation
VSI: Ambient Volatile Soil Inhalation
R: Residential
NR: Nonresidential

Analytical results (Tables 1 and 2, Figure 3) from soil samples collected by PM identified concentrations of various hydrocarbon VOCs in shallow samples collected from SB-1, SB-5, and SB-7 indicative of non-aqueous phase liquid (NAPL) conditions. Benzene concentrations in SB-1 (1.0-2.0') and SB-7 (4.0-5.0') exceeded the most restrictive Part 213 Residential and Nonresidential VSI RBSLs in addition to exceedances of the Part 213 DWP, GSIP, and Residential and Nonresidential SVII RBSLs. Concentrations of various hydrocarbon VOCs in each of the shallow interval soil samples exceeded the Part 213 DWP and/or GSIP RBSLs, with

the exception of SB-2. Benzene concentrations in each of the samples collected from SB-4 additionally exceeded the Part 213 Residential SVII RBSLs.

With the exception of naphthalene and 2-methylnapthalene, which were also identified in the VOC scan, no concentrations of PNAs were identified above the laboratory method detection limits (MDLs).

No concentrations of PCBs were identified above the laboratory MDLs where analyzed and any identified concentrations of metals were below the Statewide Default Background Levels (SDBLs).

2.1 Subject Property Site/Property Status

Real estate that is contaminated by a release from an underground storage tank system is a "property" pursuant to Part 213.

Contaminant concentrations identified on the subject property in soil and/or groundwater indicated exceedances to the Part 213 DWP, GSIP, Residential and Nonresidential DC, SVII, and VSI RBSLs. Therefore, the subject property is a "property" in accordance with Part 213 of P.A. 451, as amended, and the rules promulgated thereunder.

3.0 PROPERTY INFORMATION

3.1 Legal Description of Subject Property

Refer to Appendix E for assessing information which includes a legal description.

3.2 Survey Map of Subject Property

A map of the subject property which depicts the property/parcel boundaries is included as Figure 2.

3.3 Subject Location and Analytical Summary Maps

Figure 3 provides a scaled map of the site features and soil boring locations with analytical results from PM's current investigation.

3.4 Subject Property Location Map

Figure 1 provides a scaled area map depicting the subject property location in relation to the surrounding area.

3.5 Subject Property Address

As indicated in Section 1.0, the subject property (Parcel ID: 08-20-31-352-001) is located at 33588 Woodward Avenue, Birmingham, Oakland County, Michigan 48009 (Figure 1).

3.6 Subject Spatial Data

As depicted in Figure 1, the subject property is located in township two North (T.2N), range 11 East (R.11E), section 31, southwest quarter, northwest quarter-quarter in Birmingham, Oakland County, Michigan.

According to the MDEQ Groundwater Mapping Project Website, the center of the subject property is located at latitude 42.5357 and a longitude of –83.2028.

4.0 FACILITY/SITE/PROPERTY STATUS OF SUBJECT PROPERTY

As indicated in Section 2.1 based upon documented exceedances of the Part 213 DWP, GSIP, Residential and Nonresidential DC, SVII, and VSI RBSLs; the subject site is a property under Part 213 of P.A. 451, as amended and the rules promulgated thereunder.

4.1 Summary Data Tables

The analytical results for the soil samples were compared with the MDEQ RBSLs as presented in Attachment 1 to MDEQ Operational Memorandum Number 1 "Part 201 Cleanup Criteria and Part 213 Risk-Based Screening Levels," September 28, 2012 and in accordance with Section 21323a(1)(b)(i), using the applicable RBSL or SSTL. The analytical results are summarized in Tables 1 and 2 with. CAS numbers associated with each target analyte identified above the laboratory MDLs and maximum contaminant concentrations are also presented.

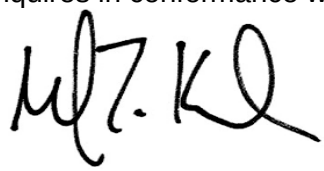
4.2 Laboratory Reports and Chain of Custody Documentation

Samples collected by PM were submitted under chain of custody procedures and within applicable holding times. Refer to Appendix D for the laboratory analytical report and associated chain of custody documentation.

5.0 IDENTIFICATION OF BEA AUTHOR

This BEA was conducted on December 23, 2013, by Mr. Jamie Antoniewicz, Project Engineer, and reviewed by Mr. Michael T. Kulka, PE, Principal Engineer, PM Environmental, Inc., which is prior to or within 45 days of property ownership or occupancy. Qualification statements are provided as Appendix F.

I declare that, to the best of my professional knowledge and belief, I meet the definition of *Environmental Professional* as defined in §312.10 of 40 CFR 312 and I have the specific qualifications based on education, training, and experience to assess a property of the nature, history, and setting of the subject property. I have developed and performed the all appropriate inquires in conformance with the standards and practices set forth in 40 CFR Part 312.



Michael T. Kulka, P.E.
Principal Engineer

6.0 AAI REPORT OR ASTM PHASE I ESA

As indicated in Section 1.3, PM reviewed a Phase I ESA prepared by PM, dated November 22, 2013, in conformance with the scope and limitations of ASTM Practice E 1527-05 for the subject property (Parcel 08-20-31-352-001) located at 33588 Woodward Avenue, Birmingham, Oakland County, Michigan 48009. The scope of the Phase I ESA included consideration of hazardous substances as defined in Section 20101(1)(y) of P.A 451 of 1994, as amended, and constituted

the performance of an All Appropriate Inquiry in conformance with the standards and practices set forth in 40 CFR Part 312.

A copy of the November 2013 Phase I ESA is included in Appendix A.

7.0 REFERENCES

- Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process, ASTM, ASTM Designation E 1527-05, Published November 2005.
- MDEQ Operational Memorandum No. 1 “Part 201 Cleanup Criteria and Part 213 Risk-based Screening Levels,” Revised September 28, 2012;
- MDEQ Operational Memorandum No. 4 “Site Characterization and Remediation Verification – Attachment 10, Peer Review Draft Groundwater Not in an Aquifer,” February 2007;
- MDEQ Operational Memorandum No. 2 “Sampling and Analysis,” October 22, 2004, Revised July 5, 2007;
- MDEQ Baseline Environmental Assessment Submittal Form (EQP 4025), dated June 2013;
- Phase I ESA, November 2013, PM.

TABLE 1
SUMMARY OF SOIL ANALYTICAL RESULTS
VOLATILE ORGANIC COMPOUNDS
33588 WOODWARD AVENUE, BIRMINGHAM, MICHIGAN
PM PROJECT #02-6937-1

VOLATILE ORGANIC COMPOUNDS (µg/Kg)			Benzene	n-Butylbenzene	sec-Butylbenzene	Ethylbenzene	Isopropyl benzene	Methyl-tert-butyl ether (MTBE)	2-Methylnaphthalene	Naphthalene	n-Propylbenzene	Toluene	1,2,3-Trimethylbenzene*	1,2,4-Trimethylbenzene	1,3,5-Trimethylbenzene	Xylenes	Other VOCs
Chemical Abstract Service Number (CAS#)			71432	104518	135988	100414	98828	1634044	91576	91203	103651	108883	526738	95636	108678	1330207	Various
Sample ID	**Sample Date**	**Sample Depth (bgs)**	**VOCs**														
SB-1	12/13/2013	1-2'	**35,000**	NA	NA	**292,000**	<40,000	<30,000	**90,000**	**70,000**	**107,000**	**712,000**	**131,000**	**515,000**	**187,000**	**1,535,000**	ND
SB-1	12/13/2013	3-4'	**25,000**	NA	NA	**137,000**	<40,000	<30,000	**40,000**	<40,000	**44,000**	**511,000**	**55,000**	**229,000**	**80,000**	**764,000**	ND
SB-2	12/13/2013	4-5'	<70	<70	<70	<70	<300	<300	<440	<440	<100	<100	<100	<100	<100	<170	ND
SB-3	12/13/2013	2-3'	<1,000	NA	NA	**10,000**	<7,000	<5,000	**19,000**	<7,000	**10,000**	<1,000	**11,000**	**49,000**	**15,000**	**19,000**	ND
SB-3	12/13/2013	10-11'	<70	NA	NA	<70	<300	300	<100	<300	<70	<70	<70	<70	<70	<170	ND
SB-4	12/13/2013	5-6'	**6,000**	**7,000**	<3,000	**18,000**	<20,000	<10,000	**24,000**	<21,000	**9,000**	**29,000**	**14,000**	**56,000**	**19,000**	**126,000**	ND
SB-4	12/13/2013	9-10'	**6,210**	360	110	**1,960**	<400	<300	2,810	**3,360**	1,300	1,000	**1,500**	**1,700**	600	**4,850**	ND
SB-5	12/13/2013	3-4'	**11,000**	NA	NA	**55,000**	<50,000	<40,000	**40,000**	<50,000	**26,000**	**59,000**	**40,000**	**170,000**	**58,000**	**346,000**	ND
SB-5	12/13/2013	15-16'	90	NA	NA	180	<400	500	<200	<400	<80	360	140	550	170	**1,210**	ND
SB-6	12/13/2013	3-4'	**12,000**	NA	NA	**37,000**	<8,000	<7,000	**42,000**	**19,000**	**21,000**	<2,000	**28,000**	**97,000**	**38,000**	**63,000**	ND
SB-7	12/13/2013	4-5'	**62,000**	NA	NA	**87,000**	<40,000	<30,000	**70,000**	**40,000**	**32,000**	**298,000**	**54,000**	**222,000**	**78,000**	**594,000**	ND
SB-7	12/13/2013	13-14'	<70	NA	NA	<70	<400	<300	<100	<400	<70	<70	<70	<70	<70	<170	ND
SB-8	12/13/2013	4-5'	<2,000	NA	NA	**20,000**	<8,000	<6,000	**29,000**	**14,000**	**10,000**	<2,000	**15,000**	**58,000**	**19,000**	**67,000**	ND
A-2			<2,000	NA	NA	**29,000**	<8,000	<6,000	**35,000**	**17,000**	**14,000**	<2,000	**20,000**	**77,000**	**26,000**	**73,000**	ND
SB-8	12/13/2013	12-13'	<80	NA	NA	<80	<400	<300	<200	<400	<80	<80	<80	<80	<80	<280	ND
SB-9	12/13/2013	5-6'	<800	NA	NA	**7,000**	<4,000	<3,000	**11,000**	**7,000**	**3,400**	<800	**5,300**	**20,300**	**5,400**	**12,000**	ND
SB-10	12/13/2013	4-5'	**120**	NA	NA	90	400	<300	3,900	**1,400**	**1,660**	<80	<80	110	<80	<280	ND
Operational Memorandum No. 1: Part 201 Cleanup Criteria and Part 213 Risk-based Screening Levels (RBSLs), Attachment 1: Soil Tables 2 and 3 Residential and Nonresidential Part 201 Generic Cleanup Criteria and Screening Levels; Part 213 Tier 1 RBSLs, September 28, 2012																	
Residential (µg/Kg)																	
Statewide Default Background Levels			NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Drinking Water Protection (Res DWP)			100	1,600	1,600	1,500	91,000	800	57,000	35,000	1,600	16,000	1,800	2,100	1,800	5,600	Various
Groundwater Surface Water Interface Protection (GSIP)			4,000 {X}	ID	ID	360	3,200	140,000 {X}	4,200	730	ID	5,400	570	570	1,100	820	Various
Groundwater Contact Protection (GCP)			2.20E+05	120,000	88,000	1.4E+5 {C}	3.9E+5 {C}	5.9E+6 {C}	5.50E+06	2.10E+06	3.00E+05	2.5E+5 {C}	94,000 {C}	1.1E+5 {C}	94,000 {C}	1.5E+5 {C}	Various
Soil Volatilization to Indoor Air Inhalation (Res SVII)			1,600	ID	ID	87,000	3.9E+5 {C}	5.9E+6 {C}	ID	250,000	ID	2.5E+5 {C}	94,000 {C}	1.1E+5 {C}	94,000 {C}	1.5E+5 {C}	Various
Ambient Air Infinite Source Volatile Soil Inhalation (Res VSI)			13,000	ID	ID	720,000	1.70E+06	2.50E+07	ID	300,000	ID	2.80E+06	1.60E+07	2.10E+07	1.60E+07	4.60E+07	Various
Ambient Air Finite VSI for 5 Meter Source Thickness			34,000	ID	ID	1.00E+06	1.70E+06	3.90E+07	ID	300,000	ID	5.10E+06	3.80E+08	5.00E+08	3.80E+08	6.10E+07	Various
Ambient Air Finite VSI for 2 Meter Source Thickness			79,000	ID	ID	2.20E+06	2.80E+06	8.70E+07	ID	300,000	ID	1.20E+07	3.80E+08	5.00E+08	3.80E+08	1.30E+08	Various
Ambient Air Particulate Soil Inhalation (Res PSI)			3.80E+08	2.00E+09	4.00E+08	1.00E+10	5.80E+09	2.00E+11	ID	2.00E+08	1.30E+09	2.70E+10	8.20E+10	8.20E+10	8.20E+10	2.90E+11	Various
Direct Contact (Res DC)			180,000	2.50E+06	2.50E+06	1.4E+5 {C}	3.9E+5 {C}	1.50E+06	8.10E+06	1.60E+07	2.50E+06	2.5E+5 {C}	94,000 {C}	1.1E+5 {C}	94,000 {C}	1.5E+5 {C}	Various
Nonresidential (µg/Kg)																	
Drinking Water Protection (Nonres DWP)			100	4,600	4,600	1,500	260,000	800	1.70E+05	1.00E+05	4,600	16,000	1,800	2,100	1,800	5,600	Various
Soil Volatilization to Indoor Air Inhalation (Nonres SVII)			8,400	ID	ID	1.4E+5 {C}	3.9E+5 {C}	5.9E+6 {C}	ID	470,000	ID	2.5E+5 {C}	94,000 {C}	1.1E+5 {C}	94,000 {C}	1.5E+5 {C}	Various
Ambient Air Infinite Source Volatile Soil Inhalation (Nonres VSI)			45,000	ID	ID	2.40E+06	2.00E+06	3.00E+07	ID	350,000	ID	3.30E+06	1.90E+07	2.50E+07	1.90E+07	5.40E+07	Various
Ambient Air Finite VSI for 5 Meter Source Thickness			99,000	ID	ID	3.10E+06	2.00E+06	4.10E+07	ID	350,000	ID	3.60E+07	4.60E+08	6.00E+08	4.60E+08	6.50E+07	Various
Ambient Air Finite VSI for 2 Meter Source Thickness			230,000	ID	ID	6.50E+06	3.00E+06	8.90E+07	ID	350,000	ID	3.60E+07	4.60E+08	6.00E+08	4.60E+08	1.30E+08	Various
Ambient Air Particulate Soil Inhalation (Nonres PSI)			4.70E+08	ID	ID	1.30E+10	2.60E+09	8.80E+10	ID	8.80E+07	5.90E+08	1.20E+10	3.60E+10	3.60E+10	3.60E+10	1.30E+11	Various
Direct Contact (Nonres DC)			4.0E+5 {C}	8.00E+06	8.00E+06	1.4E+5 {C}	3.9E+5 {C}	5.9E+6 {C}	2.60E+07	5.20E+07	8.00E+06	2.5E+5 {C}	94,000 {C}	1.1E+5 {C}	94,000 {C}	1.5E+5 {C}	Various
Screening Levels (µg/Kg)																	
Soil Saturation Concentration Screening Levels (Csat)			400,000	1.00E+07	1.00E+07	140,000	390,000	5.90E+06	NA	NA	1.00E+07	250,000	94,000	110,000	94,000	150,000	Various

Applicable Criterion/RBSL Exceeded

BOLD Value Exceeds Applicable Criterion/RBSL
ND Not detected at levels above the laboratory Method Detection Limit (MDL) or Minimum Quantitative Level (MQL)
bgs Below Grade Surface (feet)
NL Not Listed
* 1,2,3-Trimethylbenzene RBSLs based on the more restrictive of 1,2,4-trimethylbenzene and 1,3,5-trimethylbenzene.
ID Insufficient Data
NA Not Applicable

TABLE 2
SUMMARY OF SOIL ANALYTICAL RESULTS
POLYNUCLEAR AROMATIC COMPOUNDS, POLYCHLORINATED BIPHNEYLS, AND METALS
33588 WOODWARD AVENUE, BIRMINGHAM, MICHIGAN
PM PROJECT #02-6937-1

POLYNUCLEAR AROMATIC COMPOUNDS, POLYCHLORINATED BIPHENYLS, AND METALS (µg/Kg)			Naphthalene	2-Methylnaphthalene	Other PNAs	PCBs	Cadmium	Chromium	Lead
Chemical Abstract Service Number (CAS#)			91203	91576	Various	1336363	7440439	16065831	7439921
Sample ID	**Sample Date**	**Sample Depth (bgs)**	**PNAs**			**PCBs**	**METALs**		
SB-1	12/13/2013	1-2'	**18,300**	**18,500**	ND	NA	NA	NA	8,260
SB-1	12/13/2013	3-4'	**5,900**	**6,200**	ND	NA	NA	NA	5,270
SB-2	12/13/2013	4-5'	<300	<300	ND	<330	<200	4,770	10,000
SB-3	12/13/2013	2-3'	600	1,300	ND	NA	NA	NA	9,040
SB-3	12/13/2013	10-11'	<300	<300	ND	NA	NA	NA	5,150
SB-4	12/13/2013	5-6'	**5,200**	**7,600**	ND	<330	<200	3,660	7,480
SB-4	12/13/2013	9-10'	<300	<300	ND	<330	<200	6,310	6,580
SB-5	12/13/2013	3-4'	**4,100**	**5,800**	ND	NA	NA	NA	6,380
SB-5	12/13/2013	15-16'	<300	<300	ND	NA	NA	NA	4,930
SB-6	12/13/2013	3-4'	**2,200**	3,300	ND	NA	NA	NA	4,920
SB-7	12/13/2013	4-5'	**6,100**	**8,200**	ND	NA	NA	NA	8,130
SB-7	12/13/2013	13-14'	<300	<300	ND	NA	NA	NA	8,020
SB-8	12/13/2013	4-5'	**4,100**	**6,000**	ND	NA	NA	NA	7,420
A-2			<300	<300	ND	NA	NA	NA	3,720
SB-8	12/13/2013	12-13'	**4,000**	**5,700**	ND	NA	NA	NA	6,270
SB-9	12/13/2013	5-6'	400	600	ND	NA	NA	NA	8,450
SB-10	12/13/2013	4-5'	<300	<300	ND	NA	NA	NA	8,580
Operational Memorandum No. 1: Part 201 Cleanup Criteria and Part 213 Risk-based Screening Levels (RBSLs), Attachment 1: Soil Tables 2 and 3 Residential and Nonresidential Part 201 Generic Cleanup Criteria and Screening Levels; Part 213 Tier 1 RBSLs, September 28, 2012									
Residential (µg/Kg)									
Statewide Default Background Levels			NA	NA	NA	NA	1,200	18,000	21,000
Drinking Water Protection (Res DWP)			35,000	57,000	Various	NLL	6,000	30,000	700,000
Groundwater Surface Water Interface Protection (GSIP)			730	4,200	Various	NLL	7,500 {G,X}	6.6E+9 {G,X}	7.9E+6 {G,X}
Groundwater Contact Protection (GCP)			2.1E+06	5.5E+06	Various	NLL	2.3E+08	1.4E+08	ID
Soil Volatilization to Indoor Air Inhalation (Res SVII)			2.50E+05	ID	Various	3.0E+06	NLV	NLV	NLV
Ambient Air Infinite Source Volatile Soil Inhalation (Res VSI)			3.00E+05	ID	Various	240,000	NLV	NLV	NLV
Ambient Air Finite VSI for 5 Meter Source Thickness			3.00E+05	ID	Various	7.9E+06	NLV	NLV	NLV
Ambient Air Finite VSI for 2 Meter Source Thickness			3.00E+05	ID	Various	7.9E+06	NLV	NLV	NLV
Ambient Air Particulate Soil Inhalation (Res PSI)			2.0E+08	ID	Various	5.2E+06	1.70E+06	260,000	1.00E+08
Direct Contact (Res DC)			1.6E+07	8.1E+06	Various	{T}	550,000	2.50E+06	400,000
Nonresidential (µg/Kg)									
Drinking Water Protection (Nonres DWP)			100,000	170,000	Various	NLL	6,000	30,000	700,000
Soil Volatilization to Indoor Air Inhalation (Nonres SVII)			470,000	ID	Various	1.6E+07	NLV	NLV	NLV
Ambient Air Infinite Source Volatile Soil Inhalation (Nonres VSI)			350,000	ID	Various	810,000	NLV	NLV	NLV
Ambient Air Finite VSI for 5 Meter Source Thickness			350,000	ID	Various	2.8E+07	NLV	NLV	NLV
Ambient Air Finite VSI for 2 Meter Source Thickness			350,000	ID	Various	2.8E+07	NLV	NLV	NLV
Ambient Air Particulate Soil Inhalation (Nonres PSI)			8.8E+07	ID	Various	6.5E+06	2.2E+06	240,000	4.40E+07
Direct Contact (Nonres DC)			5.2E+07	2.6E+07	Various	{T}	2.1E+06	9.2E+06	9.0E+5 (DD)
Screening Levels (µg/Kg)									
Soil Saturation Concentration Screening Levels (Csat)			NA	NA	Various	NA	NA	NA	NA

Applicable Criterion/RBSL Exceeded

BOLD Value Exceeds Applicable Criterion/RBSL
bgs Below Grade Surface (feet)
ID Insufficient Data
NLL Not Likely to Leach
NLV Not Likely to Volatilize
NA Not Applicable

{G} Metal GSI Criteria for Surface Water Protected for Drinking Water Use based on 400 mg/L CaCO3 Hardness: Station ID 630003, Rouge River, near Troy, MI.

33600 WOODWARD AVENUE
21ST CENTURY ELECTRIC

RESIDENTIAL

CHAPIN AVENUE

33601 WOODWARD AVENUE
BARBER SHOP

ASPHALT PAVED

CONCRETE

DIESEL FUEL DISPENSER

ANOMALY PIPE

RACING FUEL DISPENSER

RESIDENTIAL

NO ACCESS TO THIS PORTION

GPR LIMITATION DUMPSTER

CONCRETE

WOODWARD AVENUE

33583 WOODWARD AVENUE
BANK OF BIRMINGHAM

ASPHALT PAVED

ALLEY

GPR LIMITATION FUEL DISPENSERS

PARKING LOT

APPROXIMATE LOCATION OF UST BASIN CONTAINING:
(2) 12,000-GALLON GASOLINE USTS
(1) 10,000-GALLON GASOLINE UST
(1) 6,000-GALLON PREMIUM GASOLINE UST
(1) 6,000-GALLON DIESEL UST
(1) 6,000-GALLON RACE FUEL UST

33502-33524 WOODWARD AVENUE
STRIP MALL

GPR LIMITATION USTS

33501 WOODWARD AVENUE
AUDIO/VIDEO STORE

LEGEND:

- SUBJECT PROPERTY
- APPROXIMATE FORMER/HISTORICAL SITE FEATURES
- LIMITS OF UST BASIN
- FUEL DISPENSER
- FORMER GASOLINE STATION BUILDING
- GPR SURVEY AREA
- NON GRID SURVEY
- DUMPSTER

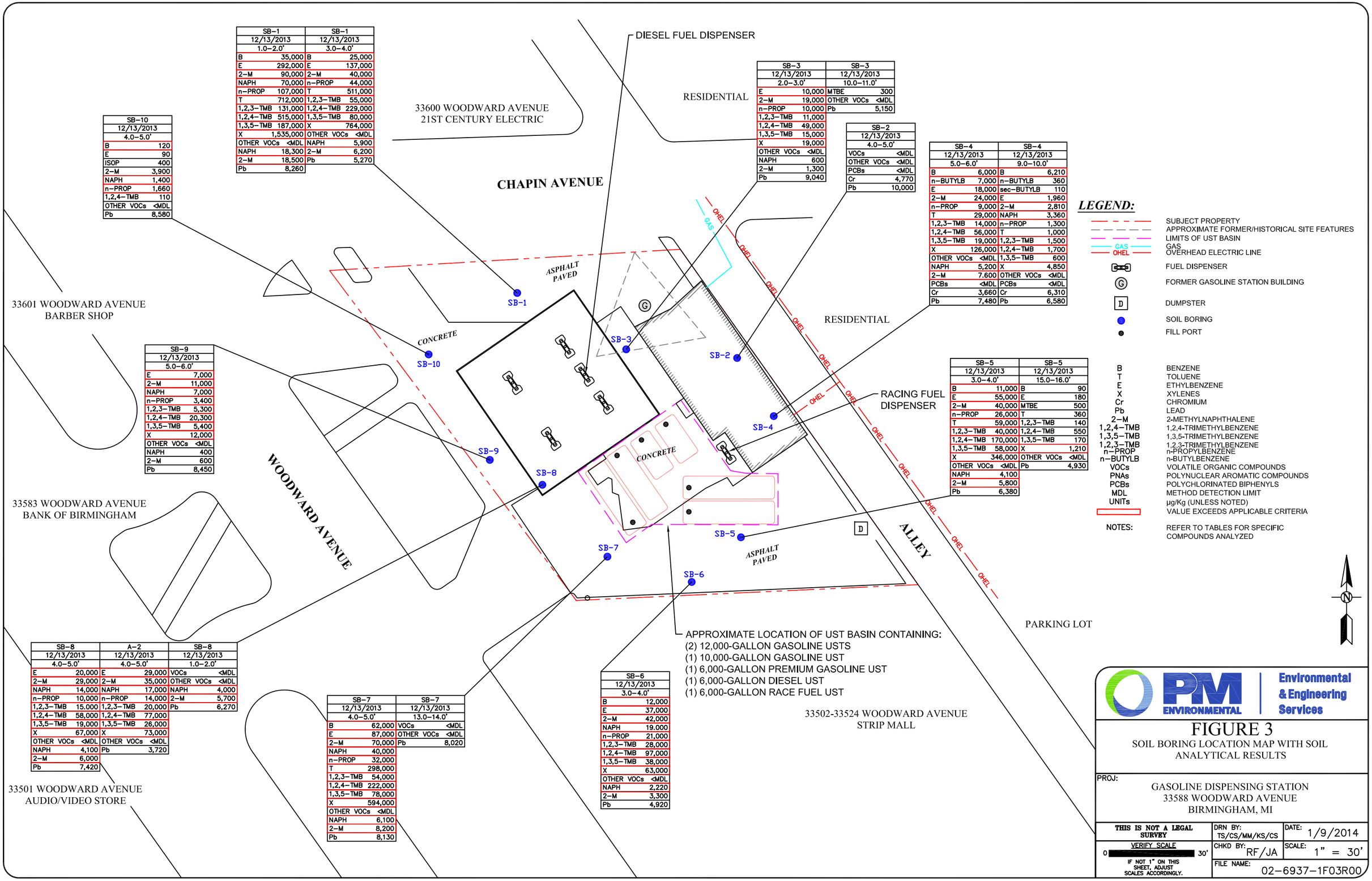
PM ENVIRONMENTAL | Environmental & Engineering Services

FIGURE 2

GENERALIZED DIAGRAM OF THE SUBJECT PROPERTY AND ADJOINING PROPERTIES WITH GPR SURVEY AREA

PROJ:
GASOLINE DISPENSING STATION
33588 WOODWARD AVENUE
BIRMINGHAM, MI

THIS IS NOT A LEGAL SURVEY	DRN BY: TS/CS/MM	DATE: 12/17/2013
VERIFY SCALE 0 30' IF NOT 1" ON THIS SHEET, ADJUST SCALES ACCORDINGLY.	CHKD BY: RF/JA	SCALE: 1" = 30'
	FILE NAME: 02-6937-1F02R00	



SB-1	SB-1
12/13/2013	12/13/2013
1.0–2.0'	3.0–4.0'
B 35,000	B 25,000
E 292,000	E 137,000
2–M 90,000	2–M 40,000
NAPH 70,000	n–PROP 44,000
n–PROP 107,000	T 511,000
T 712,000	1,2,3–TMB 55,000
1,2,3–TMB 131,000	1,2,4–TMB 229,000
1,2,4–TMB 515,000	1,3,5–TMB 80,000
1,3,5–TMB 187,000	X 764,000
X 1,535,000	OTHER VOCs <MDL
OTHER VOCs <MDL	NAPH 5,900
NAPH 18,300	2–M 6,200
2–M 18,500	Pb 5,270
Pb 8,260	

SB-3	SB-3
12/13/2013	12/13/2013
2.0–3.0'	10.0–11.0'
E 10,000	MTBE 300
2–M 19,000	OTHER VOCs <MDL
n–PROP 10,000	Pb 5,150
1,2,3–TMB 11,000	
1,2,4–TMB 49,000	
1,3,5–TMB 15,000	
X 19,000	
OTHER VOCs <MDL	
NAPH 600	
2–M 1,300	
Pb 9,040	

SB-2
12/13/2013
4.0–5.0'
VOCs <MDL
OTHER VOCs <MDL
PCBs <MDL
Cr 4,770
Pb 10,000

SB-4	SB-4
12/13/2013	12/13/2013
5.0–6.0'	9.0–10.0'
B 6,000	B 6,210
n–BUTYLB 7,000	n–BUTYLB 360
E 18,000	sec–BUTYLB 110
2–M 24,000	E 1,960
n–PROP 9,000	2–M 2,810
T 29,000	NAPH 3,360
1,2,3–TMB 14,000	n–PROP 1,300
1,2,4–TMB 56,000	T 1,000
1,3,5–TMB 19,000	1,2,3–TMB 1,500
X 126,000	1,2,4–TMB 1,700
OTHER VOCs <MDL	1,3,5–TMB 600
NAPH 5,200	X 4,850
2–M 7.600	OTHER VOCs <MDL
PCBs <MDL	PCBs <MDL
Cr 3,660	Cr 6,310
Pb 7,480	Pb 6,580

SB-10
12/13/2013
4.0–5.0'
B 120
E 90
ISOP 400
2–M 3,900
NAPH 1,400
n–PROP 1,660
1,2,4–TMB 110
OTHER VOCs <MDL
Pb 8,580

SB-9
12/13/2013
5.0–6.0'
E 7,000
2–M 11,000
NAPH 7,000
n–PROP 3,400
1,2,3–TMB 5,300
1,2,4–TMB 20,300
1,3,5–TMB 5,400
X 12,000
OTHER VOCs <MDL
NAPH 400
2–M 600
Pb 8,450

SB-5	SB-5
12/13/2013	12/13/2013
3.0–4.0'	15.0–16.0'
B 11,000	B 90
E 55,000	E 180
2–M 40,000	MTBE 500
n–PROP 26,000	T 360
T 59,000	1,2,3–TMB 140
1,2,3–TMB 40,000	1,2,4–TMB 550
1,2,4–TMB 170,000	1,3,5–TMB 170
1,3,5–TMB 58,000	X 1,210
X 346,000	OTHER VOCs <MDL
OTHER VOCs <MDL	Pb 4,930
NAPH 4,100	
2–M 5,800	
Pb 6,380	

SB-8	A-2	SB-8
12/13/2013	12/13/2013	12/13/2013
4.0–5.0'	4.0–5.0'	1.0–2.0'
E 20,000	E 29,000	VOCs <MDL
2–M 29,000	2–M 35,000	OTHER VOCs <MDL
NAPH 14,000	NAPH 17,000	NAPH 4,000
n–PROP 10,000	n–PROP 14,000	2–M 5,700
1,2,3–TMB 15.000	1,2,3–TMB 20,000	Pb 6,270
1,2,4–TMB 58,000	1,2,4–TMB 77,000	
1,3,5–TMB 19,000	1,3,5–TMB 26,000	
X 67,000	X 73,000	
OTHER VOCs <MDL	OTHER VOCs <MDL	
NAPH 4,100	Pb 3,720	
2–M 6,000		
Pb 7,420		

SB-7	SB-7
12/13/2013	12/13/2013
4.0–5.0'	13.0–14.0'
B 62,000	VOCs <MDL
E 87,000	OTHER VOCs <MDL
2–M 70,000	Pb 8,020
NAPH 40,000	
n–PROP 32,000	
T 298,000	
1,2,3–TMB 54,000	
1,2,4–TMB 222,000	
1,3,5–TMB 78,000	
X 594,000	
OTHER VOCs <MDL	
NAPH 6,100	
2–M 8,200	
Pb 8,130	

SB-6
12/13/2013
3.0–4.0'
B 12,000
E 37,000
2–M 42,000
NAPH 19.000
n–PROP 21,000
1,2,3–TMB 28,000
1,2,4–TMB 97,000
1,3,5–TMB 38,000
X 63,000
OTHER VOCs <MDL
NAPH 2,220
2–M 3,300
Pb 4,920

LEGEND:

- SUBJECT PROPERTY
- APPROXIMATE FORMER/HISTORICAL SITE FEATURES
- LIMITS OF UST BASIN
- GAS — GAS
- OHEL — OVERHEAD ELECTRIC LINE
- FUEL DISPENSER
- G — FORMER GASOLINE STATION BUILDING
- D — DUMPSTER
- SOIL BORING
- FILL PORT

B	BENZENE
T	TOLUENE
E	ETHYLBENZENE
X	XYLENES
Cr	CHROMIUM
Pb	LEAD
2–M	2-METHYLNAPHTHALENE
1,2,4–TMB	1,2,4-TRIMETHYLBENZENE
1,3,5–TMB	1,3,5-TRIMETHYLBENZENE
1,2,3–TMB	1,2,3-TRIMETHYLBENZENE
n–PROP	n-PROPYLBENZENE
n–BUTYLB	n-BUTYLBENZENE
VOCs	VOLATILE ORGANIC COMPOUNDS
PNAs	POLYNUCLEAR AROMATIC COMPOUNDS
PCBs	POLYCHLORINATED BIPHENYLS
MDL	METHOD DETECTION LIMIT
UNITs	µg/Kg (UNLESS NOTED)
	VALUE EXCEEDS APPLICABLE CRITERIA

NOTES: REFER TO TABLES FOR SPECIFIC COMPOUNDS ANALYZED

PM ENVIRONMENTAL | Environmental & Engineering Services

FIGURE 3

SOIL BORING LOCATION MAP WITH SOIL ANALYTICAL RESULTS

PROJ:

GASOLINE DISPENSING STATION
33588 WOODWARD AVENUE
BIRMINGHAM, MI

THIS IS NOT A LEGAL SURVEY	DRN BY: TS/CS/MM/KS/CS	DATE: 1/9/2014
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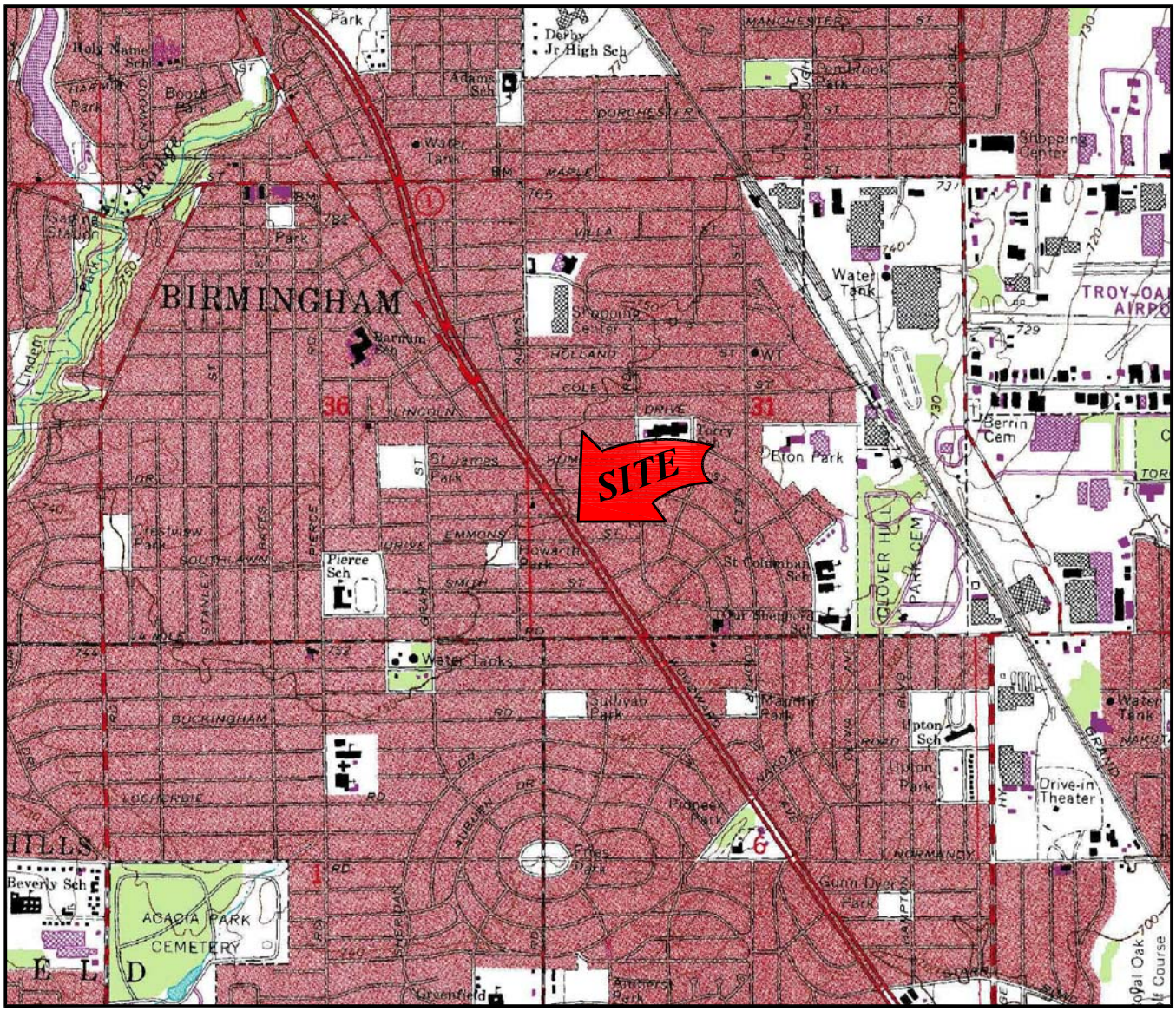
Appendix C

PM ENVIRONMENTAL Environmental & Engineering Services



OAKLAND COUNTY

SCALE 1:24,000

1 MILE 1/2 MILE 0 1 MILE

FIGURE 1

PROPERTY VICINITY MAP

USGS, 7.5 MINUTE SERIES

BIRMINGHAM, MI QUADRANGLE, 1968. PHOTO REVISED 1981.

PM ENVIRONMENTAL Environmental & Engineering Services	PROJ: GASOLINE DISPENSING STATION 33588 WOODWARD AVENUE BIRMINGHAM, MI	THIS IS NOT A LEGAL SURVEY	DRN BY: TS	DATE: 1/3/2014
		VERIFY SCALE 0 2,000' IF NOT 1" ON THIS SHEET, ADJUST SCALES ACCORDINGLY.	CHKD BY: RF/JA	SCALE: 1" = 2,000'
			FILE NAME: 02-6937-1F01R00	

Assessors Map

2 Foot Contours
5 Foot Contours
FEMA Base Flood Elevations
FEMA Cross Sections
100 yr - FEMA Floodplain
100 yr (detailed) - FEMA Floodplain
500 yr - FEMA Floodplain
FLOODWAY - FEMA Floodplain

Disclaimer: The information provided herewith has been compiled from recorded deeds, plats, tax maps, surveys and other public records. It is not a legally recorded map or survey and is not intended to be used as one. Users should consult the information sources mentioned above when questions arise. FEMA Flooplain data may not always be present on the map.

OAKLAND COUNTY MICHIGAN
Economic Development & Community Affairs

L. Brooks Patterson
Oakland County Executive

Date Created: 4/15/2015

NORTH

1 inch = 100 feet

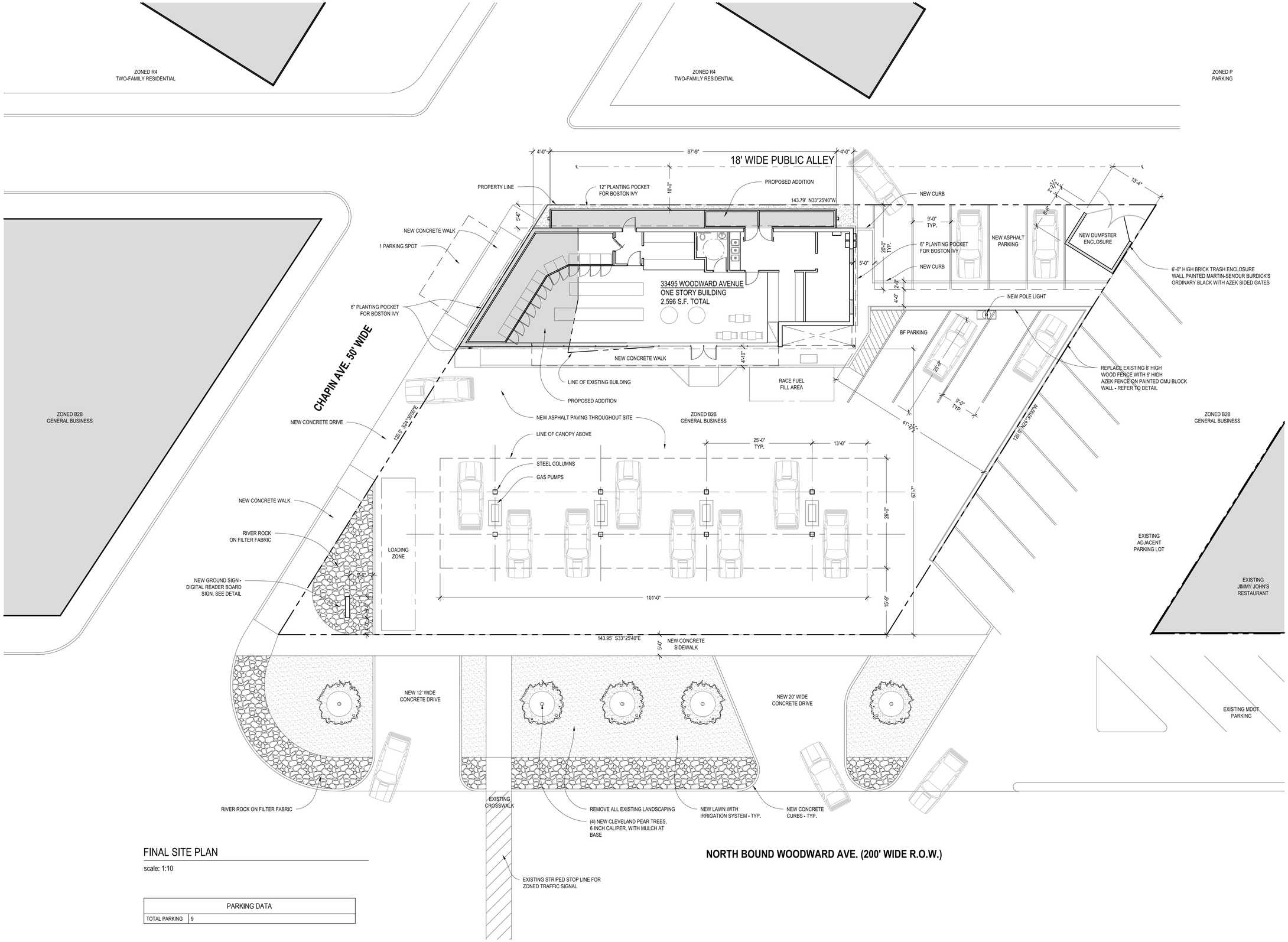
Oakland County One Stop Shop 2100 Pontiac Lake Road Bldg. 41 West Waterford, MI 48328 Phone: 248-858-0721 Web: www.advantageoakland.com

Appendix D

PM ENVIRONMENTAL Environmental & Engineering Services

DUNKIN' DONUTS
Food Mart

DUNKIN' DONUTS
FoodMart



FINAL SITE PLAN

scale: 1:10

PARKING DATA	
TOTAL PARKING	9

R O N A N D R O M A N
architects et al.
275 E. Frank St. Birmingham MI 48009
o) 248.723.5790 f) 248.723.5795

Project:

SHELL GAS STATION & DUNKIN' DONUTS

NEW BUILDING
33588 Woodward Avenue, Birmingham, MI 48009

Seal:

Issue Date:

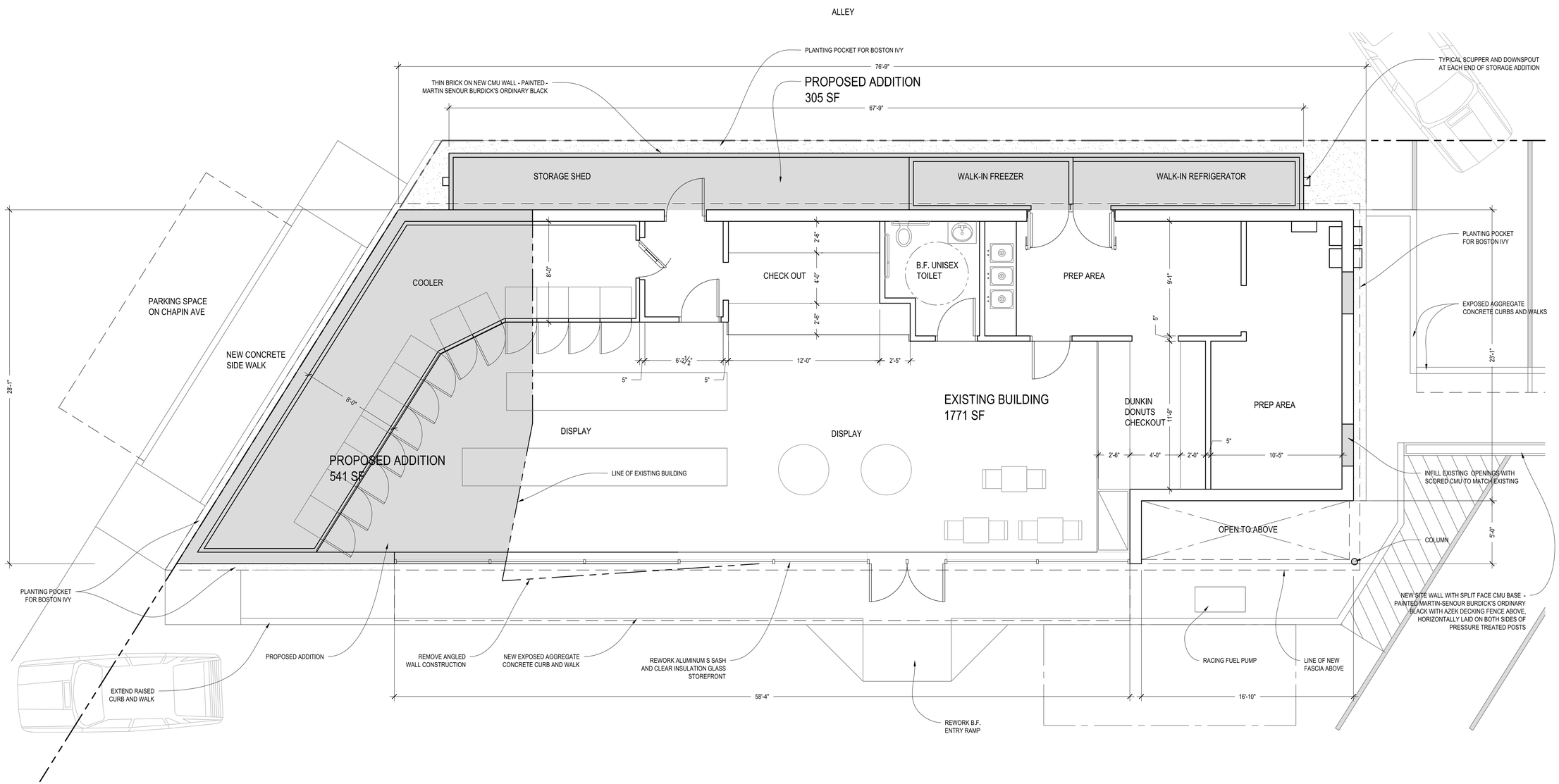
SITE PLAN REVIEW	6/6/14
REVISION	7/1/2014
REVISION	8/6/2014
FINAL SITE PLAN REVIEW	8/7/2014

Sheet Title:

SITE PLAN

Sheet Number:

SP101



Floor Plan

scale: 1/4" = 1'-0"

NORTH

GROSS SQUARE FOOTAGE : 2291 SF

R O N A N D R O M A N
architects et al.
275 E. Frank St. Birmingham MI 48009
o) 248.723.5790 f) 248.723.5795

Project:

SHELL GAS STATION & DUNKIN' DONUTS
NEW BUILDING
33588 Woodward Avenue, Birmingham, MI 48009

Seal:

Issue Date:

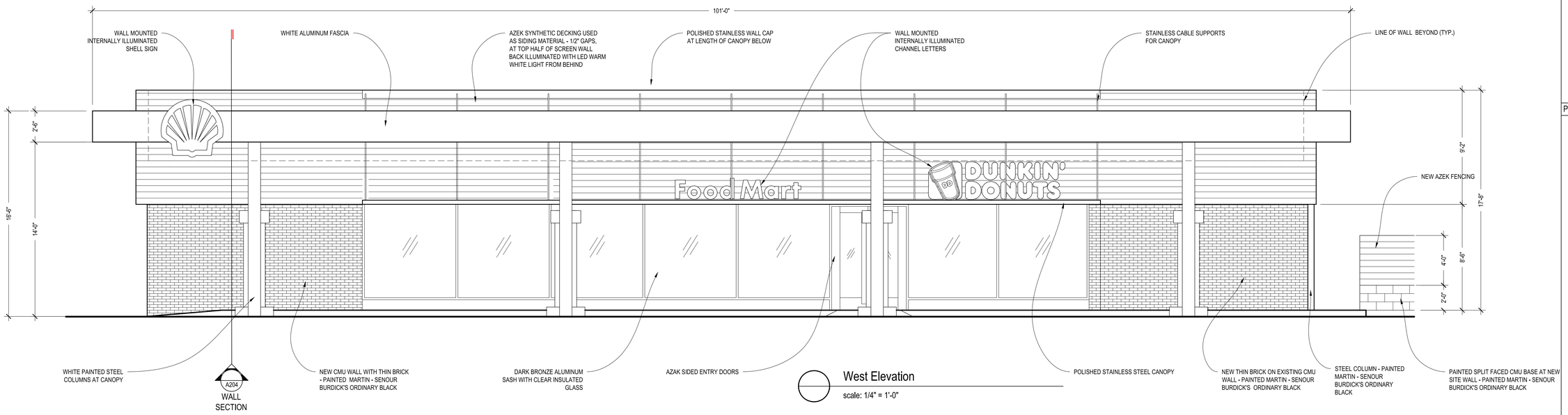
SITE PLAN REVIEW	6/6/14
REVISION	7/1/2014
REVISION	8/6/2014
FINAL SITE PLAN REVIEW	8/7/2014

Sheet Title:

FLOOR PLAN

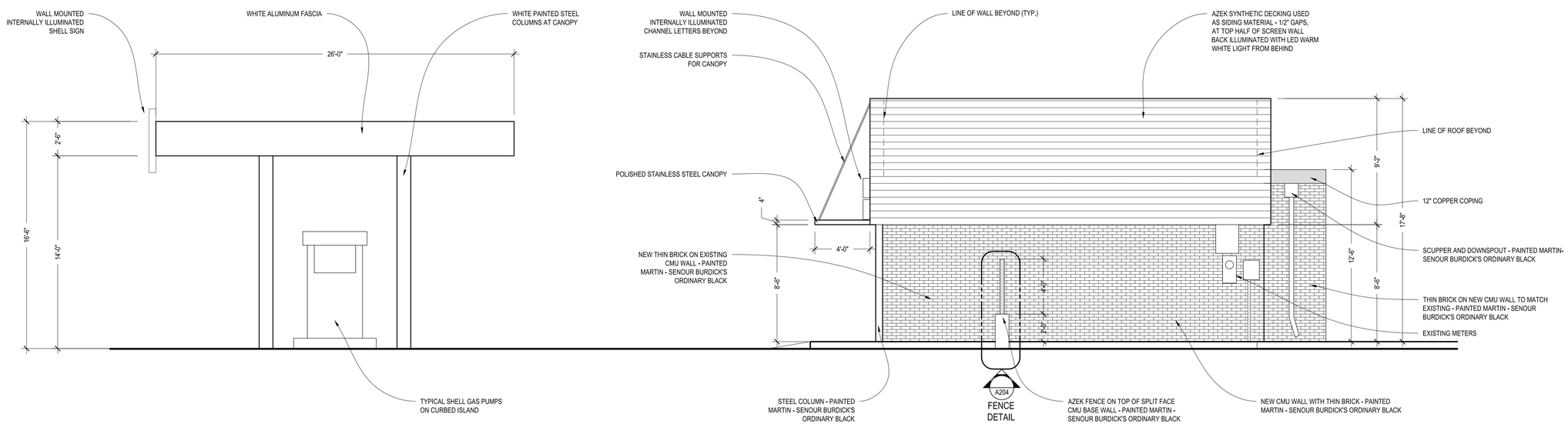
Sheet Number:

A101



West Elevation

scale: 1/4" = 1'-0"



South Elevation

scale: 1/4" = 1'-0"

R O N A N D R O M A N
architects et al.
275 E. Frank St. Birmingham MI 48009
o) 248.723.5790 f) 248.723.5795

Project:

SHELL GAS STATION & DUNKIN' DONUTS

NEW BUILDING

33588 Woodward Avenue, Birmingham, MI 48009

Seal:

Issue Date:

SITE PLAN REVIEW	6/6/14
REVISION	7/1/2014
REVISION	8/6/2014
FINAL SITE PLAN REVIEW	8/7/2014

Sheet Title:

EXTERIOR ELEVATIONS

Sheet Number:

A201

Appendix E

PM ENVIRONMENTAL Environmental & Engineering Services

Table 1: 33588 Woodward Avenue, Birmingham - Eligible Activities Cost Estimates	
Item/Activity	**Total Estimated Cost (Local Only Eligible Activities)**
Baseline Environmental Assessments	
Phase II ESA/BEA/Documentation of Due Care	$ 9,750
Baseline Environmental Assessments Sub-Total	**$ 9,750**
Due Care Activities	
Soil Vapor Assessment (up to 4 quarters)	$ 16,000
Passive Venting System or Vapor Barrier	$ 15,000
Due Care Activities Sub-Total	**$ 31,000**
Additional Response Activities	
Transportion and disposal of contaminated soil exceeding Csat (2,868 tons)	
Transportation (approximately $20/ton)	$ 57,360
Disposal to a Type II Landfill (approximately $25/ton)	$ 71,700
Soil removal oversight, sampling, and reporting	$ 14,625
Additional Response Activities Sub-Total	**$ 143,685**
Asbestos	
Pre-Demo Asbestos Survey/Reporting	$ 1,200
Asbestos Abatement and Oversight Activities	$ 1,500
Asbestos Sub-Total	**$ 2,700**
Preparation of Brownfield Plan	
Brownfield Plan	$ 6,200
Brownfield Sub-Total	**$ 6,200**
Project Sub Totals	**$ 193,335**
15% Contingency	$ 26,608
Total Cost of Developer Eligible Activities to be Funded Through TIF	**$ 219,943**

TABLE 1 ELIGIBLE BROWNFIELD COST SUMMARY

This document provides a detailed description of the redevelopment activities proposed for inclusion in the Brownfield Plan for the property located at 33588 Woodward Avenue in Birmingham, Oakland County, Michigan.

Baseline Environmental Assessments

Environmental Due Diligence associated with the purchase of the property and documentation of the property as a "facility" under Part 201 of P.A. 451, as amended, and the rules promulgated thereunder. Includes the completion of a Phase II ESA (summarized within the BEA and DDCC) including a Geophysical Survey Investigation), Baseline Environmental Assessment (BEA), and Documentation of Due Care Compliance (DDCC).

Due Care Activities

Due Care Activities are associated with the installation of a vapor barrier/SSD system and/or a soil vapor assessment over the course of 4 sampling periods.

In the event an exceedance is identified following excavation activities, mitigation measures, which include but is not limited to increased air exchange, installation of a chemically resistant vapor barrier, or installation of a passive venting system, will be evaluated and implemented within 45 days.

Additional Response Activities

Based on existing topography and the preliminary grading plan, it is estimated that up to 2,868 tons of contaminated soil will require transportation and proper disposal from the site in association with development activities. This plan accounts for up to 2,868 tons of contaminated soil to be transported and disposed of at a Type II Landfill as well as oversight, sampling, laboratory analysis, and reporting costs.

Asbestos

An ACM survey has been completed for the existing building and abatement and oversight activity costs have been estimated accordingly.

Brownfield Plan

This brownfield plan to be completed is considered an eligible activity.

Tax Increment Financing Estimates
Table 2

		2015	2016 YR1	2017 YR2	2018 YR3	2019 YR4	2020 YR5	2021 YR6	2022 YR7
Base Taxable Value		$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410
Estimated New Taxable Value (estimated increase of 1%/year)			$ 732,000	$ 732,000	$ 739,320	$ 746,713	$ 754,180	$ 761,722	$ 769,339
Incremental Difference (New Taxable Value *minus Taxable Value*)			$ 192,590	$ 192,590	$ 199,910	$ 207,303	$ 214,770	$ 222,312	$ 229,929
Local Taxes - Millage									
County Operating	4.1900		$ 807	$ 807	$ 838	$ 869	$ 900	$ 931	$ 963
OIS Allocated	0.2003		$ 39	$ 39	$ 40	$ 42	$ 43	$ 45	$ 46
OIS Voted	3.1687		$ 610	$ 610	$ 633	$ 657	$ 681	$ 704	$ 729
OCC Voted	1.5844		$ 305	$ 305	$ 317	$ 328	$ 340	$ 352	$ 364
City Operating	11.6883		$ 2,251	$ 2,251	$ 2,337	$ 2,423	$ 2,510	$ 2,598	$ 2,687
Refuse	0.9585		$ 185	$ 185	$ 192	$ 199	$ 206	$ 213	$ 220
Library	1.1000		$ 212	$ 212	$ 220	$ 228	$ 236	$ 245	$ 253
County Pk & Rec	0.2415		$ 47	$ 47	$ 48	$ 50	$ 52	$ 54	$ 56
HCMA	0.2146		$ 41	$ 41	$ 43	$ 44	$ 46	$ 48	$ 49
OCPTA	1.0000		$ 193	$ 193	$ 200	$ 207	$ 215	$ 222	$ 230
Total Local Taxes (capturable)	**24.3463**		**$ 4,689**	**$ 4,689**	**$ 4,867**	**$ 5,047**	**$ 5,229**	**$ 5,412**	**$ 5,598**
School Taxes (Not captured)									
School Operating	18.0000		$ 3,467	$ 3,467	$ 3,598	$ 3,731	$ 3,866	$ 4,002	$ 4,139
SET	6.0000		$ 1,156	$ 1,156	$ 1,199	$ 1,244	$ 1,289	$ 1,334	$ 1,380
Total School Taxes	**24.0000**		**$ 4,622**	**$ 4,622**	**$ 4,798**	**$ 4,975**	**$ 5,154**	**$ 5,335**	**$ 5,518**
Non-Capturable Millages									
School Debt	3.9000		$ 751	$ 751	$ 780	$ 808	$ 838	$ 867	$ 897
City Debt	1.3394		$ 258	$ 258	$ 268	$ 278	$ 288	$ 298	$ 308
Zoo Authority	0.1000		$ 19	$ 19	$ 20	$ 21	$ 21	$ 22	$ 23
Art Institute	0.2000		$ 39	$ 39	$ 40	$ 41	$ 43	$ 44	$ 46
Total Non-Capturable Millages	**5.5394**		**$ 1,067**	**$ 1,067**	**$ 1,107**	**$ 1,148**	**$ 1,190**	**$ 1,231**	**$ 1,274**
Total Capturable and Non-Capturable Millages	**53.8857**		**$ 10,378**	**$ 10,378**	**$ 10,772**	**$ 11,171**	**$ 11,573**	**$ 11,979**	**$ 12,390**
Local Annual Tax Increment Revenue			$ 4,689	$ 4,689	$ 4,867	$ 5,047	$ 5,229	$ 5,412	$ 5,598
Annual Cumulative Incremental Taxes			$ 4,689	$ 9,378	$ 14,245	$ 19,292	$ 24,521	$ 29,933	$ 35,531
Local-Only Reimbursed Expenses			$ 4,689	$ 4,689	$ 4,867	$ 5,047	$ 5,229	$ 5,412	$ 5,598
Unreimbursed Eligible Expenses		**$ 219,943**	**$ 215,254**	**$ 210,565**	**$ 205,698**	**$ 200,651**	**$ 195,422**	**$ 190,010**	**$ 184,412**

Tax Increment Financing Estimates
Table 2

2023 YR8	2024 YR9	2025 YR10	2026 YR11	2027 YR12	2028 YR13	2029 YR14	2030 YR15	2031 YR16	2032 YR17	2033 YR18	2034 YR19	2035 YR20	2036 YR21
$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410
$ 777,033	$ 784,803	$ 792,651	$ 800,578	$ 808,583	$ 816,669	$ 824,836	$ 833,084	$ 841,415	$ 849,829	$ 858,328	$ 866,911	$ 875,580	$ 884,336
$ 237,623	$ 245,393	$ 253,241	$ 261,168	$ 269,173	$ 277,259	$ 285,426	$ 293,674	$ 302,005	$ 310,419	$ 318,918	$ 327,501	$ 336,170	$ 344,926
$ 996	$ 1,028	$ 1,061	$ 1,094	$ 1,128	$ 1,162	$ 1,196	$ 1,230	$ 1,265	$ 1,301	$ 1,336	$ 1,372	$ 1,409	$ 1,445
$ 48	$ 49	$ 51	$ 52	$ 54	$ 56	$ 57	$ 59	$ 60	$ 62	$ 64	$ 66	$ 67	$ 69
$ 753	$ 778	$ 802	$ 828	$ 853	$ 879	$ 904	$ 931	$ 957	$ 984	$ 1,011	$ 1,038	$ 1,065	$ 1,093
$ 376	$ 389	$ 401	$ 414	$ 426	$ 439	$ 452	$ 465	$ 478	$ 491.83	$ 505.29	$ 518.89	$ 532.63	$ 546.50
$ 2,777	$ 2,868	$ 2,960	$ 3,053	$ 3,146	$ 3,241	$ 3,336	$ 3,433	$ 3,530	$ 3,628	$ 3,728	$ 3,828	$ 3,929	$ 4,032
$ 228	$ 235	$ 243	$ 250	$ 258	$ 266	$ 274	$ 281	$ 289	$ 298	$ 306	$ 314	$ 322	$ 331
$ 261	$ 270	$ 279	$ 287	$ 296	$ 305	$ 314	$ 323	$ 332	$ 341	$ 351	$ 360	$ 370	$ 379
$ 57	$ 59	$ 61	$ 63	$ 65	$ 67	$ 69	$ 71	$ 73	$ 75	$ 77	$ 79	$ 81	$ 83
$ 51	$ 53	$ 54	$ 56	$ 58	$ 59	$ 61	$ 63	$ 65	$ 67	$ 68	$ 70	$ 72	$ 74
$ 238	$ 245	$ 253	$ 261	$ 269	$ 277	$ 285	$ 294	$ 302	$ 310	$ 319	$ 328	$ 336	$ 345
$ 5,785	**$ 5,974**	**$ 6,165**	**$ 6,358**	**$ 6,553**	**$ 6,750**	**$ 6,949**	**$ 7,150**	**$ 7,353**	**$ 6,764**	**$ 6,949**	**$ 7,136**	**$ 7,325**	**$ 7,516**
$ 4,277	$ 4,417	$ 4,558	$ 4,701	$ 4,845	$ 4,991	$ 5,138	$ 5,286	$ 5,436	$ 5,588	$ 5,741	$ 5,895	$ 6,051	$ 6,209
$ 1,426	$ 1,472	$ 1,519	$ 1,567	$ 1,615	$ 1,664	$ 1,713	$ 1,762	$ 1,812	$ 1,863	$ 1,914	$ 1,965	$ 2,017	$ 2,070
$ 5,703	**$ 5,889**	**$ 6,078**	**$ 6,268**	**$ 6,460**	**$ 6,654**	**$ 6,850**	**$ 7,048**	$ 7,248	$ 7,450	$ 7,654	$ 7,860	$ 8,068	$ 8,278
$ 927	$ 957	$ 988	$ 1,019	$ 1,050	$ 1,081	$ 1,113	$ 1,145	$ 1,178	$ 1,211	$ 1,244	$ 1,277	$ 1,311	$ 1,345
$ 318	$ 329	$ 339	$ 350	$ 361	$ 371	$ 382	$ 393	$ 405	$ 416	$ 427	$ 439	$ 450	$ 462
$ 24	$ 25	$ 25	$ 26	$ 27	$ 28	$ 29	$ 29	$ 30	$ 31	$ 32	$ 33	$ 34	$ 34
$ 48	$ 49	$ 51	$ 52	$ 54	$ 55	$ 57	$ 59	$ 60	$ 62	$ 64	$ 66	$ 67	$ 69
$ 1,316	**$ 1,359**	**$ 1,403**	**$ 1,447**	**$ 1,491**	**$ 1,536**	**$ 1,581**	**$ 1,627**	**$ 1,673**	**$ 1,720**	**$ 1,767**	**$ 1,814**	**$ 1,862**	**$ 1,911**
$ 12,804	**$ 13,223**	**$ 13,646**	**$ 14,073**	**$ 14,505**	**$ 14,940**	**$ 15,380**	**$ 15,825**	**$ 16,274**	**$ 15,934**	**$ 16,370**	**$ 16,810**	**$ 17,255**	**$ 17,705**
$ 5,785	$ 5,974	$ 6,165	$ 6,358	$ 6,553	$ 6,750	$ 6,949	$ 7,150	$ 7,353	$ 7,558	$ 7,764	$ 7,973	$ 8,184	$ 8,398
$ 41,316	$ 47,291	$ 53,456	$ 59,815	$ 66,368	$ 73,118	$ 80,067	$ 87,217	$ 94,570	$ 102,128	$ 109,892	$ 117,865	$ 126,050	$ 134,448
$ 5,785	$ 5,974	$ 6,165	$ 6,358	$ 6,553	$ 6,750	$ 6,949	$ 7,150	$ 7,353	$ 7,558	$ 7,764	$ 7,973	$ 8,184	$ 8,398
$ 178,626	**$ 172,652**	**$ 166,487**	**$ 160,128**	**$ 153,575**	**$ 146,824**	**$ 139,875**	**$ 132,725**	**$ 125,373**	**$ 117,815**	**$ 110,051**	**$ 102,077**	**$ 93,893**	**$ 85,495**

Tax Increment Financing Estimates
Table 2

2037 YR22	2038 YR23	2039 YR24	2040 YR25	2041 YR26	2042 YR27	2043 YR28	2044 YR29	2045 YR30	
$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	$ 539,410	
$ 893,179	$ 902,111	$ 911,132	$ 920,243	$ 929,446	$ 938,740	$ 948,128	$ 957,609	$ 967,185	
$ 353,769	$ 362,701	$ 371,722	$ 380,833	$ 390,036	$ 399,330	$ 408,718	$ 418,199	$ 427,775	
$ 1,482	$ 1,520	$ 1,558	$ 1,596	$ 1,634	$ 1,673	$ 1,713	$ 1,752	$ 1,792	**$ 37,858**
$ 71	$ 73	$ 74	$ 76	$ 78	$ 80	$ 82	$ 84	$ 86	**$ 1,810**
$ 1,121	$ 1,149	$ 1,178	$ 1,207	$ 1,236	$ 1,265	$ 1,295	$ 1,325	$ 1,355	**$ 28,630**
$ 560.51	$ 574.66	$ 588.96	$ 603.39	$ 617.97	$ 632.70	$ 647.57	$ 662.59	$ 677.77	**$ 14,316**
$ 4,135	$ 4,239	$ 4,345	$ 4,451	$ 4,559	$ 4,667	$ 4,777	$ 4,888	$ 5,000	**$ 105,608**
$ 339	$ 348	$ 356	$ 365	$ 374	$ 383	$ 392	$ 401	$ 410	**$ 8,660**
$ 389	$ 399	$ 409	$ 419	$ 429	$ 439	$ 450	$ 460	$ 471	**$ 9,939**
$ 85	$ 88	$ 90	$ 92	$ 94	$ 96	$ 99	$ 101	$ 103	**$ 2,182**
$ 76	$ 78	$ 80	$ 82	$ 84	$ 86	$ 88	$ 90	$ 92	**$ 1,939**
$ 354	$ 363	$ 372	$ 381	$ 390	$ 399	$ 409	$ 418	$ 428	**$ 9,035**
$ 7,709	**$ 7,903**	**$ 8,100**	**$ 8,298**	**$ 8,499**	**$ 8,701**	**$ 8,906**	**$ 9,113**	**$ 9,321**	**$ 219,978**
$ 6,368	$ 6,529	$ 6,691	$ 6,855	$ 7,021	$ 7,188	$ 7,357	$ 7,528	$ 7,700	**$ 162,637**
$ 2,123	$ 2,176	$ 2,230	$ 2,285	$ 2,340	$ 2,396	$ 2,452	$ 2,509	$ 2,567	**$ 54,212**
$ 8,490	$ 8,705	$ 8,921	$ 9,140	$ 9,361	$ 9,584	$ 9,809	$ 10,037	$ 10,267	**$ 216,849**
$ 1,380	$ 1,415	$ 1,450	$ 1,485	$ 1,521	$ 1,557	$ 1,594	$ 1,631	$ 1,668	**$ 35,238**
$ 474	$ 486	$ 498	$ 510	$ 522	$ 535	$ 547	$ 560	$ 573	**$ 12,102**
$ 35	$ 36	$ 37	$ 38	$ 39	$ 40	$ 41	$ 42	$ 43	**$ 904**
$ 71	$ 73	$ 74	$ 76	$ 78	$ 80	$ 82	$ 84	$ 86	**$ 1,807**
$ 1,960	**$ 2,009**	**$ 2,059**	**$ 2,110**	**$ 2,161**	**$ 2,212**	**$ 2,264**	**$ 2,317**	**$ 2,370**	**$ 50,051**
$ 18,159	**$ 18,617**	**$ 19,080**	**$ 19,548**	**$ 20,020**	**$ 20,497**	**$ 20,979**	**$ 21,466**	**$ 21,958**	**$ 473,711**
$ 8,613	$ 8,830	$ 9,050	$ 9,272	$ 9,496	$ 9,722	$ 9,951	$ 10,182	$ 10,415	
$ 143,061	$ 151,891	$ 160,941	$ 170,213	$ 179,709	$ 189,431	$ 199,382	$ 209,563	$ 228,961	
$ 8,613	$ 8,830	$ 9,050	$ 9,272	$ 9,496	$ 9,722	$ 9,951	$ 10,182	$ 10,379	$ 219,943
$ 76,882	**$ 68,052**	**$ 59,002**	**$ 49,730**	**$ 40,234**	**$ 30,512**	**$ 20,561**	**$ 10,379**	**$ -**	

Exhibit C

Brownfield Request for Cost Reimbursement
For Eligible Activities

Date: _____

Listed below are total costs expended for each eligible activity category for the expenses being submitted with this request. Attached is evidence of each cost item, including proof of payment and detailed invoices.

Eligible Activity Category		**Total Cost**
1.	Phase II/BEA	
2.	Due Care Activities	
3.	Additional Response Activities	
4.	Asbestos Abatement	
5.	Brownfield Plan preparation	
	Total Cost Reimbursement Request	

I certify that the information submitted on and with this Request for Cost Reimbursement is accurate and describes eligible costs described in the Brownfield Plan for this project approved by the City Commission of the City of Birmingham.

Developer: _____

Signature: _____

Title: _____

Address: _____

_____