



October 13, 2022
Project No. 404361001

Ms. Kate Werner
Senior Project Manager
2055 Junction Avenue, Suite 205
San Jose, California

Subject: Technical Review
Assessor Parcel Number 002-282-19 and 002-232-13
Ukiah, California 95482

Dear Ms. Werner:

Ninyo & Moore is pleased to provide this Technical Review relating to our Environmental Due Diligence Evaluation for the property located at Assessor Parcel Numbers (APNs) 002-282-19 and 002-232-13, in Ukiah, California (site, Figure 1). The site is currently vacant land with the exception of a warehouse structure located adjacent to the western site boundary. The site is bounded by a passenger train depot and E. Perkins Street to the north, vacant property to the east past which is Leslie Street and a residential development, a residential development to the south, and an abandoned railroad track to the west, past which are commercial businesses. Presented below is a summary of reports reviewed, and our findings and conclusions. The discussion of the environmental reports focuses on the pollutants identified in reports provided by MIG, Inc, and publicly available documents contained in the Department of Toxic Substances Control's (DTSC) EnviroStor, and Regional Water Quality Control Board (RWQCB) GeoTracker databases. It is to be noted that the reports summarized below have used numerous screening levels, many of which have changed over time based on changes made by regulatory agencies, and thus may no longer apply. For ease of understanding, we have compared the analytical data from the reports discussed in this technical review to the current (2019) RWQCB Environmental Screening Levels (ESLs)¹ Direct Exposure Human Health Risk Levels (Table S-1) for Commercial/Industrial Shallow Soil Exposure, with the exception of arsenic, which was compared to the RWQCB approved background concentration for arsenic of 11 milligrams per kilograms (mg/kg)². Groundwater data was compared other ESLs, including either MCL Priority 1 values (Table G-1) or Groundwater Vapor Intrusion (GVI) Human

¹ San Francisco Bay Regional Water Quality Control Board, 2019 Environmental Screening Levels, Revised 2.

² Duverge, 2011 Establishing Background Arsenic in Soil of the Urbanized San Francisco Bay Region. Dated December.

Health Risk Levels (Table GW-3) for Commercial/Industrial, and soil vapor data was compared to Subslab/Soil Gas Vapor Intrusion: Human Health Risk Levels (Table SG-1) ESLs.

SUMMARY REVIEW

A brief summary of the environmental reports reviewed by Ninyo & Moore is provided below.

2015 Phase II Environmental Site Assessment

AECOM, 2015 Phase II Environmental Site Assessment, Proposed New Ukiah Courthouse – Law and Justice Center, Ukiah, California. Dated June 10.

This document was prepared by AECOM to discuss the results of their Phase II Environmental Site Assessment (ESA) for the site. According to AECOM's Final Draft Report of this Phase II ESA, the proposed scope of services was executed in accordance with the Judicial Council of California (JCC), whom at the time, was looking into the possible construction of a new courthouse on site. Scope of services included soil, soil vapor, and groundwater sampling for total petroleum hydrocarbons (TPH), California Administrative Manual (CAM) 17 Metals, volatile organic compounds (VOCs), and polycyclic aromatic hydrocarbons (PAHs).

AECOM mainly focused on the information presented in Weston's 2011 Phase I Environmental Site Assessment (ESA)³, and their proposed Remedial Action Plan (RAP)⁴ as baseline for the planning, and execution of their follow-up investigation. As a result, a total of five combined soil and groundwater borings were advanced via direct push rig to where first groundwater was encountered, and three temporary soil gas wells were installed at five feet below ground surface (bgs). All subsurface investigation activities were proposed to, and approved by JCC. Soil samples were collected near the surface (0 to 0.5 feet bgs), at 4.5 to 5.0 feet bgs, and every 5 feet to total depth which was up to 34 feet bgs; however, only 12 soil samples, all within 10 feet bgs, were analyzed for the constituents discussed below. Groundwater samples were reported to have been collected at two discrete depths at each boring location, with one set collected at approximately 5 to 7 feet bgs (within the anticipated perched aquifer), and the second at 21 to 30 feet bgs (at the suspected regional aquifer). Soil vapor well samples were reportedly not collected due to recent rain events, and standing water observed on the day of sampling.

³ Weston Solutions, Inc., 2011a Phase I Environmental Site Assessment, Former Ukiah Rail Yard, Ukiah, California. Date April.

⁴ Weston Solutions, Inc., 2011b Final Remedial Action Plan, former Ukiah Rail Yard, Ukiah, California. Date August.

Soil and groundwater samples were analyzed for TPH as gasoline (TPHg) and TPH as diesel (TPHd) by United States Environmental Protection Agency (EPA) Method SW8015M/5030B, CAM 17 Metals by EPA Method SW6010B/6020/7470, VOC's, including benzene, toluene, ethylbenzene, and xylenes (BTEX), methyl tert-butyl ether (MTBE) by EPA Method SW8260B, and for PAHs by EPA Method 8310. The analytical results presented in this report are discussed in further detail below:

Soil Sample Results

- Arsenic was detected in soil at concentrations exceeding its background levels for arsenic in all five of the surface samples (0.5 feet bgs) collected at concentrations ranging from 12 milligrams per kilograms (mg/kg) to 39 mg/kg. Arsenic was also reported exceeding the background concentration in samples collected from both 5 and 10 feet bgs.
- The highest lead concentration on site was reported at 114 mg/kg in one surface sample, which is below the Commercial ESL of 320 mg/kg.
- VOC analytical results reported detections for only one constituent, acetone, which was detected at 5 micrograms per kilogram ($\mu\text{g}/\text{kg}$) from a surface sample. This concentration was noted to be well below the Commercial ESL of 670,000 mg/kg. No other VOC detections were reported in the analytical results for soil.
- PAH analytical results reported detections for benzo(b)fluoranthene between 0.01 mg/kg and 0.04 mg/kg and pyrene at 0.02 mg/kg, respectively in two surface samples. However, both detections did not exceed their respective Commercial ESLs of 21 mg/kg and 230,000 mg/kg.
- TPHg and TPHd were not detected above laboratory reporting limits (RLs) in any of the 12 soil samples analyzed.

Groundwater Sample Results

- Arsenic was reported above the MCL of 0.010 milligrams per liter (mg/L) in four of the five grab groundwater samples.
- Barium was detected in all five grab groundwater samples, but only found to have been above the MCL of 1.0 mg/L in one sample.
- Tetrachloroethylene (PCE) was detected in one grab groundwater sample located in the northeastern section of the site at a concentration of 1.2 micrograms per liter ($\mu\text{g}/\text{L}$), which did not exceed the primary GVI Commercial ESL of 2.8 $\mu\text{g}/\text{L}$. No other detections for PCE were reported.
- Benzo(b)fluoranthene was detected in three out of the five grab groundwater samples at a concentration of 0.2 μL , which is below the benzo(b)fluoranthene MCL of 0.25 μL .
- No other metals, VOCs, PAH or TPH compounds were reported in any of the five grab groundwater samples.

Based on the analytical results reported above, shallow site soils were reportedly impacted with elevated arsenic concentrations above background levels. PCE was also reported in groundwater in one sample, but was below the GVI Commercial ESL.

This report also contained a copy of the site Land Use Covenant (LUC) that was prepared on October 14, 2014 by RWQCB, North Coast Region. The covenant states that the property is acceptable to all uses except residential uses, hospital uses, and public or private school uses for persons under 21 years of age.

2012 Phase II Subsurface Investigation Report

Bureau Veritas North America, Inc., 2012 Final Draft Phase II Subsurface Investigation Report, Proposed New Ukiah Courthouse – Site 5, Ukiah, California. Dated May 8.

This document was prepared to discuss the results of Bureau Veritas' Phase II subsurface investigation activities on site as part of an agreement with the JCC. The background information used as a basis for this assessment was the Draft Phase I ESA report for the same site, which was also overseen and prepared by Bureau Veritas. The results were to be reviewed as part of JCC's due diligence process for determining the site's suitability for future development as a community courthouse.

The scope of services proposed included the advancement of two soil and groundwater borings to depths of approximately 20 feet bgs. Select samples were analyzed for TPHg by EPA Method 8260, TPHd and TPHmo by EPA Method 8015M w/ silica gel clean-up, VOCs by EPA Method 8260B, CAM 17 metals by EPA Method 6000/7000 series methods, hexavalent chromium (Cr VI) by EPA Method 218.6, and soluble threshold limit concentration (STLC) for total chromium and hexavalent chromium. A total of four soil samples and two grab groundwater samples were reported to have been collected, with soil samples collected between the 1.0 to 1.5- feet bgs, and 3.5 to 4-feet bgs. The analytical results reported are discussed below.

Soil Sample Results

- VOCs in soil were not detected above the laboratory reporting limits, nor were they above established Commercial ESLs.
- TPHg, TPHd, and TPHmo in soil were not detected above laboratory reporting limits.
- Arsenic in soil was reported below background concentrations (e.g 11 mg/kg).
- Total chromium was detected in soil at concentrations ranging from 31 mg/Kg to 50 mg/Kg, however no Commercial ESLs are established for total chromium, so one sample was analyzed for hexavalent chromium, which was reportedly non-detect. The one samples that reported

chromium at 50 mg/kg was analyzed for solubility using the soluble threshold limit concentrations (STLC) waste extraction test (WET). The WET result was 0.077 milligrams per liter (mg/L), which is below the STLC 5.0 mg/L.

- Other metals detected in soils were all found to be below Commercial ESLs.

Groundwater Sample Results

- TPHg was not detected in groundwater above the laboratory reporting limit. However, TPHd, was not detected above the MCL of 200 µg/L. There are no established MCLs for TPHmo.
- VOCs were not detected in any of the analyzed groundwater samples above the laboratory reporting limits.

This report provided limited data for the site. Only metals were detected above reporting limits in soils, and those metals reported were within background ranges. Groundwater was impacted with TPHd and TPHmo; however, the TPHd concentrations did not exceed MCLs and there are no MCLs for TPHmo. Because there were no TPHd or TPHmo impacts to soils, the groundwater impacts may be from an off-site source. This report concluded that a Soil Management Plan (SMP) should be prepared prior to Site construction in order to manage contaminated soils.

2011 Remedial Action Plan Former Ukiah Rail Yard

Weston Solutions, Inc., 2011b Remedial Action Plan, Former Ukiah Rail Yard, Ukiah, California. Dated August 18.

This document discussed and summarized the analytical results presented in previous environmental investigations in order to propose an adequate remediation approach for the site. Previous site activities and work plans overseen by Weston were reportedly completed in three separate events, the first in December of 2010⁵, the second in January of 2011⁶, and the third in April of 2011⁷.

The first two investigations were focused on the southern portion of the site (i.e., the portion located south of Gibson Creek), and the third investigation focused on the northern portion of the site (i.e.,

⁵ *Weston Solutions, Inc., 2010 Site Investigation Work Plan, Former Ukiah Rail Yard, Ukiah, California. Dated December.*

⁶ *Weston Solutions, Inc., 2011c Site Investigation Work Plan Addendum, Former Ukiah Rail Yard, Ukiah, California. Dated March.*

⁷ *Weston Solutions, Inc., 2011d Site Characterization Report, Former Ukiah Rail Yard, Ukiah, California. Dated May.*

the portion located north of Gibson Creek). Scope of services for the aforementioned site investigations included soil, soil vapor, and groundwater sampling across the northern and southern portions of the property in order to further evaluate the extent of TPH, PAH, VOC, and CAM 17 metal impacts to soil, soil vapor, and groundwater highlighted in previous environmental investigations.

The analytical results produced by Weston's follow-up investigation highlighted multiple constituents above established screening levels. This includes PCE in soil vapor; TPHd and TPHmo, PAHs, and arsenic in soil; and TPHd, TPHmo, PAHs, and lead in groundwater. Further detail regarding the results is provided below.

Soil Vapor Sample Results

- Twenty-five of the 29 soil vapor samples had detectable PCE ranging from 0.10 to 1.7 micrograms per cubic meter (μ/m^3). These results are below the current RWQCB Vapor Intrusion Commercial ESLs of $67 \mu/m^3$

Soil Sample Results

- Nine of the 15 soil samples collected had concentrations of TPHd which ranged from 130 to 5,360 mg/Kg. Several shallow soil samples exceeded the current Commercial ESL of 1,200 mg/kg.
- Four PAHs (benzo(a)anthracene, benzo(a)pyrene (BaP), benzo(b)fluoranthene, and dibenzo(a,h)anthracene) were detected in a single shallow soil sample within the east-central portion of the site. Concentrations were detected at 1,320 $\mu g/kg$, 953 $\mu g/kg$, 1,480 $\mu g/kg$, and 342 $\mu g/kg$ for each analyte respectively. These concentrations are all below Commercial ESLs.
- Fourteen shallow soil samples, collected from 0.5 and 2.0 feet bgs, were analyzed for arsenic. One additional sample was collected at 5-feet bgs and also analyzed for arsenic. Arsenic concentrations ranged from 3.74 to 19.5 mg/kg, with only one shallow sample reported above the background concentration of 11 mg/kg (12.2 mg/kg). The only other sample above background (reported at 19.5 mg/kg) was collected at 5.0 feet bgs.
- No Lead, TPHg, TPHd, TPHmo, PCB, PAH, or other VOC concentrations were detected above reporting limits in soil samples collected between the ground surface and 5 feet bgs.

Groundwater Sample Results

- Groundwater samples were collected from the perched and regional aquifers. The deepest sample depth from the perched aquifer was 14.0 feet bgs and the deepest sample collected from the regional aquifer was 29.5 bgs.
- PCE concentrations from groundwater samples collected during the 2011 Weston investigation reported concentrations of PCE in perched aquifer samples from 1.11 micrograms per liter (μ/L) to 4.01 μ/L . PCE was also reported in the regional aquifer samples ranging from 0.77 μ/L to 4.92 μ/L . Six groundwater samples exceeded the groundwater GVI Commercial ESL level of 2.8 $\mu g/L$.
- One groundwater sample out of the 29 had a BaP concentration detection of 0.085 $\mu g/L$, which exceeded the current MCL of 0.002 $\mu g/L$. The sample was collected from perched aquifer at

approximately 12 feet bgs in the southern portion of the property. No further PAHs were detected in groundwater during the time of this investigation.

- One groundwater sample of the 29 collected had a detected lead concentration of 9.7 µg/L, which is below the MCL of 15 µg/L. The sample was collected from the regional aquifer. No additional CAM 17 metals were detected in groundwater above their respective site screening concentrations.

In summary, PCE was reported below soil vapor ESLs in all samples, but above the GVI Commercial ESL in several groundwater samples collected.

2011 Initial Environmental Study and Mitigated Negative Declaration

City of Ukiah Department of Planning and Community Development, 2011 Railroad Depot Site Land Acquisition and Sale, Soil Contamination Remediation, Dated July.

This document provided guidance on site remediation for the site and adjacent parcels in the event that the City of Ukiah had purchased the site for redevelopment. The City would retain a consultant to 1) remediate the property by implementing a Remedial Action Plan that included removing up to 1,150 cubic yards of impacted soils, 2) conduct downwind air monitoring during soil disturbance activities, 3) collect confirmation samples, 4) providing clean backfill materials and, 5) prepare a Remedial Action Completion Report (RACR).

2008 Soil and Groundwater Investigation – Proposed Skateboard Park

EBA Engineering, 2008 Report of Investigation, Proposed Skateboard Park Development, Former Union Pacific Railroad Depot, Ukiah, California. Dated August 14.

This document discussed and summarized the analytical results of the soil investigation conducted by EBA Engineering (EBA) in accordance with the City of Ukiah Recreation and Parks Department (URPD) for the proposed skateboard park development location. Previous investigations conducted by Geomatrix Consultants Inc. (Geomatrix), as well as a previous Soil and Groundwater Sampling Work plan submitted by EBA were referenced as a basis for this investigation.

The scope of services included the advancement of a total of 18 borings between the surface and 5-foot bgs for the collection soil samples. Six of the borings were extended to between 9.5 to 11 feet bgs for the collection of groundwater samples. The samples were analyzed for VOCs by EPA Method 8260B, TPHg, TPHd (w/ silica gel cleanup) and TPHmo by EPA Method 8015, CAM 17 Metals by EPA Method 6020A/200.8 for soils and groundwater respectively, and PAHs by Method 8270.

Soil Sample Results

- TPHd was detected in shallow soils (0.5 and 2.0 feet bgs) in seven soil samples at concentrations ranging from 23 to 490 mg/kg. Two samples collected from 5.0 feet bgs were also reported at 382 mg/kg and 448 kg/kg. TPHmo was also detected in nine shallow soil samples at concentrations ranging from 28.7 to 1,090 mg/kg; and between 681 and 795 mg/kg in two 5.0 feet bgs samples. None of these samples exceeded the current Commercial ESLs for TPHD or TPHmo.
- Various PAHs were detected in almost all of the shallow soil samples collected on site, and 14 of those samples exceeded the current BaP Commercial ESL. BaP was the most consistent PAH exceeding their respective ESL.
- Arsenic, barium, chromium, cobalt, copper, lead, mercury, nickel, vanadium, and zinc were the only metals with concentrations reported at or above the reporting limits for soils. However, of these detections only arsenic was reported above the background concentrations of 11 mg/kg. The samples ranged between 12.2 and 86.6 mg/kg and were reported in shallow soils between the surface and 2-feet bgs.
- PCE was analyzed in surface soils (0 to 0.5 feet bgs) and detected in two of the eighteen samples collected at concentrations of 2.09 mg/kg and 2.03 µg/kg respectively. These concentrations were below the PCE Commercial ESL.

Groundwater Sample Results

- TPHg, TPHd, and TPHmo were not detected in any groundwater samples at or above their respective laboratory reporting limits.
- No PAH compounds were detected above their respective MCLs or ESLs with the exception of benzo(a)anthracene.
- Barium, chromium, copper, molybdenum, nickel, selenium, vanadium, and zinc were detected in all the grab groundwater samples at or above their reporting limits. However, none exceeded their respective MCLs or ESLs.
- PCE was detected in all grab groundwater samples at concentrations ranging from 1.54 to 2.67 µg/L, which are all above the current GVI Commercial ESL.

In summary, the shallow soils are impacted with PAHs (primarily BaP) and arsenic exceeding current Commercial ESLs and background concentrations. In addition, PCE was reported in all groundwater samples exceeding the PCE GVI Commercial ESL.

1999 Results of Soil and Groundwater Sampling

Geomatrix Consultants, Inc., 1999 Results of Soil and Groundwater Sampling, Union Pacific Railroad, Ukiah, California. Dated July.

Geomatrix conducted a soil and groundwater investigation on site. The investigation included the advancement of 11 combined soil and grab groundwater borings. Each boring location were selected based upon historic site features and observations made during the Phase I and Phase II investigations⁸. Soil samples were analyzed for TPHd and TPHmo using EPA Method 8015M, PAHs using EPA Method 8270-SIM, and Title 22 Metals using EPA Method 6010B, while groundwater samples were only analyzed for TPHd using EPA Method 8015M, PAHs using EPA Method 8270 SIM, and VOCs using EPA Method 8260B.

The analytical results are further discussed below.

Soil Sample Results

- TPHd was detected at concentrations ranged from 2.4 to 30 mg/kg in two of the 11 soil samples, while TPHmo was detected in all 11 samples at concentrations ranging from 4 mg/kg to 620 mg/kg. None of these sample results exceed the current Commercial ESLs.
- BaP was the only PAH detected and was reported in one sample at 476 µg/kg, which was below the Commercial ESL.
- Arsenic was reported in 15 samples at concentrations between 23 mg/Kg to 56 mg/kg exceeding the current background concentration for arsenic.

Groundwater Sample Results

- PCE was the only VOC detected, and it was reported in two of the collected groundwater samples, with concentrations of 5.7 µg/L and 6.0 µg/L respectively, which exceed the current GVI Commercial ESL.

In summary, arsenic exceeded the background concentration in several soil samples collected and PCE in groundwater exceeded its current GVI Commercial ESL in two site samples.

Results of Soil and Groundwater Sampling

Geomatrix, Results of Soil and Groundwater Sampling, Union Pacific Railroad Company, Former Ukiah Station, Perkins Street, Ukiah, California. Dated July

⁸ Geomatrix Consultants, Inc., 1995 Phase I and Phase II Soil and Groundwater Report, Ukiah, California. Dated July.

This report was not dated; however, the tables indicate that soil and groundwater samples were collected in March 1999. Geomatrix collected soil samples from 22 borings at the former Union Pacific property; however, only three soil borings were located within the Site boundaries. Two of the samples were located east and adjacent to the existing Site warehouse, and one was located in the southwestern portion of the Site. The boring samples were analyzed for TPHd and TPHmo using EPA Method 8015M, PAHs using EPA Method 8270-SIM, and Title 22 Metals using EPA Method 6010B, while groundwater samples were only analyzed for TPHd using EPA Method 8015M, PAHs using EPA Method 8270 SIM, and VOCs using EPA Method 8260B.

The analytical results are further discussed below.

Soil Sample Results

- Neither TPHd or TPHmp was detected above laboratory reporting limits in the Site samples.
- Several PAHs were detected above laboratory reporting limits, but none of the PAHs were reported above Commercial ESLs.
- Arsenic was reported in all three boring locations at bot surface and 2.5 - foot bgs samples exceeding the background limit of 11 mg/kg. Arsenic concentrations ranged from 30 mg/kg to 49 mg/kg.

Groundwater Sample Results

- Only one groundwater sample was collected on Site. The sample was collected in the southwestern section of the Site, and no constituents were detected above their respective laboratory reporting limits.

1995 Phase I and Phase II Soil and Groundwater Report

Geomatrix Consultants, Inc., 1995 Phase I and Phase II Soil and Groundwater Report, Union Pacific Railroad, Ukiah, California. Dated July.

Geomatrix Consultants conducted a Phase I and Phase II Environmental Site Assessment (ESA) for the former Union Pacific railroad facilities located in Ukiah, California.

Phase I ESA Results

During their Phase I investigation performed in August 1995, Geomatrix reportedly reviewed structure record index and valuation maps provided to them by the Southern Pacific Transportation Company. The maps identified two-stall roundhouses and a turntable historically located at the southern portion of the property. Additional features observed related to the aforementioned roundhouse operations and included a drainage and oil sump, two oil columns, and a large aboveground oil storage tank (AST), a Sanderlock and Dawson tank platform, a motor car house,

and a tool house were also noted to have been located on site. No additional information was reported regarding these structures.

During the site reconnaissance portion of this Phase I inspections of an existing Warehouse Building (operating as a beverage distribution facility at the time) on site, and the existing Passenger Depot Building were conducted. No environmental concerns regarding these buildings were reported by Geomatrix during their site reconnaissance. The adjacent properties located to the east along Leslie Street were noted to have been occupied by auto service shop, Ukiah Recycle and Salvage, and an automotive service center. Stained soils, which were noted to be potentially impacted by waste oil, were observed along the eastern fence line of the property adjacent to the former Union Oil of California facility (Unocal Bulk Plant #0813 Geotracker No. T0604593441).

Phase II ESA Results

As a result of the findings reported in the Phase I, a Phase II ESA was conducted by Geomatrix. The Phase II ESA scope of work included the installation of 12 soil borings advanced at randomly selected locations along the western half of the site, with two of those borings advanced off site at the western side of the main rail track, across from the approximate area of the existing Warehouse Building.

Soil samples were collected at four discrete depths at each boring location and vertically composited for laboratory analysis. The samples were analyzed for TPHd and TPHmo using EPA Method 8015M, semi-volatile organic compounds (SVOCs) using EPA Method 8270C, VOCs using EPA Method 8260B, and Title 22 Metals using EPA Method 6010C. None of the analyzed samples reported detectable concentrations of TPHd, TPHmo, or SVOCs. According to the Phase II ESA report discussion, lead and zinc were detected in elevated concentrations relative to the screening criteria in one of the site composite samples; however, all sample results were less than the remedial criteria. Because the tables in the report were a poor copy of the original, and the lead and zinc results were not readable, we could not compare them to our screening criteria.

Regulatory Database Review

A review of the RWQCB Geotracker and DTSC Envirostor databases was conducted. No open or closed cases were listed in Geotracker for the site parcels; however, the adjacent parcel to the east listed two open cases and two closed cases. The closed cases are listed as:

- Union Pacific Rail Road, 309 Perkins Street, East, Ukiah, California.
- DZ, Inc, 134 Leslie Street, Ukiah, California

The open cases are listed as:

- Old Leslie Street Gas Plant, Leslie Street, Ukiah, CA
- Unocal Bulk Plant #0813, 122 Leslie Street, Ukiah CA

One report was reviewed from the closed Union Pacific Rail Road case that was related to the Site. The *Report of Remedial Actions*⁹ summarized soil removal activities based on action level exceedances for PAHs, mainly BaP, and TPHd in several areas within the former railyard at the Ukiah Depot on Perkins Street. Most of the soil remediation discussed in this report was conducted within the eastern Union Pacific Parcels which were occupied by railroad spurs, an oil tank, drain sump and a turntable and roundhouse (Figure 2); however, one area of soil remediation was conducted on Site. The area of soil remediation was located within the southern area of the Site and is referenced as the *Former Building, 200 Clay Street* on Figure 2. The report indicated that contaminated soil was excavated in October 2013 to approximately 1.5 feet bgs in a 525 square foot area, and to 2.5 feet bgs in a 75 square foot area on the north site of the structure. Subsequent to soil removal, the area was backfilled with clean fill and/or hardscape material.

The other three Geotracker cases were reviewed; however, there were no reports that were prepared for the Site, so no additional document reviews were conducted. In addition, no open or closed cases were noted in Envirostor for the Site or adjacent properties.

Conclusions

Existing Site Conditions

The most recent site data from the *2015 AECOM Phase II ESA* reported that arsenic was detected in soil at concentrations exceeding the RWQCB acceptable background levels (11 mg/kg) in all five of the surface samples collected at concentrations ranging from 12 milligrams per kilograms (mg/kg) to 39 mg/kg. Arsenic was also reported exceeding the background concentration in samples collected from both 5 and 10 feet bgs. Lead was reported at elevated concentrations at 114 mg/kg in one surface sample, which is below the Commercial ESL of 320 mg/kg. No other constituents in soils appears to be a concern on site. Groundwater has historically been impacted by PCE from an off-site source, and it was reported in one sample at 1.2 µ/L, which is below the GVI Commercial ESL.

⁹ The McEdwards Group, 2014 Report of Remedial Actions, Former Railyard/Ukiah Depot, Ukiah, California. Dated June 6.

Based on our review of the environmental documents discussed herein, very little soil and no groundwater remediation has been conducted on site. The only documentation that reported soil remediation was the 2014 McEdwards Group *Report of Remedial Action*, which indicated that only a small portion of impacted soils was remediated (through excavation activities) on-Site. The soil remediation area was within a small area (approximately 575 square feet) north of the 200 Clay Street structure (Figure 2). Most of the soil remediation discussed in the McEdwards Report was conducted within the eastern Union Pacific parcels which were historically occupied by railroad spurs, an oil tank, drain sump and a turntable and roundhouse.

Site Conditions in Relation to Mitigation Measures in the Draft Environmental Impact Report¹⁰

According to Draft Environmental Impact Report (EIR) mitigation measure 4.6-2, the results of Phase II ESA *shall inform the development of a Hazardous Material Removal and/or Management Plan.*” Two Phase II ESAs were prepared subsequent to the October 2011 EIR and only the 2012 Bureau Veritas report recommended that a SMP be prepared in the event soils are required to be managed or mitigated onsite as part of redevelopment and satisfying mitigation measure 4.6-2. The AECOM report did not recommend any construction mitigation measures and does not satisfy mitigation measure 4.6-2.

Ninyo & Moore concurs that a SMP should be prepared for the Site. The SMP should contain components that assist the contractors and consultant in mitigating any potential health risks to site occupants and neighboring properties. Components of the SMP should be: information on physical characteristics of the Site, program participant roles and responsibilities, project schedules, a description of historical site uses and existing site conditions, a summary of previous soil, soil vapor and groundwater investigations, a discussion pre-field and field activities and reporting, regulatory screening criteria, soil and groundwater management objectives, best management practices and dust and air monitoring procedures.

The *Impact 4.6-2* Section of the EIR indicates that TPH compounds, select metals and PCE have been detected in site soil and groundwater at concentrations above cleanup criteria and that excavation activities may expose soil and/or groundwater contamination during construction activities. Because of these potential hazards, a site-specific Health and Safety Plan (HASP) should be prepared for all Site contractors. The HASP will discuss Site hazards and will contain action levels

¹⁰ RBF Consulting, 2011 New Ukiah Courthouse Draft Environmental Impact Report. Dated July

that will need to be monitored so that Site workers will remain safe from exposure to site constituents of concern through dust and vapor exposure.

LIMITATIONS

The environmental services described in this report have been conducted in general accordance with current regulatory guidelines and the standard-of-care exercised by environmental consultants performing similar work in the project area. No warranty, expressed or implied, is made regarding the professional opinions presented in this report. Variations in site conditions may exist and conditions not observed or described in this report may be encountered during subsequent activities. Please also note that this study did not include an evaluation of geotechnical conditions or potential geologic hazards.

Ninyo & Moore's opinions and recommendations regarding environmental conditions, as presented in this report, are based on limited subsurface assessment and chemical analysis from reports that were not prepared by Ninyo & Moore. Further assessment of potential adverse environmental impacts from past on-site and/or nearby use of hazardous materials may be accomplished by a more comprehensive assessment. The samples collected and used for testing, and the observations made, are believed to be representative of the area(s) evaluated; however, conditions can vary significantly between sampling locations. Variations in soil and/or groundwater conditions will exist beyond the points explored in this evaluation.

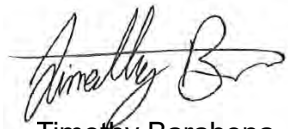
The environmental interpretations and opinions contained in this report are based on the results of testing done by others. The laboratory tests and analyses were intended to detect the presence and concentration of specific chemical or physical constituents in samples collected from the subject site. The testing and analyses have been conducted by an independent laboratory which is certified by the State of California to conduct such tests. Ninyo & Moore has no involvement in, or control over, such testing and analysis. Ninyo & Moore, therefore, disclaims responsibility for any inaccuracy in such laboratory results.

Our conclusions, recommendations, and opinions are based on an analysis of the observed site conditions. It should be understood that the conditions of a site could change with time as a result of natural processes or the activities of man at the subject site or nearby sites. In addition, changes to the applicable laws, regulations, codes, and standards of practice may occur due to government action or the broadening of knowledge. The findings of this report may, therefore, be invalidated over time, in part or in whole, by changes over which Ninyo & Moore has no control. This document is intended to be used only in its entirety. No portion of the document, by itself, is designed to completely represent any aspect of the project described herein. Ninyo & Moore should be contacted

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Sincerely,
NINYO & MOORE



Timothy Barahona,
Senior Staff Engineer



Kristopher M. Larson, PG 8059
Principal Geologist

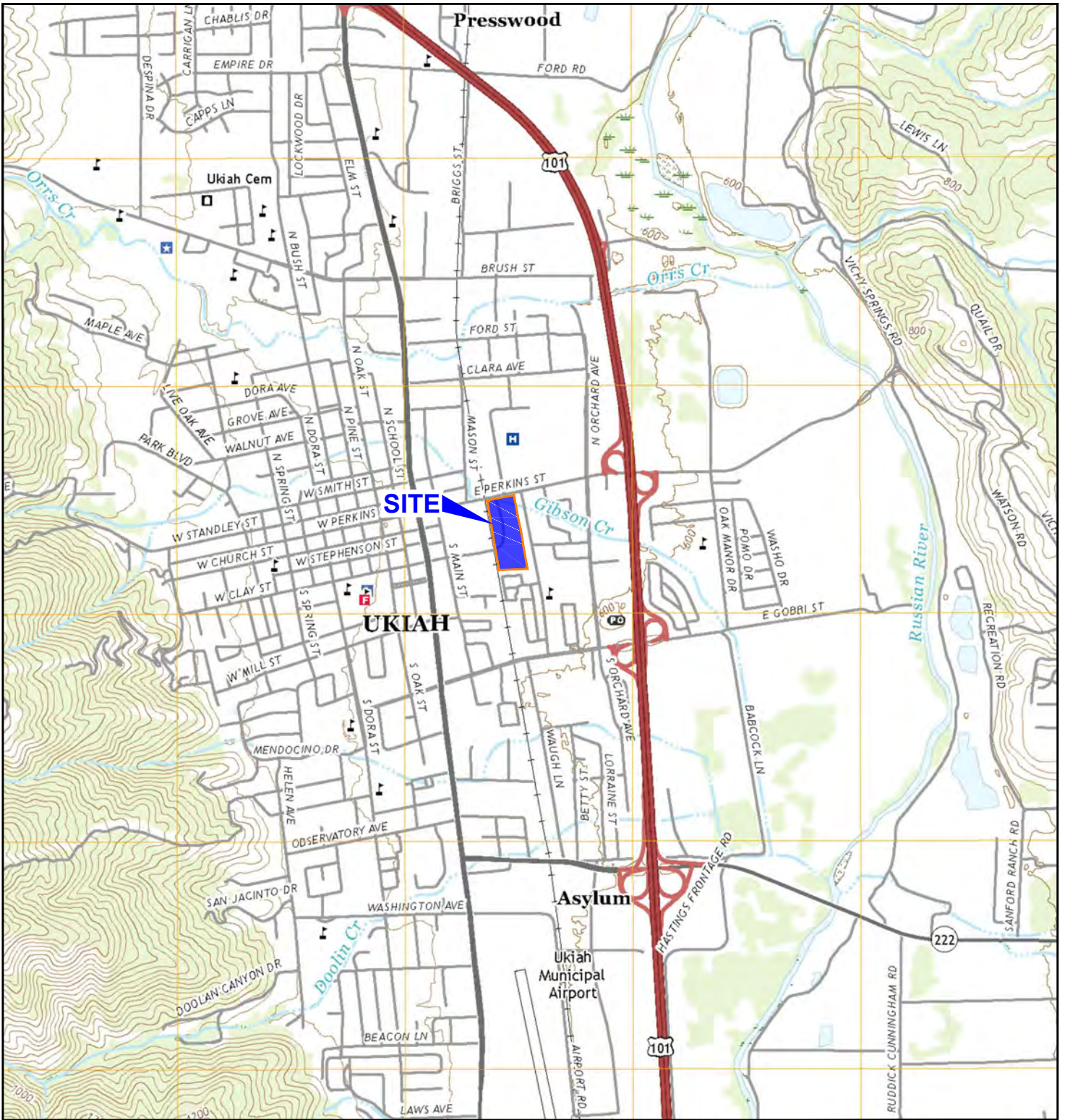


TB/KML/gvr

Attachments: Figure 1 – Site Plan
Figure 2 – Site Location
Appendix A – Covenant to Restrict use of Property, Environmental Restriction



FIGURES



404361001.dwg 09/14/2022 AEK

NOTE: DIMENSIONS, DIRECTIONS, AND LOCATIONS ARE APPROXIMATE | REFERENCE: USGS, 2018

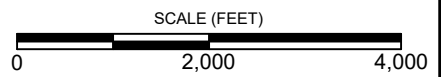
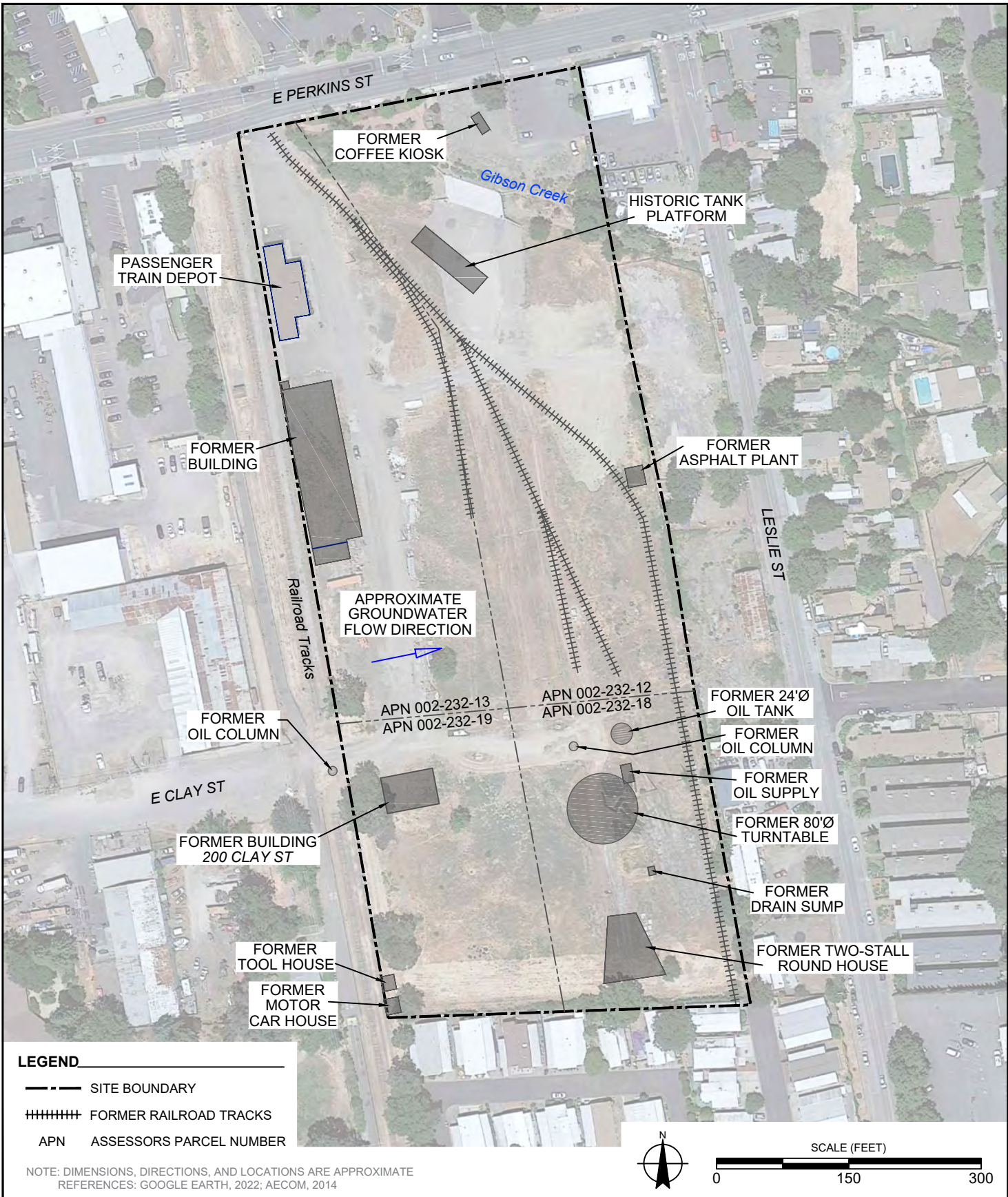


FIGURE 1

SITE LOCATION

FORMER UPPR
 200 CLAY STREET
 UKIAH, CALIFORNIA
 404361001 | 10/22



404361001.dwg 09/27/2022 AEK

FIGURE 2



APPENDIX A

Covenant to Restrict use of Property, Environmental Restriction

2014-12327

Recorded at the request of:
NORTH COAST RAILROAD AUTHORITY
10/15/2014 11:57 AM
Fee: \$40.00 Pgs: 1 of 10

OFFICIAL RECORDS
Susan M. Ranochak - Clerk-Recorder
Mendocino County, CA

Recording Requested By:
North Coast Railroad Authority

When Recorded, Mail To:
Mr. Matthias St. John, Executive Officer
California Regional Water Quality Control Board
North Coast Region
5550 Skylane Boulevard, Suite A
Santa Rosa, California 95403



COVENANT AND ENVIRONMENTAL RESTRICTION
ON PROPERTY

Union Pacific Railroad
309 Perkins Street, Ukiah
APN: 002-232-13 and 002-282-19
NCRWQCB CASE 1NMC397

This Covenant and Environmental Restriction on Property ("Covenant") is made as of the 14 day of October, 2014 by North Coast Rail Authority ("Covenantor") who is the Owner of record of a certain property situated at 309 Perkins Street, in the City of Ukiah, County of Mendocino, State of California, which is more particularly described in Exhibit A and Exhibit B attached hereto and incorporated herein by this reference (hereinafter referred to as the "Burdened Property"), for the benefit of the California Regional Water Quality Control Board, North Coast Region ("Board"), with reference to the following facts:

A. Nature of Covenant. This Covenant is an environmental covenant provided for by Civil Code section 1471 and required by the Board pursuant to Water Code section [13304 or 13307.1] because the Burdened Property is contaminated by hazardous materials as defined in section 25260 of the Health and Safety Code.

B. Contamination of the Burdened Property. The soil and groundwater at the Burdened Property were contaminated by historic railroad operations, including train locomotive services, fueling facilities and an asphalt plant. The known contamination originally consisted of organic chemicals including petroleum hydrocarbons and polynuclear aromatic hydrocarbons that constitute hazardous materials as that term is defined in Health & Safety Code section 25260. By means of excavation, the known contamination has been reduced to levels acceptable to all uses except residential use, hospital uses or public or private school uses for persons under 21 years of age.

C. Exposure Pathways. The contaminants addressed in this Covenant are present in the soil and groundwater at the Burdened Property. Without the restrictions prohibiting specific uses contained in this covenant, exposure to these contaminants could take place via in-place contact resulting in dermal contact, inhalation, or ingestion by humans. The

risk of public exposure to the contaminants has been substantially lessened by the remediation and controls described in this covenant.

D. Land Uses and Population Potentially Affected. The majority of the Burdened Property is currently undeveloped. Existing current use is commercial and light industrial. Land uses in the area surrounding the Burdened Property are residential, commercial, and light industrial.

E. Disclosure and Sampling. Disclosure of the presence of hazardous materials on the Burdened Property has been made to the Board and extensive sampling of the Burdened Property has been conducted.

F. Use of Burdened Property. The Covenantor desires and intends that in order to benefit the Board, and to protect the present and future public health and safety, the Burdened Property shall be used in such a manner as to avoid potential harm to persons or property that might result from any hazardous materials that might remain deposited on portions of the Burdened Property.

ARTICLE I GENERAL PROVISIONS

1.1 Provisions to Run with the Land. This Covenant sets forth protective provisions, covenants, conditions and restrictions (collectively referred to as "Restrictions") upon and subject to which the Burdened Property and every portion thereof shall be improved, held, used, occupied, leased, sold, hypothecated, encumbered, and/or conveyed. These Restrictions are reasonably necessary to protect present and future human health and safety or the environment as a result of the presence on the land of hazardous materials. Each and all of the Restrictions shall run with the land and pass with each and every portion of the Burdened Property, and shall apply to, inure to the benefit of, and bind the respective successors, assigns, and lessees thereof for the benefit of the Board and all Owners and Occupants. Each and all of the Restrictions: (a) are imposed upon the entire Burdened Property, unless expressly stated as applicable to a specific portion of the Burdened Property; (b) run with the land pursuant to section 1471 of the Civil Code; and (c) are enforceable by the Board.

1.2 Concurrence of Owners and Lessees Presumed. All purchasers, lessees, and possessors of all or any portion of the Burdened Property shall become Owners or Occupants as defined herein and shall be deemed by their purchase, leasing, or possession of the Burdened Property to be bound by the Restrictions and to agree for and among themselves, their heirs, successors, and assignees, and the agents, employees, and lessees of such owners, heirs, successors, and assignees, that the Restrictions herein established must be adhered to for the benefit of the Board and all Owners and Occupants, and that the interest of all Owners and Occupants of the Burdened Property shall be subject to the Restrictions.

1.3 Incorporation into Deeds and Leases. The Covenantor desires and covenants that the Restrictions shall be incorporated in and attached to each and all deeds and leases of all or any portion of the Burdened Property. Recordation of this Covenant shall be deemed binding on all successors, assigns, and lessees, regardless of whether a copy of this Covenant has been attached to or incorporated into any given deed or lease.

1.4 Purpose. It is the purpose of this instrument to convey to the Board real property rights, which will run with the land, to facilitate the remediation of past environmental contamination and to protect human health and the environment by reducing the risk of exposure to residual hazardous materials.

ARTICLE II DEFINITIONS

2.1 Board. "Board" shall mean the California Regional Water Quality Control Board for the North Coast Region and its staff, and shall include its successor agencies, if any.

2.2 Improvements. "Improvements" shall mean all buildings, structures, roads, driveways, gradings, re-gradings, and paved areas, constructed or placed upon any portion of the Burdened Property.

2.3 Occupant or Occupants. "Occupant" or "Occupants" shall mean Owners and those persons entitled by ownership, leasehold, or other legal relationship to the right to use and/or occupy all or any portion of the Burdened Property.

2.4 Owner or Owners. "Owner" or "Owners" shall mean the Covenantor and Covenantor's successors in interest who hold title to all or any portion of the Burdened Property.

ARTICLE III DEVELOPMENT, USE AND CONVEYANCE OF THE BURDENED PROPERTY

3.1 Restrictions on Development and Use. The Covenantor promises to restrict the use of the Burdened Property as follows:

a. Development and use of the Burdened Property shall be restricted to industrial, commercial, and/or office space;

b. No human occupation for residency such as single family homes or apartment buildings used by humans as a place of abode shall be permitted on the Burdened Property;

c. No hospitals shall be permitted on the Burdened Property;

d. No public or private schools for persons under 21 years of age shall be permitted on the Burdened Property;

e. No Owner or Occupant shall conduct or permit any excavation work on the Burdened Property, unless expressly permitted in writing by the Board. Any contaminated soils brought to the surface by grading, excavation, trenching, or backfilling shall be managed by the Owner, Owner's agent, Occupant or Occupant's agent in accordance with all applicable provisions of local, state, and federal law and in accordance with a soil management plan submitted to, reviewed by, and concurred with by the Board;

f. Any excavation conducted on the Burdened Property shall be performed pursuant to an appropriate and fully implemented Health and Safety Plan;

g. No Owner or Occupant shall drill, bore, otherwise construct, or use a well for the purpose of extracting water for any use, including but not limited to, domestic, potable, or industrial uses, unless expressly permitted in writing by the Board; nor shall the Owner or Occupant permit or engage any third party to do such acts;

h. The Covenantor agrees that the Board, and any persons acting pursuant to Board orders, shall have reasonable access to the Burdened Property for the purposes of inspection, surveillance, maintenance, or monitoring as provided in Division 7 of the Water Code; and

i. No Owner or Occupant shall act in any manner that threatens or is likely to aggravate or contribute to the existing contaminated conditions of the Burdened Property.

3.2 Enforcement. Failure of an Owner or Occupant to comply with any of the Restrictions set forth in Paragraph 3.1 shall be grounds for the Board, by the authority of this Covenant, to require that the Owner or Occupant modify or remove, or cause to be modified or removed, any Improvements constructed in violation of that Paragraph. Violation of this Covenant shall also be grounds for the Board to file civil actions against the Owner or Occupant as provided by law. Nothing in this Covenant shall limit the Water Board's authority under Division 7 (commencing with section 13000) of the Water Code or other applicable laws.

3.3 Notice in Agreements. After the date of recordation hereof, all Owners and Occupants shall execute a written instrument which shall accompany all purchase agreements or leases relating to all or any portion of the Burdened Property. Any such instrument shall contain the following statement:

The land described herein contains hazardous materials in soils and in the groundwater under the property, and is subject to a Covenant and Environmental Restriction dated as of October 14, 2014, and recorded on October 14, 2014, in the Official Records of Mendocino County, California, as Document No. 2014-12327 which Covenant and Environmental Restriction imposes certain covenants, conditions, and restrictions on usage of the property described herein. This statement is not a declaration that a hazard exists.

ARTICLE IV
VARIANCE AND TERMINATION

4.1 Variance. Any Owner or, with the Owner's written consent, any Occupant may apply to the Board for a written variance from the provisions of this Covenant.

4.2 Termination. Any Owner or, with the Owner's written consent, any Occupant may apply to the Board for a termination of the Restrictions as they apply to all or any portion of the Burdened Property.

4.3 Term. Unless terminated in accordance with Paragraph 4.2 above, by law or otherwise, this Covenant shall continue in effect in perpetuity.

ARTICLE V
MISCELLANEOUS

5.1 No Dedication Intended. Nothing set forth herein shall be construed to be a gift or dedication, or offer of a gift or dedication, of the Burdened Property or any portion thereof to the general public.

5.2 Notices. Whenever any person gives or serves any notice, demand, or other communication with respect to this Covenant, each such notice, demand, or other communication shall be in writing and shall be deemed effective (a) when delivered, if personally delivered to the person being served or an official of a government agency being served, or (b) three (3) business days after deposit in the mail if mailed by United States mail, postage paid certified, return receipt requested, addressed:

If To: "Covenantor"

North Coast Railroad Authority
Executive Director
419 Talmage Road, Suite M *
Ukiah, CA 95482

*Or NCRA address on file with the Secretary of State's Roster of Public Agencies

If To: "Board"

Regional Water Quality Control Board
North Coast Region
Attention: Executive Officer
5550 Skylane Boulevard, Suite A
Santa Rosa, California 95403

5.3 Partial Invalidity. If any portion of the Restrictions or terms set forth herein is determined by a court having jurisdiction to be invalid for any reason, the remaining portion shall remain in full force and effect as if such portion had not been included herein.

5.4 Recordation. This instrument shall be executed by the Covenantor and by the Executive Officer of the Board. This instrument shall be recorded by the Covenantor in the County of Mendocino within ten (10) days of the date of execution.

5.5 References. All references to Code sections include successor provisions.

5.6 Construction. Any general rule of construction to the contrary notwithstanding, this instrument shall be liberally construed in favor of the Covenant to preserve and implement the purpose of this instrument and the policies and purposes of the Water Code. If any provision of this instrument is found to be ambiguous, an interpretation consistent with the purpose of this instrument that would render the provision valid shall be favored over any interpretation that would render it invalid.

IN WITNESS WHEREOF, the parties execute this Covenant as of the date set forth above.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK;
SIGNATURES ON FOLLOWING PAGES]**

Covenantor:

North Coast Railroad Authority

Print Name: Mitch Stogner

Signature: Mitch Stogner

Title: Executive Director

Date: 10-15-014

CERTIFICATE OF ACKNOWLEDGMENT

State of California

County of Mendocino

On Oct. 15, 2014 before me, M. Fitzsimmons, Notary Public, personally appeared Mitch Stogner, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Signature]
Signature of Notary Public

(Notary Seal)



California Regional Water Quality Control Board, North Coast Region

Print Name: Matthias Scheffey St. John

Signature: *Matthias Scheffey St. John*

Title: Executive Officer

Date: October 14, 2014

CERTIFICATE OF ACKNOWLEDGMENT

State of California

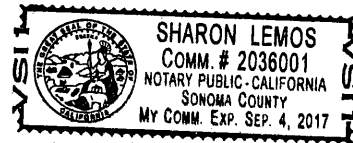
County of Sonoma

On Oct 14, 2014 before me, Sharon Lemos, Notary Public, personally appeared Matthias Scheffey St. John, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she~~/they executed the same in his/~~her~~/their authorized capacity(ies), and that by his/~~her~~/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Sharon Lemos
Signature of Notary Public



(Notary Seal)

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

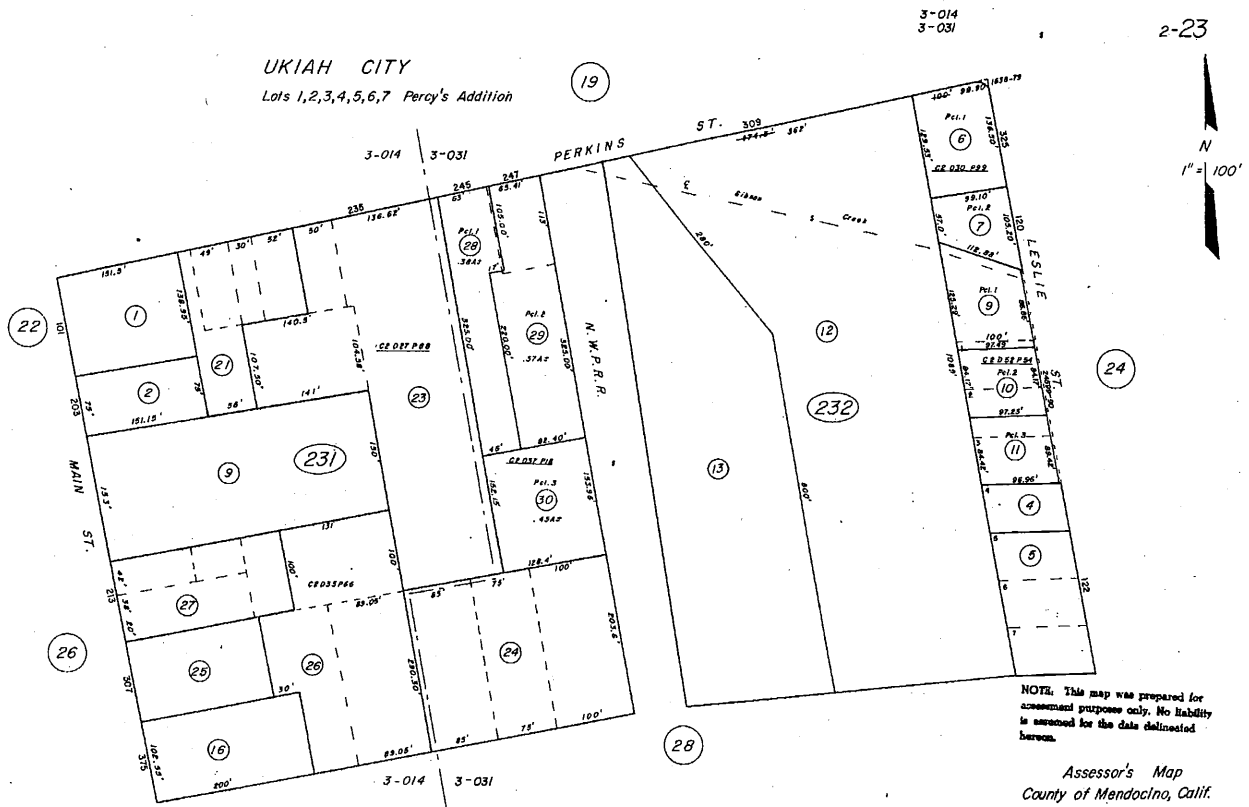
All that portion as described in the deed to the Cloverdale and Ukiah Railroad Company recorded April 14, 1888 in Book 43 of Deeds, Page 420, Mendocino County Records.

Excepting therefrom that portion thereof described as follows:

Beginning at the intersection of the Southerly line of Perkins Street, 50 feet wide, with the Southerly prolongation of the Easterly line of land described in Parcel 8 of deed recorded November 16, 1892, Deed Book 57, Page 58, Records of said county; thence Easterly along said Southerly line of Perkins Street, 362 feet to the Northeast corner of land described in said deed recorded in Deed Book 43, Page 420; thence Southerly, along the Easterly line of last said land, 1089 feet to the Southeast corner thereof; thence Westerly, along the Southerly line thereof, to a line distant 225 feet parallel with said Easterly line thereof; thence Northerly, along last said parallel line; 800 feet; thence Northwesterly, in a direct line, 280 feet to the point of beginning.

APN: 002-232-13 and 002-282-19

EXHIBIT B
Assessor's Maps



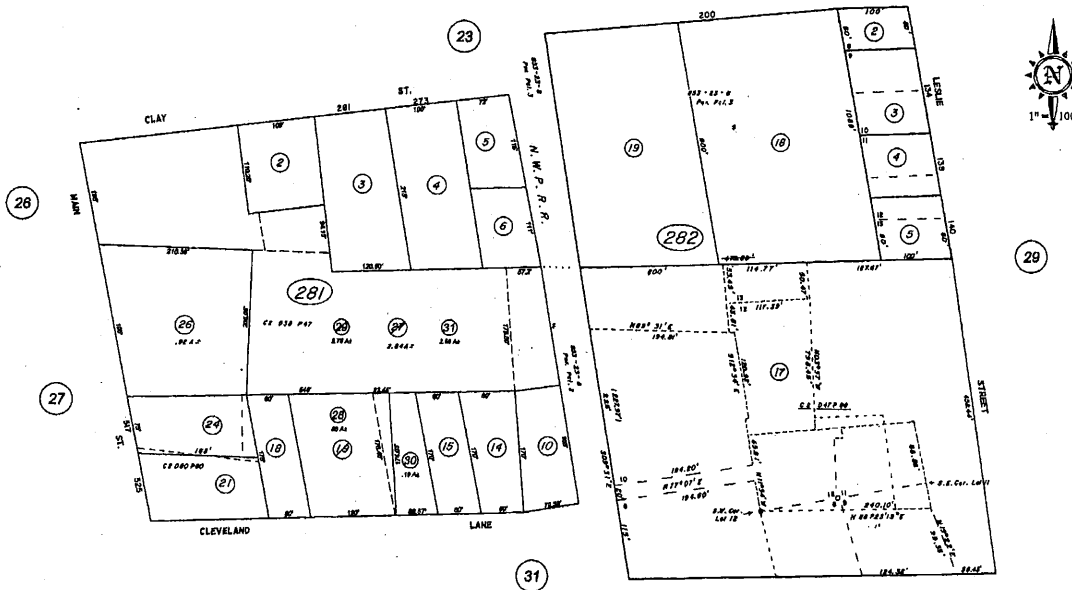
UKIAH CITY
Lots 1,2,3,4,5,6,7 Percy's Addition

NOTE: This map was prepared for assessment purposes only. No liability is assumed for the data delineated hereon.

Assessor's Map
County of Mendocino, Calif.
March, 1948

3-031 2-28

Ukiah City
Lots 8,9,10,11,12,13 Percy's Add.
Lots 8,9,10,11,12,13 Cleveland Tract



NOTE: This map was prepared for assessment purposes only. No liability is assumed for the data delineated hereon.

Assessor's Map
County of Mendocino, Calif.
Updated June 17, 2011