

Nancy E. Vehr (#6-3341)
Wyoming Attorney General's Office
123 Capitol Building
Cheyenne, WY 82002
(307) 777-6946

Dale W. Cottam (#6-2719)
Lindsay A. Woznick (#6-3954)
Hirst Applegate, LLP
1720 Carey Ave., Suite 200
PO Box 1083
Cheyenne, WY 82003-1083
(307) 632-0541

IN THE FIRST JUDICIAL DISTRICT COURT
IN AND FOR LARAMIE COUNTY, STATE OF WYOMING

PEOPLE OF THE STATE OF)
WYOMING,)
)
Plaintiff,)
)
v.)
)
TATA CHEMICALS (SODA ASH))
PARTNERS, a Delaware General)
Partnership, fka GENERAL CHEMICAL)
(SODA ASH) PARTNERS, a Delaware)
General Partnership,)
)
Defendant.)

Docket No. 179-643

FILED

MAY 08 2012

SANDY LANDERS
CLERK OF THE DISTRICT COURT

CONSENT DECREE

The Wyoming Department of Environmental Quality, Air Quality Division (DEQ/AQD), in the name of the People of the State of Wyoming as Plaintiff, pursuant to Sections 901(a) and 903(c) of the Wyoming Environmental Quality Act (Act) Wyo. Stat. Ann. §§ 35-11-901(a) and 903(c) (West 2010), has filed a Complaint against Defendant Tata Chemicals (Soda Ash) Partners, a Delaware general partnership (Tata Chemicals), fka General Chemical (Soda Ash) Partners, a Delaware general partnership (General Chemical), alleging that Tata Chemicals fka General Chemical failed to comply with certain conditions of operating permit 3-1-123 at General Chemical's Green River Trona Plant facility (Facility) located in Sweetwater County, Wyoming. DEQ/AQD and Tata Chemicals fka as General Chemical (collectively referred to hereinafter as "Parties") state, and the Court by entering this Consent Decree finds, that this Consent Decree has been negotiated by the Parties at arms length and in good faith and will avoid or settle

certain litigation among the Parties, and this Consent Decree is fair, reasonable, and in the public interest.

THEREFORE, the Parties, by and through their respective attorneys, have agreed to the following terms for resolving this litigation prior to trial, before the taking of evidence, without adjudication or admission of any issue of fact or law, and with the consent of the Parties,

IT IS HEREBY ORDERED, ADJUDGED and DECREED as follows:

I. Jurisdiction and Venue

This Court has jurisdiction over the subject matter and parties in this civil action under Section 901(a) of the Act. Wyo. Stat. Ann. § 35-11-901(a). Venue is proper in Laramie County under Section 903(c) of the Act. Wyo. Stat. Ann. § 35-11-903(c).

II. Parties

A. Tata Chemicals fka General Chemical is a Delaware general partnership and is the owner and operator of the Facility located in Sweetwater County, Wyoming.

B. DEQ/AQD is the agency of Wyoming state government responsible for enforcing the Act, the WAQSR, the State Implementation Plan (SIP) adopted pursuant to the federal Clean Air Act as amended, and permits issued pursuant to those provisions including operating permit 3-1-123.

III. Background

A. Tata Chemicals fka General Chemical

1. On April 1, 2011, General Chemical amended its name to Tata Chemicals to reflect a previous change in ownership of the Facility.

2. Tata Chemicals fka General Chemical owns and operates the Facility located in Sweetwater County, Wyoming.

3. Tata Chemicals is a "person" as defined in Wyo. Stat. Ann. § 35-11-103(a)(vi) and WAQSR, Ch. 1 § 3(a).

4. Tata Chemicals fka General Chemical holds various DEQ/AQD permits relating to the Facility, including operating permit 3-1-123.

B. DEQ Operating Permit 3-1-123

1. The Act establishes a statutory scheme which is designed in part to enable the State of Wyoming to prevent, reduce and eliminate pollution; to preserve and enhance the State of Wyoming's air, water and land resources; and, to allow the State of Wyoming to plan the development, use, reclamation and enhancement of its air, land and water resources. Wyo. Stat. Ann. § 35-11-102.

2. Wyo. Stat. Ann. § 35-11-801(a) provides in pertinent part, "[i]n granting permits, the [DEQ] director may impose such conditions as may be necessary to accomplish the purpose of [the Wyoming Environmental Quality Act] which are not inconsistent with the existing rules, regulations and standards."

3. Wyoming's operating permit program for major sources defines sources subject to the program, application procedures, review of permit applications and issuance of operating permits. Wyo. Stat. Ann. §§ 35-11-203 to -206.

4. Wyo. Stat. Ann. § 35-11-203(a) defines source categories subject to the DEQ/AQD operating permit program. In pertinent part, these sources include any stationary source or group of sources that: "(A) Has the potential to emit one hundred (100) tons or more per year of any pollutant regulated under the Clean Air Act and is a major stationary source as defined in section 302 of the Clean Air Act[.]"

5. Wyo. Stat. Ann. § 35-11-203(b) provides in relevant part, "[a]fter the effective date of the operating permit program authorized under W.S. 35-11-203 through 35-11-212, it shall be unlawful for any person . . . to operate any source required to have a permit under this section, without having complied with the provisions of the operating permit program."

6. Chapter 6, Section 3 of the WAQSR prescribes the applicability and procedures for issuing permits to sources under Wyoming's operating permit program.

7. Chapter 6, Section 3(a) of the WAQSR states that any major source, "[is] subject to the operating permit requirements of this section[.]"

8. Chapter 6, Section 3(d)(ii) of the WAQSR provides: "[e]xcept as provided in this paragraph or in Chapter 6, Section 3(d)(iii), no source requiring an

operating permit under Chapter 6, Section 3 may operate after the time that it is required to submit a timely and complete application, except in compliance with a permit issued under this section.”

9. Chapter 6, Section 3(h)(i)(F)(I) of the WAQSR mandates the operating permit include a provision stating: “[t]he permittee must comply with all conditions of the operating permit. Any permit noncompliance constitutes a violation of the [Clean Air] Act, Article 2 of the Wyoming Environmental Quality Act and the WAQSR and is grounds for enforcement action; for permit termination, revocation and reissuance, or modification; or for denial of a permit renewal application.”

10. On June 10, 2008, the DEQ/AQD issued operating permit 3-1-123 to General Chemical for the Facility. On April 1, 2011, General Chemical amended its name to Tata Chemicals to reflect a change in ownership of the Facility that occurred in March, 2008.

11. Condition F5 and Table I of operating permit 3-1-123 limit the allowable particulate matter emissions from the GR-1 #2 Calciner with electro-static precipitator (ESP) control and the GR-2 #4 Calciner with ESP control to 15.00 lb/hr for each unit.

C. DEQ Notice of Violation Docket No. 4832-11 (NOV)

1. Pursuant to Wyo. Stat. Ann. § 35-11-701, the DEQ/AQD issued Notice of Violation Docket No. 4832-11 (NOV) to General Chemical nka Tata Chemicals on April 28, 2011, alleging in part that General Chemical violated the Act, the WAQSR and operating permit 3-1-123 by failing to comply with the lb/hr PM emission limits for the GR-1 #2 Calciner with ESP control and the GR-2 #4 Calciner with ESP control.

2. Any person who violates any provision of Article 2 of the Act, the WAQSR or any standard or permit adopted pursuant to those provisions, “is subject to a penalty not to exceed ten thousand dollars (\$10,000.00) for each violation for each day during which violation continues, a temporary or permanent injunction, or both a penalty and an injunction[.]” Wyo. Stat. Ann. § 35-11-901(a).

IV. Settlement

A. Within thirty (30) days after notice to Tata Chemicals fka General Chemical of entry by the Court of this Consent Decree, Tata Chemicals fka General Chemical, without admitting any of the facts alleged in the NOV or the Complaint and without admitting liability or failure to comply with any permit or waiver requirements, agrees to pay to the DEQ/AQD the sum of thirty-one thousand dollars and no cents (\$31,000.00) (Stipulated Civil Penalty) as a full and complete cash payment to resolve this matter. The check shall be made payable to the Department of Environmental Quality and shall be delivered to Nancy Vehr, Sr. Asst. Attorney General, Wyoming Attorney General's Office, 123 Capitol Building, Cheyenne, WY 82002.

B. Payment of the Stipulated Civil Penalty shall constitute full satisfaction of General Chemical's obligations under this Consent Decree.

V. Release and Covenant Not to Sue and Dismissal with Prejudice

A. DEQ/AQD agrees that payment of the Stipulated Civil Penalty as specified in Section IV of this Consent Decree shall constitute full satisfaction of the claims against Tata Chemicals fka General Chemical that Wyoming alleged in the Complaint initiating this action or in the NOV.

B. In consideration of Tata Chemicals' payment of the Stipulated Civil Penalty, the DEQ/AQD and the State of Wyoming hereby release and covenant not to sue Tata Chemicals fka General Chemical, its respective successors, assigns, affiliates, parents, officers, directors, employees, and representatives, as to any common law claims, statutory claims, or other claims or causes of action arising out of the facts, transactions, or events which were alleged in the Complaint initiating this action or in the NOV on the basis of knowledge DEQ/AQD actually had at the time of issuing the NOV.

C. This covenant not to sue is expressly conditioned upon the complete and satisfactory performance by Tata Chemicals fka General Chemical as specified in Section IV of this Consent Decree.

D. Within thirty (30) days after the complete and satisfactory performance by Tata Chemicals fka General Chemical of the terms of this Consent Decree, the

DEQ/AQD shall request that the Court terminate this Consent Decree and dismiss this action with prejudice as to all claims which were made in this lawsuit.

E. The terms of Section V shall survive the termination of the Consent Decree.

VI. Parties Bound

A. This Consent Decree shall apply to, and be binding upon Tata Chemicals fka General Chemical, its successors and assigns and upon the DEQ/AQD and the State of Wyoming.

B. The Parties do not intend to create in any other individual or entity the status of third party beneficiary, and this Consent Decree shall not be construed so as to create such status. The rights, duties and obligations contained in this Consent Decree shall operate among the Parties to this Consent Decree.

C. Nothing in this Consent Decree relieves Tata Chemicals fka General Chemical of its duty to comply with the Act, the WAQSR, Wyoming's SIP, the federal Clean Air Act, and any rules, regulations and standards adopted thereunder including any permit requirements.

D. This Consent Decree is not and shall not be construed to be a permit or permit modification issued pursuant to any federal, state, or local statute, ordinance or regulation. Tata Chemicals fka General Chemical shall remain solely responsible for its compliance with the terms of this Consent Decree, all permits, and all applicable federal, state and local laws and regulations.

VII. Terms Not Severable

The terms of this Consent Decree, which embody the comprehensive stipulated settlement between the Parties, are not severable.

VIII. Reservation of Rights

A. By signing this Consent Decree, Tata Chemicals fka General Chemical does not admit that it violated any provision of the Act, the WAQSR, Wyoming's SIP, the federal Clean Air Act, or permits or waivers issued pursuant to such authority. By entering this Consent Decree, Tata Chemicals fka General Chemical does not admit or deny the validity of any allegation contained in the NOV or the Complaint.

B. DEQ/AQD and the State of Wyoming reserve all legal and equitable remedies available to enforce the provisions of this Consent Decree, including seeking injunctive relief and/or civil penalties.

C. DEQ/AQD and the State of Wyoming do not waive sovereign immunity by entering into this Consent Decree and retain immunity and all defenses available to them as sovereigns under all state and federal law, except that any of the Parties may bring an action to seek interpretation or enforcement of this Consent Decree. Each party shall bear its own costs, fees, and expenses in any such action.

IX. Termination of Consent Decree

Except as otherwise provided in Section V, the terms and conditions of this Consent Decree shall terminate upon the DEQ/AQD's filing of written notice to the Court confirming the completion of Tata Chemicals' obligations under this Consent Decree and the Court's entry of a Termination and Dismissal Order.

X. Attorney's Fees/Costs of Action

Each party shall bear its own attorneys fees and costs of this action.

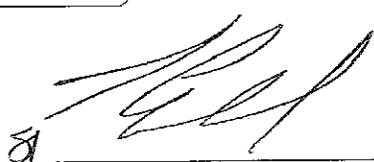
XI. Retention of Jurisdiction

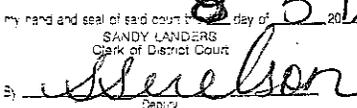
This Court shall retain jurisdiction to enforce the terms and conditions of this Consent Decree, to enter such orders as are appropriate under the Consent Decree, and to resolve all disputes as may be necessary or appropriate for the construction or to carry out the terms of this Consent Decree until it is terminated as provided above.

XII. Authority

The signatories certify that they are duly authorized to bind their respective Parties to this Consent Decree.

DATED this 6 day of May, 2012.


DISTRICT COURT JUDGE

STATE OF WYOMING COUNTY OF LARAMIE, SS CHEYENNE
I, Sandy Landers, Clerk of the District Court, in and for the County of Laramie, Wyoming, do hereby certify that the within and foregoing is a full true and correct copy of the original thereof as the same appears on file or of record in my office and that the same is in full force and effect as of the date.
Witness my hand and seal of said court this 8 day of 5 2012
SANDY LANDERS
Clerk of District Court

Deputy

WE HEREBY CONSENT to the entry of this Consent Decree:

FOR THE WYOMING DEPARTMENT OF ENVIRONMENTAL QUALITY:

Steven A. Dietrich
Steven A. Dietrich, Administrator
Air Quality Division

4-20-12
Date

John J. Corra
John Corra, Director
Department of Environmental Quality

4/23/12
Date

FOR TATA CHEMICALS (SODA ASH) PARTNERS, fka General CHEMICAL (SODA ASH) PARTNERS:

By: Tata Chemicals (Soda Ash) Partners Holdings, Managing Partner

By: Tata Chemicals North America Inc., Managing Partner

By: [Signature]
Name: Christopher B. Denville
Title: VP / GM

April 10, 2012
Date

APPROVAL AS TO FORM:

Nancy E. Vehr
Nancy E. Vehr (#6-3341)
Attorney General's Office
123 Capitol Building
Cheyenne, WY 82002
(307) 777-6946
Attorney for DEQ/AQD

March 13, 2012
Date

Lindsay A. Woznick
Dale W. Cottam (#6-2719)
Lindsay A. Woznick (#6-3954)
Hirst Applegate, LLP
1720 Carey Ave., Suite 200
PO Box 1083
Cheyenne, WY 82003-1083
(307) 632-0541
Attorneys for Tata Chemicals fka General Chemical

April 16, 2012
Date

CERTIFICATE OF SERVICE

I hereby certify that on the 8 day of May, 2012, a true copy of the foregoing *Consent Decree* was mailed, postage prepaid to the following:

Hirst Applegate, LLP
Dale W. Cottam
Lindsay A. Woznick
1720 Carey Ave., Suite 200
PO Box 1083
Cheyenne, WY 82003-1083

Wyoming Attorney General's Office
Attn: Nancy E. Vehr
123 Capitol Building
Cheyenne, WY 82002

Sandy Henderson
CLERK OF DISTRICT COURT
Sherelson
Deputy Clerk District Court