



October 7, 2010

**ATTORNEY GENERAL LISA MADIGAN, WILL COUNTY STATE'S ATTORNEY JAMES GLASGOW FILE SUIT OVER
ROMEVILLE OIL SPILL**

Enbridge Energy Must Assess Groundwater Impacts and Pay State Costs

Chicago — Attorney General Lisa Madigan and Will County State's Attorney James Glasgow filed an eight-count complaint today in Will County Circuit Court alleging state environmental violations by Enbridge Energy, Limited Partnership, following a September pipeline failure in Romeoville. Madigan and Glasgow also requested, and the court entered, an agreed interim order requiring that Enbridge identify and inspect water supply mains, sanitary sewers and storm sewers, along with private wells and groundwater within half a mile of the leak, to assess the impact of the oil leak and ensure clean-up.

Madigan and Glasgow filed the suit to ensure protection of area residents from potential health hazards from crude oil that spilled into the ground near the pipeline and near two community water supply wells.

The eight-count civil lawsuit alleges that as a result of the oil spill, Enbridge has caused danger to the public health and welfare, violated the water and air pollution laws and created a public nuisance. The suit seeks to ensure proper clean-up of all pollution caused by the spill, testing of groundwater, soil and sediment for possible contamination and remediation of all impacted areas and nearby water. In addition, Madigan and Glasgow's suit asks the court to require Enbridge, the owner of the 34-inch pipeline, to pay all response and oversight costs related to the Illinois Environmental Protection Agency's (IEPA) response to the September 9 spill.

"Enbridge must be held accountable for all of the environmental and public health impacts of this oil spill," Madigan said. "Through this suit, we will ensure that Enbridge fully assesses and cleans up any pollution from the oil so that the residents of this area are protected."

"I have worked closely with Attorney General Madigan on many occasions over the years to hold companies accountable for environmental infractions that pose threats to the health and safety of the citizens of Will County," said Will County State's Attorney James W. Glasgow. "Our latest joint action will protect Romeoville residents by requiring Enbridge Energy to quickly identify and clean up the damage it caused to the public water supply and surrounding natural areas."

Oil was discovered leaking from the area around the pipeline near 719 Parkwood Ave. on September 9. Crude oil from Enbridge's pipeline was leaking into a storm sewer catch basin and into a nearby unnamed creek. The water then flowed into a retention pond which ultimately flows into a tributary of the Des Plaines River.

The release of oil and its degradation byproducts into the air, soil, surface water and groundwater can affect the respiratory and central nervous systems if inhaled and affect aquatic life in polluted waters.

The agreed order obtained by Madigan and Glasgow requires Enbridge take the following specific actions:

- Within seven days, Enbridge must conduct a private well survey within half a mile of the pipeline leak. Enbridge also will propose a plan to evaluate any impact on private wells and groundwater at and around the Romeoville Nature Preserve and provide the results of the survey and the plan to the IEPA.
- Within 15 days, identify all community water supply mains, service lines, storm sewers and sanitary sewers in areas that might be impacted or threatened by the oil leak. If Enbridge identifies any lines or sewers that have been impacted, the order requires that Enbridge conduct inspections in coordination with the owner or operator to determine if they have been compromised. Ten days after completion of these inspections, Enbridge must provide its findings to the IEPA.

- Reimburse the State of Illinois for all reasonable response and oversight costs incurred by the IEPA as a result of the oil leak.

The complaint asks the court to order Enbridge to immediately identify the nature and extent of soil, sediment, groundwater and surface water contamination and conduct testing. The complaint also asks the court to order Enbridge to remediate impacted areas in the storm and sanitary sewers, utility corridors, drainage ditch, retention pond, tributaries and the Des Plaines River as needed. It also asks the court to order Enbridge to pay all costs, including oversight, sampling and court costs of prosecution.

The Court has scheduled a status hearing on the case in Will County Circuit Court at 9 a.m. on Nov. 10, 2010.

Bureau Chief RoseMarie Cazeau, Supervising Attorney Rebecca Burlingham and Assistant Attorney General Vanessa Horton are handling the case for Madigan's Environmental Bureau. The U.S. Environmental Protection Agency continues to lead clean-up work at the spill site.

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IN THE CIRCUIT COURT FOR THE TWELFTH JUDICIAL CIRCUIT
WILL COUNTY, ILLINOIS
CHANCERY DIVISION

FILED

10 OCT -7 AM 8:35

Lisa J. Madigan
CLERK OF CIRCUIT COURT
WILL COUNTY, ILLINOIS

PEOPLE OF THE STATE OF ILLINOIS)
ex rel. LISA MADIGAN, Attorney)
General of the State of Illinois, and *ex rel.*)
JAMES W. GLASGOW, State's Attorney)
for Will County, Illinois,)

Plaintiff,)

v.)

ENBRIDGE ENERGY, LIMITED)
PARTNERSHIP, a Delaware limited partnership,)

Defendant.)

No.

10CH06266

**VERIFIED COMPLAINT FOR INJUNCTIVE
RELIEF AND CIVIL PENALTIES**

Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, *ex rel.* LISA MADIGAN, Attorney General of the State of Illinois, on her own motion and at the request of the Illinois Environmental Protection Agency, and *ex rel.* JAMES W. GLASGOW, State's Attorney for Will County, Illinois on his own motion, complains of the Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP, a Delaware limited partnership, as follows:

COUNT I

SUBSTANTIAL DANGER TO THE PUBLIC HEALTH AND WELFARE

1. This Count is brought on behalf of the People of the State of Illinois by Lisa Madigan, Attorney General of the State of Illinois, on her own motion and at the request of the Illinois Environmental Protection Agency ("Illinois EPA"), and by James W. Glasgow, State's Attorney for Will County, Illinois, on his own motion.

2. The Illinois EPA is an administrative agency of the State of Illinois, created by Section 4 of the Illinois Environmental Protection Act (“Act”), 415 ILCS 5/4 (2010), and charged, *inter alia*, with the duty of enforcing the Act.

3. Count I is brought pursuant to the terms and provisions of Section 43(a) of the Act, 415 ILCS 5/43(a) (2010), and is an action to restrain an immediate and substantial danger to the environment and the welfare of persons.

4. At all times relevant to this Verified Complaint, Defendant ENBRIDGE ENERGY, LIMITED PARTNERSHIP (“ENBRIDGE”), was and is a Delaware limited liability partnership, duly authorized to transact business in Illinois.

5. At all times relevant to this Verified Complaint, Defendant ENBRIDGE ENERGY, LIMITED PARTNERSHIP (“Enbridge” or “Defendant”) was and is a Delaware corporation and is authorized to transact business in Illinois.

6. At all times relevant to this Verified Complaint, Enbridge owns and operates a 34-inch crude oil pipeline (“Pipeline”) beginning in Ashland, Wisconsin, and running through the Midwestern United States, including through the State of Illinois.

7. Upon information and belief, the Pipeline owned by Enbridge carries approximately 670,000 barrels of crude oil per day. A portion of the pipeline is located at or about 719 Parkwood Avenue, Romeoville, Will County, Illinois (“Site”).

8. On or before September 9, 2010, the Enbridge Pipeline began releasing an unknown quantity of crude oil from the subsurface pipeline to the ground surface in a business park in the vicinity of the Site.

9. On September 9, 2010, representatives of the Illinois EPA inspected the site and observed crude oil discharge flowing from the area around the Pipeline onto Parkwood Avenue,

entering a storm sewer catch basin and releasing into an unnamed creek. The unnamed creek flows directly into a retention pond. The retention pond flows into an unnamed tributary which then flows approximately one half mile to the Des Plaines River.

10. Additionally, on or about September 9, 2010, crude oil discharged from the Pipeline to the sanitary sewer or sewers in the vicinity of the Site, impacting a lift station and discharged to the Romeoville waste water treatment plant.

11. In addition to representatives from Illinois EPA, representatives from the Romeoville Fire Department, U.S. EPA, U.S. Fish and Wildlife Services and other governmental authorities responded to the Site on September 9, 2010.

12. Upon information and belief, on September 9, 2010, the Romeoville Fire Department ordered the evacuation of approximately 500 people from the business park out of a concern for potential vapor releases, including benzene.

13. Additionally, two community water supply wells are located approximately two-thirds of a mile from the Site. Water supply lines and private wells are also located in the vicinity of the incident site.

14. Upon information and belief, on September 9, 2010, Enbridge shut down the Pipeline by closing valves upstream and downstream of the spill. Upon information and belief, Enbridge's actions isolated approximately three miles of the Pipeline, which contained approximately 6,000 to 17,000 barrels of crude oil, according to Enbridge.

15. The release of crude oil and its degradation byproducts into the atmosphere, soil, surface water and groundwater can affect the respiratory and central nervous systems in humans if inhaled and potentially affect aquatic life in affected waters.

16. On September 10, 2010, the United States Environmental Protection Agency issued an Order for Compliance to ENBRIDGE ENERGY, LIMITED PARTNERSHIP under Section 311(c) of the Federal Water Pollution Control Act 33 U.S.C. § 1321(c) docket number 1321-5-10-003.

17. Crude oil, its constituents including benzene and other organic materials and their degradation byproducts will leach from and/or continue to be released into the environment until such time as the contaminants are identified and remediated.

18. Section 43(a) of the Act, 415 ILCS 5/43(a) (2010), provides as follows:

- a. In circumstances of substantial danger to the environment or to the public health of persons or to the welfare of persons where such danger is to the livelihood of such persons, the State's Attorney or Attorney General, upon request of the Agency or on his own motion, may institute a civil action for an immediate injunction to halt any discharge or other activity causing or contributing to the danger or to require such other action as may be necessary. The court may issue an ex parte order and shall schedule a hearing on the matter not later than 3 working days from the date of injunction.

19. Defendant, by causing the release of crude oil and its degradation byproducts at the Site, has created circumstances of substantial danger to the public health and welfare, in direct contravention of the requirements of the Act.

20. The substantial danger alleged herein shall continue until such time Defendant removes all contaminants from the Site and surrounding soil and groundwater; and demonstrates to Plaintiff that the activities complained of herein no longer present a danger to or threaten human health.

21. Section 3.315 of the Act, 415 ILCS 5/3.315 (2010), provides the following definition:

“PERSON” is any individual, partnership, co-partnership, firm, company, limited liability company, corporation, association, joint stock company, trust, estate, political subdivision, state agency, or any other legal entity, or their legal representative, agent or assigns.

22. Defendant, is a “person” as that term is defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2010).

23. Section 42(a) of the Act, 415 ILCS 5/42(a) (2010), provides as follows:

- (a) Except as provided in this Section, any person that violates any provision of this Act or any regulation adopted by the Board, or any permit or term or condition thereof, or that violates any determination or order of the Board pursuant to this Act, shall be liable for a civil penalty of not to exceed \$50,000 for the violation and an additional civil penalty of not to exceed \$10,000 for each day during which the violation continues; such penalties may, upon order of the Board or a court of competent jurisdiction, be made payable to the Environmental Protection Trust Fund, to be used in accordance with the provisions of the Environmental Protection Trust Fund Act.

24. Pursuant to Section 42(a) of the Act, 415 ILCS 5/42(a) (2010), civil penalties can be assessed for violations of any provision of the Act.

25. Plaintiff is without an adequate remedy at law. Plaintiff will be irreparably injured, the health and safety of persons will be in substantial danger, and violations of the pertinent environmental statutes and regulations will continue until and unless this Court grants equitable relief in the form of immediate and, after trial, permanent injunctive relief.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, prays that this Court enter an immediate and preliminary injunction in favor of Plaintiff and against Defendant,

ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

- 1. Finding that Defendant created and is maintaining a substantial danger to public health and welfare;

2. Enjoining the Defendant from creating any further substantial endangerment pursuant to Section 43(a) of the Act;
3. Ordering the Defendant to immediately delineate the nature and extent of soil, sediment, groundwater and surface water contamination by crude oil and its degradation byproducts, and remediate any and all soil, sediment, groundwater and/or surface water contamination found in consultation with the Illinois EPA;
4. Ordering Defendant to conduct water, soil and sediment sampling of impacted areas as directed by Illinois EPA;
5. Ordering Defendant to remediate all impacted areas in or along the storm sewer, sanitary sewer, utility corridors, the drainage ditch, retention pond, tributaries, and the Des Plaines River as needed, and adjoining shorelines in consultation with the Illinois EPA;
6. Ordering Defendant to take all necessary steps to ensure that future circumstances of substantial endangerment will not occur pursuant to Section 43(a) of the Act;
7. Assessing a civil penalty pursuant to Section 42(a) of the Act, 415 ILCS 5/42 (a) (2010), against Defendant of Fifty Thousand Dollars (\$50,000.00) for each violation of the Act and pertinent regulations, and an additional penalty of Ten Thousand Dollars (\$10,000.00) for each day of violation;
8. Ordering Defendant pursuant to such 42(f) of the Act, 415 ILCS 5/42(f) (2010) to pay all costs, including oversight, sampling and clean-up costs, and attorney, expert witness and consultant fees expended by the Plaintiffs in their pursuit of this action; and
9. Granting such other relief as this Court deems appropriate and just.

COUNT II

WATER POLLUTION

1. This count is brought on behalf of the People of the State of Illinois, *ex rel.* Lisa Madigan, Attorney General of the State of Illinois, on her own motion, and *ex rel.* James W. Glasgow, State's Attorney of Will County, Illinois, on his own motion, pursuant to Sections 42(d) and (e) of the Act, 415 ILCS 5/42(d) and (e) (2010).

2-21. Plaintiff realleges and incorporates by reference herein paragraphs 2 and 4 through 17 and 19 through 24 of Count I as paragraphs 2 through 21 of this Count II.

22. Section 12(a) of the Act, 415 ILCS 5/12(a) (2010), provides as follows:

No person shall:

- a. Cause or threaten or allow the discharge of any contaminants into the environment in any State so as to cause or tend to cause water pollution in Illinois, either alone or in combination with matter from other sources, or so as to violate regulations or standards adopted by the Pollution Control Board under this Act.

23. Section 3.165 of the Act, 415 ILCS 5/3.165 (2010), provides the following definition:

“CONTAMINANT” is any solid, liquid, or gaseous matter, any odor, or any form of energy, from whatever source.

24. Sediment and stormwater runoff containing crude oil, its constituents and its degradation byproducts are “contaminants” as that term is defined in Section 3.165 of the Act, 415 ILCS 5/3.165 (2010).

25. Section 3.545 of the Act, 415 ILCS 5/3.545 (2010), provides the following definition:

WATER POLLUTION: is such alteration of the physical, thermal, chemical, biological or radioactive properties of any waters of the State, or such discharge of any contaminant into any waters of the State, as will or

is likely to create a nuisance or render such waters harmful or detrimental or injurious to public health, safety or welfare, or to domestic, commercial, industrial, agricultural, recreational, or other legitimate uses, or to livestock, wild animals, birds; fish, or other aquatic life.

26. Section 3.550 of the Act, 415 ILCS 5/3.550 (2010), provides the following definition:

“WATERS” means all accumulations of water, surface and underground, natural, and artificial, public and private, or parts thereof, which are wholly or partially within, flow through, or border upon this State.

27. The storm drain, earthen drainage ditch, the retention pond and the unnamed tributary to the Des Plaines River are each “waters” as that term is defined in Section 3.550 of the Act, 415 ILCS 5/3.550 (2010).

28. By causing the release of crude oil, its constituents and degradation byproducts, which are contaminants, into the storm drain which flowed to a drainage ditch which discharged to a retention pond and to an unnamed tributary to the Des Plaines River, Defendant ENBRIDGE caused, threatened or allowed the discharge of a contaminant into the environment so as to cause or tend to cause water pollution in Illinois, in violation of Section 12(a) of the Act, 415 ILCS 5/12(a) (2010).

29. Plaintiff is without an adequate remedy at law. Plaintiff will be irreparably injured and violations of the pertinent environmental statutes and regulations will continue until and unless this Court grants equitable relief in the form of an immediate and, after trial, permanent injunction.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, prays that this Court enter a preliminary and, after trial, permanent injunction and an order in favor of Plaintiff and against Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

1. Finding that Defendant has violated Section 12(a) of the Act, 415 ILCS 5/12(a) (2010);
2. Enjoining Defendant from further violations of Section 12(a) of the Act, 415 ILCS 5/12(a) (2010);
3. Ordering the Defendant to immediately delineate the nature and extent of soil, sediment, groundwater and surface water contamination of crude oil and its degradation byproducts, and remediate any and all soil, sediment, groundwater and/or surface water contamination found in consultation with the Illinois EPA;
4. Ordering Defendant to conduct water, soil and sediment sampling of impacted areas as directed by Illinois EPA;
5. Ordering Defendant to remediate all impacted areas in or along the storm sewer, sanitary sewer, utility corridors, the drainage ditch, retention pond, tributaries, and the Des Plaines River as needed and adjoining shorelines in consultation with the Illinois EPA;
6. Assessing a civil penalty of Fifty Thousand Dollars (\$50,000.00) against the Defendant for each violation of the Act, and an additional civil penalty of Ten Thousand Dollars (\$10,000.00) for each day of violation;
7. Ordering Defendant to pay all costs, pursuant to Section 42(f) of the Act, 415 ILCS 5/42(f) (2010), including attorney, expert witness, and consultant fees expended by the State in its pursuit of this action; and
8. Granting such other relief as the Court deems appropriate and just.

COUNT III

CREATING A WATER POLLUTION HAZARD

1-26. Plaintiff realleges and incorporates by reference herein paragraphs 1 through 19 and 21 through 27 of Count II, as paragraphs 1 through 26 of this Count III.

27. Section 12(d) of the Act, 415 ILCS 5/12(d) (2010), provides, in pertinent part, as follows:

No person shall:

- d. Deposit any contaminants upon the land in such place and manner so as to create a water pollution hazard.

28. By allowing the release of crude oil, its constituents including benzene and its degradation byproducts including volatile organic materials to be discharged to the storm drain and which flowed from the storm drain to an earthened drainage ditch to a retention pond and to an unnamed tributary to the Des Plaines River and adjoining shoreline, Defendant created a water pollution hazard, in violation of Section 12(d) of the Act, 415 ILCS 5/12(d) (2010).

29. Plaintiff is without an adequate remedy at law. Plaintiff will be irreparably injured and violations of the pertinent environmental statutes and regulations will continue until and unless this Court grants equitable relief in the form of an immediate and, after trial, permanent injunction.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, prays that this Court enter a preliminary and, after trial, permanent injunction and an order in favor of Plaintiff and against Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

1. Finding that Defendant has violated Section 12(d) of the Act, 415 ILCS 5/12(d) (2010);

2. Enjoining Defendant from further violations of Section 12(d) of the Act, 415 ILCS 5/12(d) (2010);

3. Ordering the Defendant to immediately delineate the nature and extent of soil, sediment, groundwater and surface water contamination of crude oil and its degradation byproducts, and remediate any and all soil, sediment, groundwater and/or surface water contamination found in consultation with the Illinois EPA;

4. Ordering Defendant to conduct water, soil and sediment sampling of impacted areas as directed by Illinois EPA;

5. Ordering Defendant to remediate all impacted areas in or along the storm sewer, sanitary sewer, utility corridors, the drainage ditch, retention pond, tributaries, and the Des Plaines River as needed and adjoining shorelines in consultation with the Illinois EPA;

6. Assessing a civil penalty against Defendant of Fifty Thousand Dollars (\$50,000.00) for each violation of the Act, and an additional penalty of Ten Thousand Dollars (\$10,000.00) for each day of violation;

7. Ordering Defendant to pay all costs of this action, including attorney, expert witness and consultant fees expended by the State in its pursuit of this action; and

8. Granting such other relief as this Court deems appropriate and just.

COUNT IV

VIOLATION OF WATER QUALITY STANDARDS: OFFENSIVE CONDITIONS

1-27. Plaintiff realleges and incorporates by reference herein paragraphs 1 through 27 of Count II, as paragraphs 1 through 27 of this Count IV.

28. Pursuant to authority granted in Sections 13 and 27 of the Act, 415 ILCS 5/13 and 5/27 (2010), the Illinois Pollution Control Board (“Board”) has promulgated rules and

regulations to control water pollution in Illinois, codified at 35 Ill. Adm. Code Subtitle C, Chapter I (“Board Water Pollution Regulations”).

29. Section 302.203 of the Board Water Pollution Regulations, 35 Ill. Adm. Code 302.203, provides, in pertinent part, as follows:

Offensive Conditions

Waters of the State shall be free from sludge or bottom deposits, floating debris, visible oil, odor, plant or algal growth, color or turbidity of other than natural origin

30. Defendant’s discharge of crude oil, its constituents including benzene and its degradation byproducts including volatile organic materials caused the waters of the retention pond and the unnamed tributary to the Des Plaines River to have visible oil and unnatural color and turbidity.

31. By allowing crude oil, its constituents including benzene and its degradation byproducts including volatile organic materials to enter the retention pond and the unnamed tributary to the Des Plaines River, where it caused visible oil, and unnatural color and turbidity, Defendant created “offensive conditions” as defined in 35 Ill. Adm. Code 302.203, in violation of Section 302.203 of the Board Water Pollution Regulations.

32. By violating Section 302.203 of the Board Water Pollution Regulations, Defendant also thereby, violated Section 12(a) of the Act, 415 ILCS 5/12(a) (2010).

33. Plaintiff is without an adequate remedy at law. Plaintiff will be irreparably injured and violations of the pertinent environmental statutes and regulations will continue until and unless this Court grants equitable relief in the form of an immediate and, after trial, permanent injunction.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, prays that this Court enter a preliminary and, after trial, permanent injunction and an order in favor of Plaintiff and against Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

1. Finding that Defendant has violated Section 12(a) of the Act, 415 ILCS 5/12(a) (2010), and 35 Ill. Adm. Code 302.203;
2. Enjoining Defendant from further violations of Section 12(a) of the Act, 415 ILCS 5/12(a) (2010), and 35 Ill. Adm. Code 302.203;
3. Ordering the Defendant to immediately delineate the nature and extent of soil, sediment, groundwater and surface water contamination of crude oil and its degradation byproducts, and remediate any and all soil, sediment, groundwater and/or surface water contamination found in consultation with the Illinois EPA;
4. Ordering Defendant to conduct water, soil and sediment sampling of impacted areas as directed by Illinois EPA;
5. Ordering Defendant to remediate all impacted areas in or along the storm sewer, sanitary sewer, utility corridors, the drainage ditch, retention pond, tributaries, and the Des Plaines River and adjoining shorelines in consultation with the Illinois EPA;
6. Assessing a civil penalty against Defendant of Fifty Thousand Dollars (\$50,000.00) for each violation of the Act and pertinent regulations, and an additional penalty of Ten Thousand Dollars (\$10,000.00) for each day of violation;
7. Ordering Defendant to pay all costs of this action, including attorney, expert witness and consultant fees expended by the State in its pursuit of this action; and
8. Granting such other relief as this Court deems appropriate and just.

COUNT V

**DISCHARGING WITHOUT A NATIONAL POLLUTANT
DISCHARGE ELIMINATION SYSTEM ("NPDES") PERMIT**

1-26. Plaintiff realleges and incorporates herein by reference paragraphs 1 through 21 and 23 through 27 of Count II, as paragraphs 1 through 26 of this Count V.

27. Section 12(f) of the Act, 415 ILCS 5/12(f) (2010), provides, in pertinent part, as follows:

No person shall:

- f. Cause, threaten or allow the discharge of any contaminant into the waters of the State, as defined herein, including but not limited to, waters to any sewage works, or into any well or from any point source within the State, without an NPDES [National Pollutant Discharge Elimination System] permit for point source discharges issued by the Agency under Section 39(b) of this Act, or in violation of any term or condition imposed by such permit, or in violation of any NPDES permit filing requirement established under Section 39(b), or in violation of any regulations adopted by the Board or of any order adopted by the Board with respect to the NPDES program.

28. Section 309.102(a) of the Board Water Pollution Regulations, 35 Ill. Adm. Code 309.102(a), provides as follows:

NPDES Permit Required

- a) Except as in compliance with the provisions of the Act, Board regulations, and the CWA, and the provisions and conditions of the NPDES permit issued to the discharger, the discharge of any contaminant or pollutant by any person into the waters of the State from a point source or into a well shall be unlawful.

29. Section 301.240 of the Board Water Pollution Regulations, 35 Ill. Adm. Code 301.240, provides the following definition:

"CWA" means the Federal Water Pollution Control Act, as amended, (33 U.S.C. 1251 et seq., Public Law 92-500 enacted by Congress October 18,

1972 as amended by the "Clean Water Act", Public Law 95-217, enacted December 12, 1977, as amended.)

30. Section 1362(14) of the CWA, 33 U.S.C.A. §1362(14) (2007), provides the following definition:

- 14) The term "point source" means any discernible, confined and discrete conveyance, including but not limited to any pipe, ditch, channel, tunnel, conduit, well, discrete fissure, container, rolling stock, concentrated animal feeding operation, or vessel or other floating craft, from which pollutants are or may be discharged. This term does not include agricultural stormwater discharges and return flows from irrigated agriculture.

31. The pipeline from which the crude oil and its degradation byproducts, including benzene and other organic materials flowed into the storm drain, and then discharged to the earthen ditch, to the retention pond which flows to an unnamed tributary to the Des Plaines River, constitutes a "point source," as that term is defined in Section 1362(14) of the CWA, 33 U.S.C.A. §1362(14) (2010).

32. Defendant has never had a NPDES permit from the Illinois EPA authorizing the point source discharge as alleged herein.

33. By allowing the discharge of crude oil, its constituents and its degradation byproducts into the storm drain, to the earthen ditch to the retention pond which flows to an unnamed tributary at the Des Plaines River from an unpermitted source, Defendant has violated Section 12(f) of the Act, 415 ILCS 5/12(f) (2010), and Section 309.102(a) of the Board Water Pollution Regulations, 35 Ill. Adm. Code 309.102(a).

34. Plaintiff is without an adequate remedy at law. Plaintiff will be irreparably injured and violations of the pertinent environmental statutes and regulations will continue until and unless this Court grants equitable relief in the form of an immediate and, after trial, permanent injunction.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, respectfully requests that this Court enter an order granting a preliminary injunction and, after trial, a permanent injunction in favor of Plaintiff and against Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

1. Finding that Defendant violated Section 12(f) of the Act and 35 Ill. Adm. Code Section 309.102(a);
2. Enjoining the Defendant from any further violation of Section 12(f) of the Act and 35 Ill. Adm. Code Section 309.102(a);
3. Assessing a civil penalty of Ten Thousand Dollars (\$10,000.00) against Defendant for each day of violation of Section 12(f) of the Act and 35 Ill. Adm. Code 309.102(a);
4. Ordering Defendant, pursuant to 415 ILCS 5/42(f) (2010), to pay all costs, including oversight, sampling and clean-up costs, and attorney, expert witness and consultant fees expended by the Plaintiff in its pursuit of this action; and
5. Granting such other relief as this court deems appropriate and just.

COUNT VI

AIR POLLUTION

1. This count is brought on behalf of the People of the State of Illinois, *ex rel.* Lisa Madigan, Attorney General of the State of Illinois, on her own motion, and *ex rel.* James W. Glasgow, State's Attorney of Will County, Illinois, on his own motion, pursuant to Sections 42(d) and (e) of the Act, 415 ILCS 5/42(d) and (e) (2010).

2-16. Plaintiff realleges and incorporates herein by reference paragraphs 2 and 4 through 17 of Count I as paragraphs 2 through 16 of this Count VI.

17. Section 9(a) of the Act, 415 ILCS 5/9(a) (2010), provides as follows:

No person shall:

- a. Cause or threaten or allow the discharge or emission of any contaminant into the environment in any State so as to cause or tend to cause air pollution in Illinois, either alone or in combination with contaminants from other sources, or so as to violate regulations or standards adopted by the Board under this Act;

18. Section 201.141 of the Board Air Pollution Regulations, 35 Ill. Adm. Code Section 201.141, provides as follows:

No person shall cause or threaten or allow the discharge or emission of any contaminant into the environment in any State so as, either alone or in combination with contaminants from other sources, to cause or tend to cause air pollution in Illinois, or so as to violate the provisions of this Chapter, or so as to prevent the attainment or maintenance of any applicable ambient air quality standard.

19. Section 3.165 of the Act, 415 ILCS 5/3.165 (2010), contains the following definition:

“CONTAMINANT” is any solid, liquid, or gaseous matter, any odor or any form of energy, from whatever source.

20. Crude oil, its constituents including but not limited to benzene, and its degradation byproducts, including but not limited to volatile organic compounds, are each a “contaminant” as that term is defined in Section 3.165 of the Act.

21. Section 3.115 of the Act, 415 ILCS 5/3.115 (2010), provides the following definition:

“Air pollution” is the presence in the atmosphere of one or more contaminants in sufficient quantities and of such characteristics and duration as to be injurious to human, plant, or animal life, to health, or to property, or to unreasonably interfere with the enjoyment of life or property.

22. The emission of vapors from the release of crude oil, its constituents including benzene, and its degradation byproducts including volatile organic materials which are injurious to human, plant, aquatic and/or animal life, and to human, plant, aquatic and/or animal health, constitutes air pollution as defined in Section 3.115 of the Act, 415 ILCS 5/3.115 (2010).

23. Defendant, by their actions as alleged herein, have violated Section 9(a) of the Act, 415 ILCS 5/9(a)(2010), and Section 201.141 of the Board Air Pollution Regulations, 35 Ill. Adm. Code Section 201.141.

24. Plaintiff is without an adequate remedy at law. Plaintiff will be irreparably injured and violations of the pertinent environmental statutes and regulations will continue unless and until this Court grants equitable relief in the form of preliminary and, after trial, permanent injunctive relief.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, respectfully requests that this Court enter an order granting a preliminary injunction and, after trial, a permanent injunction in favor of Plaintiff and against Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

1. Finding that Defendant violated Section 9(a) of the Act and 35 Ill. Adm. Code Section 201.141;

2. Enjoining the Defendant from any further violation of Section 9(a) of the Act and 35 Ill. Adm. Code Section 201.141;

3. Ordering the Defendant to immediately delineate the nature and extent of soil, sediment, groundwater and surface water contamination of crude oil and its degradation byproducts, and remediate any and all soil, sediment, groundwater and/or surface water contamination found in consultation with the Illinois EPA;

4. Ordering Defendant to conduct water, soil and sediment sampling of impacted areas as directed by Illinois EPA;
5. Ordering Defendant to remediate all impacted areas in or along the storm sewer, sanitary sewer, utility corridors, the drainage ditch, retention pond, tributaries, and the Des Plaines River as needed and adjoining shorelines in consultation with the Illinois EPA;
6. Assessing a civil penalty of Fifty Thousand Dollars (\$50,000.00) against Defendant for each violation of the Act and pertinent regulations, and an additional civil penalty of Ten Thousand Dollars (\$10,000.00) for each day of violation;
7. Ordering Defendant, pursuant to 415 ILCS 5/42(f) (2010), to pay all costs, including oversight, sampling and clean-up costs, and attorney, expert witness and consultant fees expended by the Plaintiff in its pursuit of this action; and
8. Granting such other relief as this court deems appropriate and just.

COUNT VII

COST RECOVERY

1. This Count is brought on behalf of the PEOPLE OF THE STATE OF ILLINOIS by LISA MADIGAN, Attorney General of the State of Illinois, on her own motion and at the request of the Illinois Environmental Protection Agency, pursuant to the terms and provisions of Section 10(d) (2010) of the Oil Spill Responders Liability Act, 740 ILCS 113/10(d), and is an action to recover removal costs incurred for overseeing response and cleanup activities arising from the release of crude oil and its degradation byproducts.

2 -16. Plaintiff realleges and incorporates by reference herein paragraphs 2 and 4 through 17 of Count I as paragraphs 2 through 16 of this Count VII.

17. Section 10(d) of the Oil Spill Responders Liability Act, 740 ILCS 113/10(d) (2010), provides as follows:

A responsible party is liable for any damage or removal costs, whether present or future, resulting from or arising out of any discharge, as defined in Section 5.

18. Section 5 of the Oil Spill Responders Liability Act, 740 ILCS 113/5 (2010), provides the following definitions:

“Damages” means damages of any kind for which liability may exist under the laws of this State resulting from, arising out of, or related to the discharge or threatened discharge of oil.

“Discharge” means an emission, other than natural seepage, intentional or unintentional, and includes, but is not limited to, spilling, leaking, pumping, pouring, emitting, emptying, or dumping.

* * *

“Oil” means oil of any kind or in any form, including, but not limited to, petroleum, fuel oil, sludge, oil refuse, and oil mixed with a waste other than dredged spoil, but does not include petroleum, including crude oil or any fraction of crude oil, that is specifically listed or designated as a hazardous substance under subparagraphs (A) through (F) of Section 101(14) of the federal Comprehensive Environmental Response Compensation and Liability Act (42 U.S.C. 9601) and that is subject to the provision of that Act.

“Person” means an individual, a corporation, a partnership, an association, the State, a municipality, a commission, or a political subdivision of the State, or an interstate body.

“Removal costs” means the cost of removal incurred after a discharge of oil or when there is a substantial threat of a discharge of oil, the costs to prevent, minimize, or mitigate oil pollution from an incident.

“Responsible party” means a responsible party as defined under Section 1001 of the Oil Pollution Act of 1990, Public Law No. 101-380 (33 U.S.C. 1001).

19. Section 1001(32) of the Oil Pollution Act of 1990, 33 U.S.C. 1001(32), defines “responsible party” as:

(E) Pipelines

In the case of a pipeline, any person owning or operating the pipeline.

20. The State of Illinois has incurred and will continue to incur costs as a result of the release of crude oil and its degradation byproducts into the environment.

21. ENBRIDGE is liable for the State’s removal costs.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, prays that this court enter an order in favor of Plaintiff and against Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

1. Finding that ENBRIDGE is liable for the removal costs incurred by the Plaintiff as a result of the release of crude oil into a storm drain which flows to a drainage ditch then to a retention pond and an unnamed tributary of the Des Plaines River, pursuant to Section 10(d) of the Oil Spill Responders Liability Act, 740 ILCS 113/10(d); and

2. Grant such other and further relief as this Court deems appropriate and just.

COUNT VIII

COMMON LAW PUBLIC NUISANCE

1. This count is brought on behalf of the PEOPLE OF THE STATE OF ILLINOIS, *ex rel.* LISA MADIGAN, Attorney General of the State of Illinois, on her own motion, and *ex rel.* JAMES W. GLASGOW, State’s Attorney of Will County, Illinois, on his own motion. The Attorney General is the chief legal officer of the State of Illinois having the powers and duties prescribed by the law, ILL. CONST. Article V, Section 15 (1970). The Will County State's

Attorney is an elected county officer having the powers and duties prescribed by the law, ILL. CONST. Article VI, Section 19 and Article VII, Section 4 (1970). This count is brought pursuant to the power of the Attorney General and State's Attorney to institute an action on behalf of the People of the State of Illinois to abate a public nuisance and to protect the health, safety and welfare of the People of the State of Illinois.

2-17. Plaintiff realleges and incorporates by reference herein paragraphs 2 and 4 through 17, and 19 through 20 of Count I, as paragraphs 2 through 17 of this Count VIII.

18. The release of crude oil and its degradation byproducts into the atmosphere, soil, surface water and groundwater can affect the respiratory and central nervous systems in humans if inhaled and potentially affect aquatic life in affected waters.

19. On September 9, 2010, crude oil was observed in the storm drain, the drainage ditch and the retention pond at the Site.

20. Defendant, by its actions, caused an unreasonable and substantial prejudice to the public health and welfare and the environment, to wit, the release of crude oil; a) impacted storm sewers and sanitary sewers surrounding the Site, the Romeoville Waste Water Treatment Plant, a drainage ditch and a retention pond; b) threatened ground water surrounding the site in addition to the Des Plaines River; and also poses a possible threat to two community water supply wells, water supply lines and private lines located in the vicinity of the incident site; c) threatened wildlife in the area surrounding the Site; and d) caused the evacuation of approximately 500 people from the industrial park and closed several businesses located in the industrial park due to concerns for potential vapor releases, including benzene.

21. As a consequence of their actions as alleged herein, Defendant has created and maintained a public nuisance at common law.

22. Plaintiff is without an adequate remedy at law. Plaintiff will be irreparably injured, and violations of the applicable and pertinent environmental statutes and regulations will continue unless and until this court grants equitable relief in the form of preliminary and, after trial, permanent injunctive relief.

WHEREFORE, Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, respectfully requests that this Court enter an order granting a preliminary injunction and, after trial, a permanent injunction in favor of Plaintiff and against Defendant, ENBRIDGE ENERGY, LIMITED PARTNERSHIP:

1. Finding that Defendant's actions alleged herein constituted a common law public nuisance;

2. Enjoining Defendant from further acts constituting a common law public nuisance;

3. Ordering the Defendant to immediately delineate the nature and extent of soil, sediment, groundwater and surface water contamination of crude oil and its degradation byproducts;

4. Ordering the Defendant to perform water, soil and sediment sampling of impacted areas as directed by Illinois EPA;

5. Ordering the Defendant to remediate any and all soil, sediment, groundwater and/or surface water contamination of crude oil and its degradation byproducts in consultation with the Illinois EPA;

6. Ordering Defendant to remediate all impacted areas in or along the storm sewer, sanitary sewer, utility corridors, the drainage ditch, retention pond, tributaries, and the Des Plaines River and adjoining shorelines in consultation with the Illinois EPA;


7. Ordering Defendant pursuant to 415 ILCS 5/42(f) (2010) to pay all costs, including oversight, sampling and clean-up costs, and attorney, expert witness and consultant fees expended by the Plaintiff in its pursuit of this action; and

8. Granting such other relief as this court deems appropriate and just.

PEOPLE OF THE STATE OF ILLINOIS
ex rel. LISA MADIGAN, Attorney General
of the State of Illinois, and *ex rel.* JAMES W.
GLASOW, State's Attorney for Will
County, Illinois

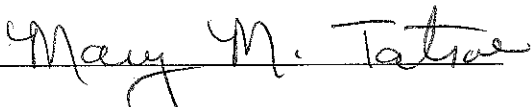
MATTHEW J. DUNN, Chief
Environmental Enforcement/Asbestos
Litigation Division

BY:


ROSEMARIE CAZEAU, Chief
Environmental Bureau
Assistant Attorney General

ex rel. JAMES W. GLASGOW, State's Attorney
of Will County, Illinois

By:


Assistant State's Attorney
Will County State's Attorney's Office
57 N. Ottawa, Joliet, IL 60432

Of Counsel:

REBECCA A. BURLINGHAM
VANESSA C. HORTON
Assistant Attorneys General
Environmental Bureau
69 West Washington Street, 18th Floor
Chicago, Illinois 60602
(312) 814-3776
(312) 814-0608

STATE OF ILLINOIS)
) SS.
COUNTY OF WILL)

VERIFICATION

I, Warren "Bud" Bridgewater, being first duly sworn on oath, state:

1. At all times relevant to the forgoing Verified Complaint for Injunctive Relief and Civil Penalties, I have been employed as the Manager of the Emergency Operations Unit, Illinois Environmental Protection Agency ("Illinois EPA"), Office of Emergency Response.

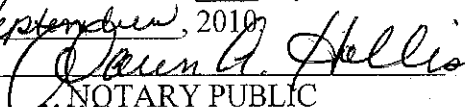
2. As part of my employment with the Illinois EPA, my duties include managing and supervising technical staff that respond to a variety of environmental emergencies.

3. I have read the foregoing Verified Complaint for Injunctive Relief and Civil Penalties, and I am aware of the contents thereof, specifically the contents of Counts I, VII involving allegations regarding the substantial danger of crude oil to the environment and costs incurred by the State of Illinois.

4. Under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure, I certify that the factual allegations set forth in Verified Complaint for Injunctive Relief and Civil Penalties, Counts I and VII, relating to the substantial danger of crude oil to the environment and costs incurred by the State of Illinois to be true in substance and in fact, except as to matters therein stated to be on information and belief, and as to such matters I certify as aforesaid that I believe the same to be true.



SUBSCRIBED AND SWORN
to before me this 16th day of

September, 2010


NOTARY PUBLIC



STATE OF ILLINOIS)
) SS.
COUNTY OF WILL)

VERIFICATION

I, Tracey Hurley, being first duly sworn on oath, state:

1. At all times relevant to the forgoing Verified Complaint for Injunctive Relief and Civil Penalties, I have been employed as an Environmental Protection Specialist III by the Toxicity Assessment Unit of the Illinois Environmental Protection Agency (“Illinois EPA”).

2. As part of my employment with the Illinois EPA, my duties include evaluating exposure and risk from chemical contamination of air, soil, groundwater, and surface water.

3. I have read the foregoing Verified Complaint for Injunctive Relief and Civil Penalties, and I am aware of the contents thereof, specifically the contents of Counts I, VI and VIII involving allegations regarding potential harmful effects of crude oil and its degradation byproducts to humans, aquatic life and plant life.

4. Under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure, I certify that the factual allegations set forth in Verified Complaint for Injunctive Relief and Civil Penalties, Counts I, VI and VIII relating to the potential harmful effects of crude oil and its degradation byproducts to humans, aquatic life and plant life to be true in substance and in fact, except as to matters therein stated to be on information and belief, and as to such matters I certify as aforesaid that I believe the same to be true.

Tracey E. Hurley

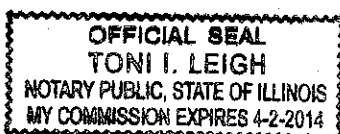
SUBSCRIBED AND SWORN

to before me this 17 day of

September, 2010.

Toni I. Leigh

NOTARY PUBLIC



STATE OF ILLINOIS)
) SS.
COUNTY OF WILL)

VERIFICATION

I, Lynn Dunaway, being first duly sworn on oath, state:

1. At all times relevant to the forgoing Verified Complaint for Injunctive Relief and Civil Penalties, I have been employed as an EPS III by the BOW, Illinois Environmental Protection Agency ("Illinois EPA"), Springfield Office.

2. As part of my employment with the Illinois EPA, my duties include Provide hydrogeologic expertise for special projects, reports and BOW Permit programs. Project management for BOW regulated sites.

3. I have read the foregoing Verified Complaint for Injunctive Relief and Civil Penalties, and I am aware of the contents thereof, specifically the contents of Count I, involving allegations of community water supply wells, water supply lines and private wells.

4. Under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure, I certify that the factual allegations set forth in the Verified Complaint for Injunctive Relief and Civil Penalties, Count I relating to community water supply wells, water supply lines and private wells to be true in substance and in fact, except as to matters therein stated to be on information and belief, and as to such matters I certify as aforesaid that I believe the same to be true.

Lynn Dunaway

SUBSCRIBED AND SWORN
to before me this 16 day of
September, 2010.

Cynthia L. Wolfe
NOTARY PUBLIC



STATE OF ILLINOIS)
) SS.
COUNTY OF WILL)

VERIFICATION

I, Jim Clark, being first duly sworn on oath, state:

1. At all times relevant to the forgoing Verified Complaint for Injunctive Relief and Civil Penalties, I have been employed as an Emergency Responder by the _____, Illinois Environmental Protection Agency ("Illinois EPA"), Des Plaines Regional Office.

2. As part of my employment with the Illinois EPA, my duties include responding to environmental emergencies.

3. I have read the foregoing Verified Complaint for Injunctive Relief and Civil Penalties, and I am aware of the contents thereof, specifically the contents of Counts I, IV and VIII involving allegations regarding the discharge of crude oil, the substantial danger of crude oil to the public health and welfare, and the visible oil in a retention pond, storm drain, drainage ditch and an unnamed tributary to the Des Plaines River.

4. Under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure, I certify that the factual allegations set forth in Verified Complaint for Injunctive Relief and Civil Penalties, Counts I, IV and VIII, relating to the discharge of crude oil, the substantial danger of crude oil to the public health and welfare, and the visible oil in a retention pond, storm drain, drainage ditch and an unnamed tributary to the Des Plaines River.

5. to be true in substance and-in fact, except as to matters therein stated to be on information and belief, and as to such matters I certify as aforesaid that I believe the same to be true.

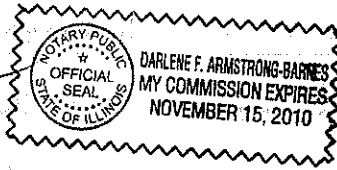
Jen Clark

SUBSCRIBED AND SWORN

to before me this 16th day of

September, 2010.

Darlene Armstrong Barnes
NOTARY PUBLIC



STATE OF ILLINOIS)
) SS.
COUNTY OF WILL)

VERIFICATION

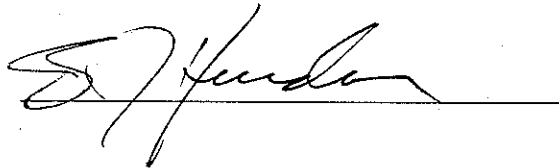
I, Bruce Yurdin, being first duly sworn on oath, state:

1. At all times relevant to the forgoing Verified Complaint for Injunctive Relief and Civil Penalties, I have been employed as the Manager of the Field Operations Section by the Bureau of Water, Illinois Environmental Protection Agency ("Illinois EPA"), Springfield Office.

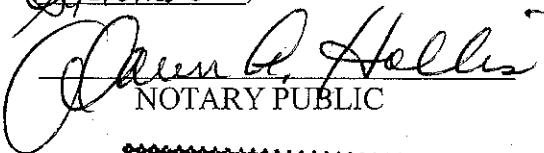
2. As part of my employment with the Illinois EPA, my duties include overseeing the investigation and enforcement of water pollution matters that occur in the State of Illinois.

3. I have read the foregoing Verified Complaint for Injunctive Relief and Civil Penalties, and I am aware of the contents thereof, specifically the contents of Counts II and V involving allegations regarding waters of the State of Illinois and point source locations.

4. Under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure, I certify that the factual allegations set forth in Verified Complaint for Injunctive Relief and Civil Penalties, Counts II and V, relating to waters of the State of Illinois and point source locations to be true in substance and in fact, except as to matters therein stated to be on information and belief, and as to such matters I certify as aforesaid that I believe the same to be true.



SUBSCRIBED AND SWORN
to before me this 16th day of
September, 2010.



NOTARY PUBLIC



**IN THE CIRCUIT COURT FOR THE TWELFTH JUDICIAL CIRCUIT
WILL COUNTY, ILLINOIS
CHANCERY DIVISION**

PEOPLE OF THE STATE OF ILLINOIS)
ex rel. LISA MADIGAN, Attorney)
 General of the State of Illinois, and)
ex rel. JAMES W. GLASGOW, State's)
 Attorney for Will County,)

Plaintiff,)

v.)

ENBRIDGE ENERGY, LIMITED)
 PARTNERSHIP, a Delaware limited partnership,)

Defendant.)

No. 10CH06266

2010 OCT -7 AM 9:15
 CLERK, CIRCUIT COURT
 WILL COUNTY, ILLINOIS
 WILL COUNTY COURT BUILDING
 [Signature]

FILED

AGREED INTERIM ORDER

This cause coming before the Court on Plaintiff's Motion to enter an Agreed Interim Order, the parties being given due notice; the Court having jurisdiction over the parties and subject matter and being duly advised in the premises;

NOW THEREFORE, Plaintiff having alleged violations of the Illinois Environmental Act, 415 ILCS 5/1 et seq. (2010) ("Act"), and the parties having agreed to the entry of this Agreed Interim Order, the Court enters the following Agreed Interim Order which shall remain in effect until further order by this Court. IT IS HEREBY ORDERED:

I. BACKGROUND

1. Plaintiff alleges in its Verified Complaint filed on October 7, 2010 ("Verified Complaint") that as the result of a September 9, 2010 release of crude oil and its constituents, including benzene, its degradation byproducts, including volatile organic materials, from an Enbridge crude oil pipeline located at or about 719 Parkwood Avenue,

Romeoville, Will County, Illinois Defendant violated the Act.

2. At all times relevant to the Verified Complaint, Enbridge Energy, Limited Partnership ("Enbridge") owns and operates a 34-inch crude oil pipeline ("Pipeline") beginning in Superior, Wisconsin, and running through the Midwestern United States, including through the State of Illinois.

3. The Pipeline owned by Enbridge is capable of carrying approximately 670,000 barrels of crude oil per day. A portion of the pipeline is located at or about 719 Parkwood Avenue, Romeoville, Will County, Illinois ("Site").

4. On or before September 9, 2010, the Enbridge Pipeline began discharging crude oil from the subsurface pipeline to the ground surface in the vicinity of the Site.

5. On September 9, 2010, Enbridge promptly notified the Illinois Emergency Management Authority ("IEMA") as well as other state and local agencies of the release.

6. Plaintiff alleges that on September 9, 2010 representatives of the Illinois Environmental Protection Agency ("Illinois EPA") inspected the site and observed crude oil discharge flowing from the area around Pipeline onto Parkwood Avenue, entering a storm sewer catch basin and discharging into an unnamed creek. The unnamed creek discharged directly into a retention pond. The retention pond flows into an unnamed tributary which then flows approximately one half mile to the Des Plaines River.

7. Additionally, on or about September 9, 2010, crude oil discharged from the Pipeline to the sanitary sewer or sewers in the vicinity of the Site, impacting a lift station and discharged to the Romeoville waste water treatment plant.

8. In addition to representatives from Illinois EPA, representatives from the Romeoville Fire Department, U.S. EPA, U.S. Fish and Wildlife Services and other governmental authorities responded to the Site on September 9, 2010.

9. On September 9, 2010, the Romeoville Fire Department ordered the evacuation of the nearby business park.

10. Plaintiff alleges that two community water supply wells are located approximately two-thirds of a mile from the Site and private wells are located in the vicinity of the Site. Water supply lines are also located in the vicinity of the Site.

11. On September 9, 2010, Enbridge shut down the Pipeline by closing valves upstream and downstream of the spill. Enbridge's actions isolated approximately three miles of the Pipeline.

12. On September 9, 2010, Enbridge promptly began to clean up the oil and those efforts continue as of the date of this filing under the supervision of the United States Environmental Protection Agency and other federal agencies.

13. On September 10, 2010, the United States Environmental Protection Agency issued an Order for Compliance under Section 311(c) of the Federal Water Pollution Control Act 33 U.S.C. § 1321(c).

14. Plaintiff alleges that crude oil and its degradation byproducts will leach from and/or continue to be released into the environment until such time as the contaminants are identified and remediated.

II. GENERAL PROVISIONS

15. This Order is not a final resolution on the merits of Plaintiff's Verified Complaint, but rather addresses the Plaintiff's most immediate concerns regarding the

releases alleged in the Complaint. This Order does not, nor is it intended to, determine the liability of Enbridge, for the subject matter of the Complaint, except as to its compliance with the requirements of the Agreed Interim Order itself.

16. This Order shall apply to and bind the Plaintiff, Will County and Enbridge.

17. For purposes of this Agreed Interim Order, the term "Site" shall mean the area surrounding the Pipeline spill, including areas or media impacted by the released oil and any of its degradation byproducts.

III. IMMEDIATE ACTION

18. On September 10, 2010, the United States Environmental Protection Agency ("US EPA") issued to Enbridge Energy, Limited Partnership an Order for Compliance pursuant to Section 311(c) of the Federal Water Pollution Control Act, 33 U.S.C. §1321(c) ("US EPA Order") requiring Enbridge to complete certain actions to address the release of contaminants in the form of crude oil and its constituents, including benzene, its degradation byproducts, including volatile organic materials into the atmosphere, soil, surface water and groundwater at and near the Site. The US EPA Order is attached hereto as Attachment A.

19. Enbridge shall provide to Illinois EPA copies of all work plans and other submittals Enbridge is required to provide to US EPA under the US EPA Order, including but not limited to all air, water, waste or product sampling and analytical data, Health and Safety Plan, Pipeline Repair Workplan, Sampling and Analysis Plan, QAPP, Oil Recovery and Containment Plan, Source Release Area Remediation Plan, Remediation Plan for Downstream Impacted Areas, Waste Treatment, Transportation,

and Disposal Plan, and weekly reports. For all plans and submittals described in paragraph 19, herein, that Enbridge already has submitted to US EPA, Enbridge shall submit copies to Illinois EPA within one (1) day of entry of this Agreed Interim Order. For all plans and submittals described in paragraph 19, herein, that Enbridge will submit to US EPA pursuant to the US EPA Order, such plans and submittals shall be simultaneously provided to Illinois EPA. The Parties understand that all work plans and other submittals provided pursuant to the US EPA Order are subject to US EPA review and US EPA's sole approval authority. Nothing herein restricts or is meant to limit Illinois EPA's ability to submit comments on such plans or submittals to US EPA or Illinois EPA's authority or jurisdiction under the Act.

20. Within 15 days of entry of this Agreed Interim Order, Enbridge shall identify the location of all water supply mains, water supply service lines, storm sewers and sanitary sewers in areas that might be impacted or threatened by the release of oil. As Enbridge's cleanup work progresses, if Enbridge identifies community water supply mains, water supply service lines, storm sewers or sanitary sewers in areas that have been impacted or threatened by the release of oil, then Enbridge shall inspect such mains, lines and sewers in coordination with the owner/operator of such mains, lines and sewers to determine whether the integrity of such mains, lines or sewers have been compromised. Within 10 days of completion of the activities required in paragraph 20, herein, Enbridge shall provide the results to Illinois EPA. The requirements of this Paragraph do not apply to the water main service line or sewer located immediately adjacent to, or beneath, the section of the Enbridge pipeline removed under the supervision of the National Transportation Safety Board that leaked on or before September 9, 2010.

21. Within seven (7) days of entry of this Order, Enbridge shall conduct a well survey to identify all private wells within one half mile of the Pipeline release and propose a plan to evaluate any impact on such private wells and whether the release might impact the Class III groundwater at and around the Romeoville Nature Preserve. Within ten (10) days after entry of this Agreed Interim Order, Enbridge shall provide the results to the Illinois EPA.

22. Within seven (7) days of entry of this Order, Enbridge shall provide to Plaintiff copies of all inspection reports of the section of the Pipeline within Illinois for the years 2000 through 2005 and information about all repairs made to this same section for the same time period.

23. Pursuant to Section 10 of the Oil Spill Responders Liability Act, 740 ILCS 113/10 (2010), Enbridge shall reimburse Illinois EPA for all reasonable response and oversight costs incurred by its Office of Emergency Response and Bureau of Water staff relating to the release. Such payments shall be made payable to the Oil Spill Response Fund. Illinois EPA will issue invoices with standard supporting documentation for such costs and payment shall be made by Enbridge within 45 days of receipt, unless such costs, or any portion thereof, are disputed by Enbridge, pursuant to paragraph 31.

24. Pursuant to Section 10 of the Oil Spill Responders Liability Act, 740 ILCS 113/10 (2010), Enbridge shall reimburse Illinois EPA all reasonable response and oversight costs that may be incurred by its Bureau of Land relating to the release or by the Office of Community Relations pursuant to the community right-to-know requirements of the Act and 35 Ill. Adm. Code 1600. Such payments shall be made payable to the Hazardous Waste Fund. Illinois EPA will issue invoices with standard

supporting documentation for such costs and payment shall be made by Enbridge within 45 days of receipt, unless such costs, or any portion thereof, are disputed by Enbridge, pursuant to paragraph 31. The State reserves the right to pursue recovery of any other costs of investigation and pursuit of this matter.

IV. NOTICES

25. All submittals and correspondence relating to the requirements of this

Order shall be directed to the following persons as designated in:

FOR PLAINTIFF

Vanessa Horton
Assistant Attorney General
Illinois Attorney General's Office
Environmental Bureau North
69 W. Washington St., 18th Floor
Chicago, Illinois 60602
(312) 814-0608

John Waligore
Assistant Counsel
Division of Legal Counsel
Illinois Environmental Protection Agency
1021 North Grand Avenue East
Springfield, Illinois 62794
(217) 306-4247

Jody Kershaw
Project Manager
Division of Remediation Management, State Sites Unit, Bureau of Land
Illinois Environmental Protection Agency
1021 North Grand Avenue East
Springfield, Illinois 62794

Yeric Yarrington
Manager Engineering & Assessment
Office of Emergency Response
Illinois Environmental Protection Agency
1021 North Grand Avenue East
Springfield, Illinois 62794

Jay Patel
Illinois EPA
Division of Water Pollution Control
Field Operations Section, Bureau of Water
9511 West Harrison
Des Plaines, IL 60016

Mary Tatroe
Will County State's Attorney
Chief, Civil Division
57 N. Ottawa
Joliet, Illinois 60432

FOR DEFENDANT

Terrance McGill
Enbridge Energy, Limited Partnership
1100 Louisiana St., Suite 3300
Houston, Texas 77002
(713) 821-2000

Byron F. Taylor
Sidley Austin LLP
1 S. Dearborn
Chicago, Illinois 60603
(312) 853-4717

V. DUTY TO COOPERATE

26. The Parties shall cooperate with each other in implementation of this Order.

VI. COMPLIANCE WITH OTHER LAWS AND REGULATIONS

27. This Order in no way affects the responsibilities of Enbridge to comply with any other federal, state or local laws or regulations, including but not limited to the Act, and the Board Regulations, 35 Ill. Adm. Code and the US EPA Order for Compliance, Docket Number CWA 1321-5-10-003, issued September 10, 2010.

VII. STIPULATED PENALTIES

28. If Enbridge fails to comply with any of the requirements of this Order, Enbridge shall pay to the Plaintiff stipulated penalties in the amount of \$250.00 per day, per violation, until such time that compliance is achieved.

29. Plaintiff is not required to provide Enbridge with notice of noncompliance for the imposition of stipulated penalties. However, in the event the Plaintiff determines that a violation that could be subject to stipulated penalties has occurred, Plaintiff will provide written notification of such violation to Enbridge as set forth in paragraph 25 of this Order. Failure by the Plaintiff to provide such written notification shall not be construed as a waiver of Plaintiff's right to seek stipulated penalties under this Order.

30. All stipulated penalties owed shall be payable within forty-five (45) calendar days of the receipt of written demand from Plaintiff, unless such penalties, or any portion thereof, are disputed by Enbridge, pursuant to paragraph 31. All penalties shall be paid by certified check or money order payable to the "Illinois EPA" for deposit in the Environmental Protection Trust Fund and delivered to:

Illinois Environmental Protection Agency
Fiscal Services Division
1021 North Grand Avenue East
P.O. Box 19276
Springfield, Illinois 62794-9276

The case name, case number and the Defendant's Federal Employment Identification Number shall appear on the face of the certified check or money order. A copy of the certified check or money order and any transmittal letter shall be sent to:

Vanessa Horton
Environmental Bureau
Illinois Attorney General's Office
69 W. Washington St, 18th Flr.

VIII. DISPUTE RESOLUTION

31. The parties shall use their best efforts to resolve any and all disputes or differences of opinion arising with regard to this Order, informally and in good faith within seven (7) days of written initiation of dispute resolution proceedings. If, however, a dispute arises concerning this Order that the parties are unable to resolve informally, either party may, by written motion, within three (3) days of conclusion of the informal resolution efforts, request that an evidentiary hearing be held before the Circuit Court for the Seventeenth Judicial Circuit, Will County, Illinois, to resolve the dispute between the parties. Upon the Plaintiff's establishment of a prima facie violation of the Order, the Defendant shall bear the burden of proving that it did not violate this Order.

IX. FORCE MAJEURE

32. For the purpose of this Order, *force majeure* is an event arising beyond the reasonable control of Enbridge which prevents the timely performance of any of the requirements of this Order. For purposes of this Order, *force majeure* shall include, but is not limited to, events such as floods, fires, tornadoes, other natural disasters, labor disputes beyond the reasonable control of Enbridge, wars, riots or other civil disturbance beyond the reasonable control of Enbridge.

33. When, in the opinion of Enbridge, circumstances have occurred that cause or may cause a delay in the performance of any of the requirements of this Order, Enbridge shall notify the Illinois Attorney General's Office ("IAGO") and the Illinois EPA in writing as soon as practicable, but oral notice shall be given to the IAGO and the Illinois EPA within 48 hours of the occurrence and written notice shall be given to the

IAGO and the Illinois EPA in accordance with paragraph 25 no later than ten (10) calendar days after the claimed occurrence. Failure to so notify the IAGO and the Illinois EPA shall constitute a waiver of any defense under this Section of this Order arising from said circumstances. Enbridge shall provide a detailed written description of the precise cause or causes of the claimed occurrence which resulted or will result in the delay, the nature of the delay and its expected duration, the measures taken or to be taken to prevent or mitigate the delay and the timetable under which such measures will be taken. Enbridge shall adopt all reasonable measures to avoid or minimize such delay.

34. If the parties agree that the delay has been or will be caused by circumstances beyond the control of Enbridge, the time for performance may be extended for a period not to exceed the length of the delay as determined by the parties.

35. In the event that the parties cannot agree that a *force majeure* event has occurred or the extent thereof, the dispute shall be resolved in accordance with Section VIII of this Order. Provided however, that the invocation of the Dispute Resolution provisions of Section VIII of this Order is not in and of itself a *force majeure* event. Enbridge has the burden of proving *force majeure* by a preponderance of the evidence as a defense to compliance with this Order.

36. An increase in costs associated with implementing any requirement of this Order shall not, by itself, excuse Enbridge under the provisions of this Section of the Order from a failure to comply with such a requirement.

X. RIGHT OF ENTRY

37. In addition to any other authority, the Illinois EPA, its employees and representatives, the Attorney General, her agents and representatives, and the Will

County State's Attorney, his agents and representatives, shall have the right of entry into and upon the portions of the Site owned by or under control of Enbridge and which is the subject of this Order, at all reasonable times for the purposes of carrying out inspections. In conducting such inspections, the Illinois EPA, its employees and representatives, the Attorney General, her employees and representatives, and the Will County State's Attorney, his agents and representatives, may take photographs, samples, and collect information, as they deem necessary.

XI. EXTENSIONS AND MODIFICATIONS

38. The parties may, by mutual consent, extend any compliance dates or modify the terms of this Order without leave of court. Any such agreed modification shall be in writing, signed by authorized representatives of each party and incorporated into this Order by reference. Any request for modification shall be made by Defendant in writing and shall be independent of any other submittal made pursuant to this Order. Moreover, notice of a request for any proposed modification shall be provided to the Plaintiff's representatives listed in paragraph 25 of this Order.

XII. RESERVATION OF RIGHTS

39. Nothing contained herein shall be deemed, at this time, an admission of any wrongful conduct or violation of any applicable statute, law or regulations thereunder by Defendant, nor a finding of fact or adjudication by this Court of any of the facts or claims contained in the Verified Complaint. The Plaintiff reserves the right to seek additional technical relief and civil penalties in this matter. This Order in no way affects any rights or causes of action that Enbridge may have against any person or entity, arising from or relating to the release, including but not limited to, any costs or expenses

incurred by Enbridge in response to the release.

XIII. SIGNATURE

40. This Order may be signed in counterparts, all of which shall be considered one agreement.

XIV. STATUS CONFERENCE WITH THE COURT


41. This matter is set for status conference on November 10, 2010, at 9 am without further notice.

WHEREFORE the parties, by their representatives, enter into this Agreed Interim Order and submit it to the Court that it may be approved and entered.

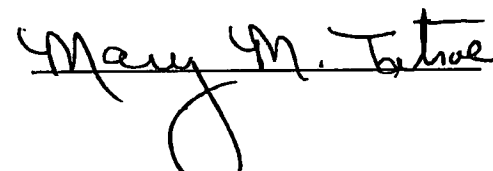
AGREED:

PEOPLE OF THE STATE OF ILLINOIS
ex rel. LISA MADIGAN, Attorney General
of the State of Illinois,

MATTHEW J. DUNN, Chief
Environmental/Asbestos Litigation Division

By:  Date: 9/22/10
ROSEMARIE CAZEAU, Chief
Environmental Bureau
Assistant Attorney General

ex rel. JAMES W. GLASGOW,
Will County State's Attorney

By:  Date: 10-7-10

ENBRIDGE ENERGY, LIMITED PARTNERSHIP

BY: Noll W. Hamrin DATE: 10/6/10
Title: ASSISTANT SECRETARY

ENTERED:

Bley

JUDGE
Date: 10/7/10

CERTIFICATION

I, PAMELA J. MCGUIRE, CLERK OF THE 12TH JUDICIAL CIRCUIT, WILL COUNTY, ILLINOIS, CERTIFY THIS TO BE A TRUE COPY OF AN ORIGINAL RECORD OF THIS CIRCUIT COURT.



SIGNED: Pamela McGuire 10-07-10
CLERK DATE

FILED
OCT - 7 PM 9:13
Clerk of Court
Superior Court
Harrisburg, Pa.

ATTACHMENT A

**UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 5**

| | | |
|---------------------------------|---|---------------------------------------|
| IN THE MATTER OF: |) | |
| |) | |
| |) | ORDER FOR |
| ENBRIDGE ENERGY, LIMITED |) | COMPLIANCE UNDER SECTION |
| PARTNERSHIP, |) | 311 (c) OF THE CLEAN WATER ACT |
| Respondent |) | |
| _____ |) | DOCKET NO: CWA 1321-5-10-003 |

I. JURISDICTION AND GENERAL PROVISIONS

1. The United States Environmental Protection Agency (EPA) is issuing this Order to Enbridge Energy, Limited Partnership (Respondent). This Order is issued pursuant to the authority vested in the President of the United States by Section 311(c) of the Federal Water Pollution Control Act, 33 U.S.C. § 1321(c), as amended (CWA). This authority has been delegated to the Administrator of the EPA by Executive Order No. 12777, 58 Federal Register 54757 (October 22, 1991), and delegated to the EPA Regional Administrators by EPA delegation No. 2-89 and redelegated to On-Scene Coordinators by EPA Region 5 Delegation No. 2-89.
2. This Order requires performance of removal actions in connection with the release of oil at or from a facility located at or about 719 Parkwood Avenue in Romeoville, Illinois. This Order requires the Respondent to immediately conduct removal of a discharge or to mitigate or prevent a substantial threat of a discharge of oil.

II. PARTIES BOUND

3. This Order applies to Respondent. This Order further applies to persons acting on behalf of Respondent, or who succeed to an interest in Respondent. Any change in ownership or corporate status of Respondent, including but not limited to a transfer of assets or real or personal property, will not alter Respondent's responsibilities under the Order.
4. Respondent must ensure that its contractors, subcontractors, and agents comply with this Order. Respondent will be liable for any violations of the Order by its employees, agents, contractors, or subcontractors.

III. DEFINITIONS

5. Unless otherwise expressly provided herein, terms used in this Order which are defined in Section 311 of the CWA, or in the Oil Pollution Act (OPA) shall have the meaning assigned to them in CWA or OPA. Whenever terms listed below are used in this Order or in the appendices attached hereto and incorporated hereunder, the following definitions shall apply.

6. "Oil" shall have the meaning set forth in Section 311(a)(1) of the CWA, 33 U.S.C. § 1321(a)(1), for the purposes of the work to be performed under this Order, and Section 1001(23) of OPA, 33 U.S.C. § 2701(23), for purposes of reimbursement of costs.
7. "Hazardous substance" shall have the meaning set forth in Section 311(a)(14) of the CWA, 33 U.S.C. § 1321(a)(14).
8. "Navigable waters" shall have the meaning set forth in Section 502(7) of the CWA, 33 U.S.C. § 1362(7) and Section 1001(21) of OPA, 33 U.S.C. § 2701(21) and 40 C.F.R. Part 110.
9. "Facility" shall have the meaning set forth in Sections 311(a)(10) and (a)(11) of the CWA, 33 U.S.C. §§ 1321(a)(10) and (a)(11), and by Sections 1001(22) and (24) of OPA, 33 U.S.C. §§ 2701(22) and (24).
10. "Discharge" shall have the meaning set forth in Section 311(a)(2) of the CWA, 33 U.S.C. § 1321(a)(2) and 40 CFR Part 110.1 for purposes of the work to be performed under this Order, and shall have the meaning set forth in Section 1001(7) of OPA, 33 U.S.C. § 2701(7), for purposes of reimbursement of cost.
11. "Order" shall mean this Order and all appendices attached hereto. In the event of conflict between this Order and any appendix, this Order shall control.
12. "National Contingency Plan" or "NCP" shall mean the National Oil and Hazardous Substances Pollution Contingency Plan, codified at 40 C.F.R. Part 300, including, but not limited to, any amendments thereto.

IV. FINDINGS OF FACT AND VIOLATIONS

13. The facility is a pipeline located at or about 719 Parkwood Avenue in Romeoville, Illinois.
14. According to the National Response Center (NRC) Report submitted by Respondent, on September 9, 2010, at approximately 1:00 pm Central Time Respondent's pipeline (a 34-inch pipe) began discharging an unknown quantity of crude oil into a storm drain. EPA responded to the reports and determined that the discharge flowed from the storm drain to an earthen drainage ditch. The earthen drainage ditch leads to an approximately 2-acre retention pond. The retention pond flows into an unnamed tributary which then flows approximately ½ mile to the Des Plaines River. To date, EPA representatives have observed both oil in the retention pond and temporary containment measures in the unnamed tributary. The discharged oil has flowed to the local wastewater treatment plant which has been forced to shut down. The National Weather Service is predicting a chance of showers and thundershowers on Friday and Saturday, September 10-11, 2010, which increases the risk of discharge to navigable waters.
15. On or about September 9, 2010, a discharge or a substantial threat of a discharge of oil, reached or may reach a tributary of the Des Plaines River or the Des Plaines River and/or the

adjoining shorelines. The unnamed tributary and the Des Plaines River are navigable waters of the United States.

16. Respondent is the owner and/or operator of the facility or vessel from which the discharge or substantial threat of a discharge took place.

V. ORDER

Respondent must comply with the following requirements:

Work to Be Performed

17. Respondent must perform the work necessary to complete the tasks described below within the dates specified and in accordance with the National Contingency Plan, 40 C.F.R. Part 300.

18. Respondent must identify a contact person responsible for the removal within 1 business day of issuance of this Order.

19. Respondent must take the following immediate stabilization and mitigation actions:

- a. Stop flow of oil from the facility by noon on September 14, 2010;
- b. Remediate source release by October 9, 2010;
- c. Deploy appropriate oil recovery and containment devices and equipment, *i.e.* skimmers, vacuum trucks, absorbent/containment booms by September 10, 2010 and thereafter;
- d. Perform air monitoring and sampling as directed by EPA and public health officials by September 10, 2010 and thereafter;
- e. Perform water, soil and sediment sampling of impacted areas as directed by EPA by September 10, 2010 and thereafter;
- f. Remediate all impacted areas in or along the storm sewer, sanitary sewer, utility corridors, the drainage ditch, retention pond, tributaries, and the Des Plaines River and adjoining shorelines, by November 9, 2010;
- g. Dispose of all site generated wastes at EPA approved disposal facilities;
- h. Record and track the volume of recovered oil during the response, including but not limited to oil, oily water and other oily materials (e.g., booms);
- i. Submit to EPA a copy of Respondent's most recent pipeline inspection report applicable to the facility by September 10, 2010; and
- j. Submit a final report to EPA detailing all work completed including monitoring and analytical data, disposal records, and all documentation related to the response by December 9, 2010.

20. Within 2 business days from the effective date of this Order, Respondent must develop and submit to EPA for approval, a Work Plan and schedule for completing the actions described above. Respondent must begin work within 1 business day of EPA approval of the Work Plan. The Work Plan must include the following tasks:

- Health and Safety Plan

- Pipeline Repair Workplan
- Sampling and Analysis Plan
- QAPP
- Oil Recovery and Containment Plan
- Source release Area Remediation Plan
- Remediation Plan for Downstream Impacted Areas
- Waste Treatment, Transportation, and Disposal Plan

21. Respondent must submit the Work Plan and all reports to:

Samuel Borries
 U.S. EPA
 On-Scene Coordinator
 Superfund Response Section
 77 W. Jackson Blvd. (SE-5J)
 Chicago, IL 60604
[Borries.samuel@epa.gov](mailto:borries.samuel@epa.gov)

and

Randa Bishlawi
 U.S. EPA
 Office of Regional Counsel
 77 W. Jackson Blvd. (C-14J)
 Chicago, IL 60604
Bishlawi.randa@epa.gov

EPA will approve, disapprove and require modifications, or modify Respondent's Work Plan. Once approved or approved with modifications, Respondent's Work Plan and schedule become an enforceable part of this Order.

Reporting Requirements

22. Respondent must submit a written report to EPA concerning actions to be performed and actions undertaken pursuant to this Order every 7 calendar days beginning on September 13, 2010, and thereafter until termination of this Order, unless otherwise directed in writing by EPA personnel. These reports must describe all significant developments during the preceding period, including work performed and any problems encountered, analytical data received during the reporting period, volume of oil recovered during the response, and developments anticipated during the next reporting period, including a schedule of work to be performed, anticipated problems, and planned resolutions of past or anticipated problems.

23. Respondent may assert a business confidentiality claim pursuant to 40 C.F.R. § 2.203(b) with respect to part or all of any information submitted to EPA pursuant to this Order, provided such claim is allowed by Section 308(b)(2) of CWA, 33 U.S.C. § 1318(b)(2). EPA shall only

disclose information covered by a business confidentiality claim to the extent permitted by, and by means of the procedures set forth at 40 C.F.R. Part 2, Subpart B. If no such claim accompanies the information when it is received by EPA, EPA may make it available to the public without further notice to Respondent. Respondent must not assert confidentiality claims with respect to any data or documents related to site conditions, sampling or monitoring.

Access to Property and Information

24. Respondent must provide access to the facility, to off-site areas where access is necessary to implement this Order, and to all documents related to conditions at the facility and work conducted under the Order. Respondent must provide this access to EPA and the United States Coast Guard and their contractors and representatives.

VI. RESERVATION OF RIGHTS AND PENALTIES

25. This Order shall not preclude EPA from taking any action authorized by the CWA, the OPA, the National Contingency Plan, or any other applicable law. EPA reserves the right to direct all activities including off-facility shipping, disposal and all other matters. Further, nothing herein shall prevent EPA from seeking legal or equitable relief to enforce the terms of this Order or from taking any other legal or equitable action as it deems appropriate and necessary, or to require the Respondent in the future to perform additional activities pursuant to the CWA, the OPA, or other applicable law.

26. Respondent must notify EPA of any response actions that are not described in this Order.

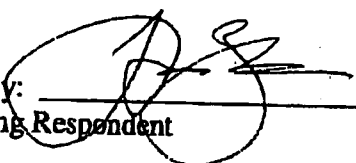
27. Violation of any term of this Order may subject Respondent to a civil penalty of up to \$37,500 per day of violation or an amount up to three times the cost incurred by the Oil Spill Liability Trust Fund as a result of such failure under Section 311(b)(7)(B) of the CWA, 33 U.S.C. § 1321(b)(7)(B), as adjusted by 74 FR 626 (Jan. 7, 2009) (to be codified at 40 C.F.R. 19.4).

VII. EFFECTIVE DATE

28. The effective date of this Order shall be the date of the receipt of this Order by the Respondent.


On-Scene Coordinator

9-10-10
Date

Received by: 
Representing Respondent

9-10-2010
Date

Copy of Signed Order to: Patrick Daniel, Enbridge Energy Limited Partnership,
Fax: 403-231-3939