SPILL PREVENTION CONTROL & COUNTERMEASURE PLAN

AND

STORMWATER POLLUTION PREVENTION PLAN

SMURFIT-STONE CONTAINER CORPORATION
ROGERS, AR

Amended: March 15, 2011

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1.0 INTRODUCTION

This report is an amended Spill Prevention Control and Countermeasure Plan (SPCC Plan) and Stormwater Pollution Prevention Plan (SWPP Plan) as required due to the changes in regulations and facility wastewater discharge. This report was prepared for the Smurfit-Stone Container Corporation Rogers, AR plant at 2021 South 5th Street, Rogers, AR. The facility is owned and operated by Smurfit-Stone Container Corporation. This is a combined SWPP and SPCC Plan for the Smurfit-Stone Container Rogers facility.

The purpose of the SPCC Plan is to ensure that proper containment and precautions are provided to prevent the discharge of oil or other products from Stone Container into or upon navigable waters and tributaries of the United States and to prevent the discharge of oil or other products into or upon the land or waters of Arkansas/Oklahoma. In addition, the plan includes emergency procedures that must be taken to prevent the migration of an oil spill off site and to prevent the discharge of oil into or upon navigable waters and provides notification procedures that must be followed if an oil spill contaminates navigable waters or waters and lands of the state.

The SWPP Plan is required by the plant's state stormwater permit. Stormwater runoff is part of the natural hydrologic cycle. However, human activities, particularly urbanization, can alter natural drainage patterns and add pollutants to the rainwater and snow melt that run off the earth's surface and enter our Nations' rivers, lakes, streams, and coastal waters. The states and many municipalities have been taking the initiative to manage stormwater discharges more effectively. Recognizing the importance of this problem, Congress also directed the United States Environmental Protection Agency (EPA) to develop a federal program under the Clean Water Act to regulate certain high priority stormwater sources. The issuance of stormwater discharge permits under the National Pollutant Discharge Elimination System (NPDES) is a major part of the Agency's efforts to restore and maintain the Nation's water quality.

2.0 SITE LOCATION

The Smurfit-Stone Container plant is located at 2021 South 5th Street Rogers, AR 72758 at Latitude 36:18:25N and Longitude 94:07:21W.

2.1 Topography and Surface Water Bodies

The site comprises approximately 12 acres located in the south central portion of Rogers, AR. Only one outfall is present which is located at the Northwest corner of the facility where a storm ditch and storm drain meet. The nearest water body that would receive a potential spill is a tributary of Osage Creek. This tributary flows westward and intersects Osage Creek approximately 1 mile west of the facility.

Appendix G contains a topographic map of the immediate area of the facility, showing the general site location and surrounding properties.

3.0 SPCC AND MATERIAL STORAGE UNITS, PLAN REVIEW REQUIREMENTS, AND REGULATIONS

3.1 SPCC and Material Storage Units

For the purposes of this SPCC Plan, an SPCC unit is defined as a vessel or area that stores or could store oil or petroleum-based products, lubricants and fuels. A material storage unit is defined as a vessel or area that stores or could store other potentially polluting materials such as adhesives, caustic soda, inks, coatings, cleaners, paints, starch, etc. The facility has above ground units outside the manufacturing building.

As indicated, certain units have structures to contain any spill that might occur. These containment structures are constructed of materials that are impervious to the products stored within them. The containment structures are sized to hold at least the amount of the largest container/vessel within the structure plus an additional amount as a safety factor and to allow for possible stormwater accumulation within outdoor containment structures. The containment structures are listed and described in Section 5.

3.2 SPCC Plan Review, Amendment, and Definitions

This is the first time the SPCC Plan has been amended. The plan should be reviewed and amended, as necessary, concurrent with a change in facility design, construction, operations or maintenance that materially affects Smurfit-Stone Container's potential for discharge of oil. Such amendments will be implemented as soon as practicable but no later than six months after a change occurs. Actions that will trigger a review include, but are not limited to, the following:

- Commissioning or decommissioning vessels or tanks;
- Replacing, reconstructing, or moving vessels or tanks;
- Relocating or installing piping systems; or,
- Substantially revising standard operating or maintenance procedures that may increase the potential discharge of oil to the ground or to surface waters.

Previously, this SPCC Plan would have been reviewed and evaluated at least once every three years, but has now changed to once every five years, or whenever there has been a discharge of oil or other regulated substance from any process, vessel, tank, or storage area into or upon any storm drains, ditches or surface waters. The SWPPP portion requires an "Annual Site Compliance Evaluation" be conducted to assure all the elements are still current. The "Annual Site Compliance Evaluation" will be the tool for evaluating the SPCC portion as well.

One major change in the operation of the facility includes the elimination of process wastewater to the sanitary sewer system. Wastewater used to be discharged to the sanitary sewer system and monitored. The facility has now implemented efforts to eliminate all this wastewater discharge and currently recycles all of its process wastewater on-site. The removal of some of the process wastewater's ink includes the solidification of the ink, removal and disposal in an appropriate landfill.

3.3 SPCC Plan Certification

This amended SPCC Plan, and all amendments, were prepared under the direction of, or have been reviewed by, a professional engineer registered in the State of Arkansas. In addition to the professional engineer's certification, management approval certification is included in the section entitled "Management Approval."

3.4 Applicable Regulations

The SPCC portion of this plan was developed in compliance with SPCC regulations in 40 Code of Federal Regulations (CFR) Part 112 which requires that a plan be prepared describing existing secondary containment for petroleum storage vessels and prescribing contingency response efforts for uncontained releases. Due to changes in the regulations regarding SPCC Plans, this plan was amended and should comply with new regulations, which should be implemented no later than 180 days from April 1, 2004. In addition, the plan complies with provisions pursuant to the Oil Pollution Act of 1990 (OPA). Arkansas does not impose SPCC requirements beyond the federal regulations so this SPCC Plan complies with both federal and state requirements. This

SPCC Plan also exceeds federal requirements by addressing the storage and use of petroleum products and hazardous materials regardless of quantity.

4.0 FACILITY INFORMATION, SOURCE IDENTIFICATION, AND SITE DESCRIPTION

Identity of Owner/Operator

Smurfit-Stone Container Corporation
2021 South 5th Street
Rogers, AR

4.1 Facility Operation

The Smurfit-Stone Container facility in Rogers is owned and operated by the Smurfit-Stone Container Corporation and manufactures corrugated paperboard and boxes. Smurfit-Stone Container operates 24 hours/day from Sunday at 10:45 p.m. to Friday at 10:45 p.m. each week under normal operations. During peak season operations, Smurfit-Stone Container operates on Saturday, typically raising their hours of operation to 24 hours/day from Sunday at 10:45 p.m. to Saturday at 10:45 p.m. each week. The operation normally shuts down over the weekend. Smurfit-Stone Container personnel operate the facility and visually inspect the facility as a part of normal operations. The facility employs approximately 170 persons. The General Manager, Mr. David Fritz, is responsible for implementation and maintenance of the SPCC/SWPP Plan.

4.2 Spill History

No reportable spills have occurred in the last three (3) years.

4.3 Facility Drainage and Stormwater Discharge

Smurfit-Stone Container does not discharge wastewater or process waste water to the waters of the state or to the ground, thus the facility does not have a National Pollutant Discharge Elimination System (NPDES) wastewater discharge permit. Much of Smurfit-Stone Container's property is paved with concrete, or covered with gravel, with storm sewer inlets for surface water drainage. Drainage flow directions are shown on a site diagrams provided in Appendix G. Stormwater from outside the manufacturing building runs through stormwater drains to ditches in the northwest corner of Smurfit-Stone Container's property. Smurfit-Stone Container has a General State Operating Permit to discharge stormwater, permit number ARR00B574.

Smurfit-Stone Container does not currently discharge process wastewater to waters of the US or to the sanitary sewer system (as it did previously). Consequently, an oil spill occurring inside Smurfit-Stone Container's building could be contained and recovered on-site or captured and treated off-site without reaching navigable water or waters of the State of Arkansas. If a spill

occurred outside the southern portion of the building, the spill could reach the NW Outfall, which ultimately leads to Osage Creek which is located to the northwest. If a spill occurred on the northern portion of the property, outside the building, it could drain to stormwater inlets leading to the creek to the northwest. This plan summarizes the measures that have been taken to prevent an uncontrolled spill occurring in either of these areas.

5.0 SPCC AND MATERIAL STORAGE UNITS AND CONTAINMENT SYSTEMS

5.1 SPCC and Materials Storage Units

As of the date of this SPCC Plan, there are a total of nine (9) SPCC and material storage units at the facility and fixed process equipment with oil reservoirs that are also addressed in the plan. For each listed unit, materials and volumes stored or contained, general function, containment system (if any) are shown.

TABLE 1

SPCC* & Material Storage Unit(s)	Volume Stored	Container Type	Location	Containment
Lube Oil*	100 Gallons	55 gallon drums	Storage Bldg. on W Side of Plant.	Bldg. walls and floor
Paraffin Wax* (2 tanks)	17,000 Gallons	AST (2) 1.10,000 gal/tank 2. 7,000 gal/tank	Outside on the West Side of the Plant	It is the professional opinion of EGIS Inc. that, upon proper design and installation of a berm or weir with drop board(s) - to control wax flow – the wax would be contained on property grounds.
Polyseal Wax (2 tanks)	14,000 Gallons	AST (2) @ 7,000 gal/tank	Outside on the West Side of the Plant	It is the professional opinion of EGIS Inc. that, upon proper design and installation of a berm or weir with drop board(s) - to control wax flow – the wax would be contained on property grounds.
Used Oil*	55 Gallons	55 gallon drum	Maintenance Shop	Bldg. walls & floor
Flammable Cabinet*	60 gallon cap.	Buckets/cans	Maintenance Shop	Bldg. walls & floor
Parts Washer*	50 gallon	Drum	Maintenance Shop	Bldg. walls & floor
Flammables Cabinet	12 gallon cap.	Buckets/cans	Shipping Dept.	Bldg. walls & floor
Lube oil*	110 gallons	55 gallon drum	Corrugator	Containment pallet
Caustic Soda	2000 gallon	AST (inside)	Starch Kitchen	Containment walls
Starch Storage Silo	100,000 lb	Silo	East Side of Plant	None
Raw Material used in manufacturing	Various	Totebins, buckets, drums	Throughout the plant	Bldg. walls & floor
Various Process Equipment*	Various	Equip. Reservoirs	Throughout the Facility	Bldg. Walls & floor
Pad-mounted Transformer	290 gallons (Non-PCB Containing)	Transformer	Outside-West Side of Building	A wier with a drop board in the storm ditch has been installed

5.2 Additional Spill Prevention and Control Features

The following measures have been taken to minimize the release of products or other stored materials listed in this SPCC plan to navigable waterways.

- Tank construction and piping materials and storage containers are compatible with the substances stored;

- Training regarding aboveground storage tank filling procedures;

- Areas have been designated for storage of small containers of gasoline, oil, miscellaneous petroleum products, and other stored materials. These areas are designated to provide safe, convenient storage of small, hand-held storage containers; and

- A Spill Kit is stored in the Maintenance area.

6.0 INSPECTIONS, SECURITY, RECORD KEEPING, AND TRAINING

All areas and vessels containing oil products, solvent, or other stored materials are visually inspected monthly by Smurfit-Stone Container personnel. During normal everyday operations, the areas are observed daily by Smurfit-Stone Container personnel. The facility is generally in operation 24 hours a day 5 days a week. When the plant is not operating, the building accesses are locked to prevent accidental releases as a result of vandalism. Written procedures and records of inspections and tests are maintained at Smurfit-Stone Container for a period of three years. Smurfit-Stone Container personnel are trained periodically to assure understanding of the SPCC Plan. This section details the specific provisions relating to inspections, security, record-keeping and training.

As part of the rule under 40CFR Part 112 requires periodic integrity testing, one method other than visual, of the storage tanks, pipe lines and valves. Service records and other “customary business records” may be used for documentation purposes. One wax tank was integrity tested using NDT methods in 2004 and found to be in good condition after 30 years of service and representative of all four wax tanks. This procedure will be repeated every 10 years on a different tank according to American petroleum Institute (API) Standard 653 Similar Service Tank Inspection, Repair, Alteration and Reconstruction, 1998 standards (or more recent if applicable) and good engineering practice.

6.1 Facility Inspections

All Smurfit-Stone Container SPCC units and material storage areas are checked monthly by a designated Smurfit-Stone Container employee for leaks, spills, or any other indication of a release. Personnel will complete the Monthly SPCC Inspection Form in Appendix A and any release or suspected release will immediately be reported to the Supervisor. The Supervisor will sign each completed monthly inspection form. These forms are kept at Smurfit-Stone Container for a period of at least five years (previously three years). Also included in Appendix A is a time line that summarizes when inspections, reports and other plan requirements are to be performed.

6.3 Facility Security

The facility is locked during off-hours. Lights are located throughout the facility to illuminate the facility at night.

6.4 Record Keeping

Written procedures, documentation, and inspection records related to the SPCC Plan will be maintained for a period of five years. All records will be maintained by the Environmental Coordinator. Records that will be retained will include, but are not limited to, the following items:

- SPCC and Material Storage Unit Inspection Forms;
- Spill Response Documentation;
- Personnel Training Records; and,
- SPCC Plan Revision Records.

6.5 Personnel Training

In order to inform facility employees of the SPCC/SWPP Plan, and to instruct personnel in the proper operation and maintenance of equipment to prevent spills, training will be conducted periodically. All personnel will be required to attend a scheduled SPCC Plan training meeting. This meeting will be coordinated with the Supervisor and the Environmental Coordinator who will be responsible for the training. The training may be in the form of an oral presentation or written correspondence. The persons attending the training session will be required to fill out an attendance sheet and this sheet will be kept on file in the Personnel office. Copies of forms used for training documentation are included in Appendix B.

Employees Requiring Training:

- Employees or contractors filling storage tanks. Suppliers of the petroleum product will be given a copy of the filling procedure.

- The plant trainer is responsible for reviewing training records & record keeping

Training Agenda:

- Purpose of SPCC/SWPP Plan;
- Identification of spill sources;
- Location of spill response and emergency equipment;
- Site drainage patterns;
- Spill containment and cleanup procedures;
- Spill notification procedures;
- Use of outside contractors for spill cleanup and assistance;
- Inspections;
- Past spill events and methods to prevent future spills;
- Maintenance and operation of equipment that has potential for a spill; and,
- Proper AST filling procedures.

7.0 SPILL REPORTING PROCEDURES

7.1 Initial Spill Notification

After initial spill containment procedures have been completed to contain the spill, the individual detecting the spill must immediately report the spill incident to the appropriate supervisor. A spill of five (5) gallons or more must be reported to appropriate Smurfit-Stone Container personnel as described in Section 7.2.

7.2 Smurfit-Stone Container Internal Reporting

The person detecting the spill will immediately notify their Supervisor. The Environmental Coordinator will serve as the Emergency Coordinator during regular operating hours. If the Environmental Coordinator is not available, the Plant Manager will be contacted. The Environmental Coordinator or Plant Manager will become the Emergency Coordinator and supervise all stages of cleanup. The following information will be reported to the Emergency Coordinator:

- When the spill occurred or was discovered, and its cause (if known);
- Exact location of the spill within the facility;
- Type of material spilled; and,
- Estimated gallons of material spilled.
- State whether or not the spill has been contained on site. If it is not contained, then state whether or not the spill is likely to migrate off site and, if so, in what manner.

The Emergency Coordinator will immediately dispatch crews to contain the spill or call for outside assistance from contractors listed in Appendix C of this Plan.

7.3 Reporting Procedure for a Spill Entering Navigable Waters

- Any spill that reaches surface waters (including storm drains and ditches off plant property) must be reported to state and federal authorities.

The Emergency Coordinator is responsible for notifying federal, state, and local agencies of "reportable" spills as soon as possible after it is verified that a reportable spill has occurred. The decision as to whether or not the spill must be reported will first be made by the General Manager. If the General Manager cannot be reached immediately, the Emergency Coordinator will report the spill to the appropriate agencies. If there is a question about whether a spill is reportable, the Emergency Coordinator should immediately call the plant's Environmental Service Manager or if he is unavailable the Corporate Environmental Affairs Department at (770) 621-6700 or (314) 746-1144. However, if it appears that the spill has reached surface waters (including storm drains or ditches off plant property); the plant must proceed with reporting the spill to the listed regulatory authorities even if none of the above company contacts can be made.

If the spill is reportable, the proper personnel will immediately notify the following agencies in the order listed below. Notifications should be made as follows:

STATE

- Arkansas Department of Environmental Quality - Little Rock Office - 501-562-7444 (24-hours).

FEDERAL

- National Response Center at 800-424-8802.

LOCAL

- Local Police and Fire Department - 911.
- Rogers Wastewater Utility (if spill enters sanitary sewer system) 479-621-1142

The information listed below – if known -- will be given to the above agencies. If you don't know a particular fact when the initial notifications are given, say so, do not guess.

- Caller's name and telephone number;
- Spill date and time of conclusion of the spill event;
- Exact location of spill;
- Type of material spilled;
- Estimated quantity of material spilled (If quantification is possible. It may only be possible to say something like: "We believe the amount spilled would not have been more than '*x*' gallons." If information about the quantity is not known, do not guess; simply describe what has been observed, for example: "We don't know how much, but there is a sheen and some discoloration in the storm ditch next to the plant.");
- Source of spill event;
- Waterway, off-site drainage system or sanitation system affected by the spill event;
- Any known injury or environmental damage caused by the spill event; and,

- Corrective action taken or to be taken.

7.4 Spill Cleanup Strategy

After the spill has been contained and the initial site assessment has been completed, the Emergency Coordinator will determine if spill cleanup assistance from an approved outside emergency spill response Contractor is needed or if Smurfit-Stone Container personnel can clean up the spill. A list of approved contractors is provided in Appendix C. The decision to contact a spill response contractor will be based on the following:

- The location of the spill, including the likelihood that it cannot be contained on-site, and the type of material spilled.

- Whether employees trained and equipped to safely handle the spilled material are on-hand.

- The spill is **42** gallons (defined as a reportable spill under 112.4(a)) or larger;

- The spill has entered a sanitary or storm drain;

- The spill is subsurface;

- The spill cannot be contained; and,

- Spill equipment not available on-site is needed.

The Environmental Coordinator will enact a cleanup plan. This will either entail mobilizing Smurfit-Stone Container personnel (if properly trained and equipped employees are on-hand) to clean up the spill or contacting an approved outside emergency spill response contractor.

After the spill has been mitigated, the Emergency Coordinator will be responsible for preparing a written spill report and submitting a copy to the General Manager and plant's Environmental Service Manager. The Emergency Coordinator should contact the ESM for assistance in preparing the written spill report. The spill report shall include the following:

- Date and time of the spill;

- Volume of the spilled material;

- Type of material spilled;
- Location of the spill;
- Person reporting spill;
- How was the spill detected;
- Who was contacted about the spill (including regulatory agencies);
- When were they contacted;
- How the spill was cleaned up;
- Date and time the spill cleanup was completed;
- Amount of oil product removed;
- Amount of water removed;
- If excavation and disposal activities occurred, how much material was excavated, how was it transported, who disposed of the material;
- Was absorbent material used? If yes, what kind and what amounts of absorbents were used;
- Were waste manifests used? If yes, enclose copies;
- How the site was determined to be clean;
- Did local, state or federal officials respond? If yes include: name, title, summary of their comments;
- Include a plan view diagram, drawn to scale, showing pertinent information; and,
- Costs incurred for materials and outside contractor labor/equipment utilized.

7.5 Follow-Up Report on Spills

If either of the following occurs, a written follow-up report must be submitted to the EPA Regional Administrator within 60 days after the spill occurs:

- more than one 1,000 gallons were spilled into surface waters; or
- the spill was the second reportable incident (of 42 or more gallons) within the last 12 months.

If required, the report will be prepared by the Environmental Coordinator or his/her designee within 30 days of the spill event, and submitted to the General Manager and plant's Environmental Service Manager for review and final comments. The General Manager will submit the final report to the EPA within 60 days of the spill event.

8.0 SPILL CLEAN-UP LEVELS AND PROCEDURES

Smurfit-Stone Container policy is that any oil spill that enters the environment, i.e. soil, ground water, stormwater sewer, sanitary sewer, or surface water through a non-permitted discharge point, will be immediately cleaned-up. The clean-up of all spills will begin as soon as possible after the spill is discovered, and will be completed as soon as practical after the conclusion of a spill event.

A spill response kit has been prepared and is located in Maintenance area. The kit should consist of a 55-gallon drum filled with absorbent pads, socks, and pillows. See Section 9.2, for detailed lists of response equipment.

The Emergency Coordinator will be responsible for coordinating clean up procedures during a spill event.

8.1 General

Consistent with maintaining the safety of plant employees, defensive action will begin as soon as possible following a release to prevent, minimize or mitigate threats to the public health or the environment. Actions will include, but are not limited to:

- Turning off sources of ignition;
- Controlling the source of discharge;
- Placing physical barriers to deter the spread of petroleum product; and,

- Using chemicals and other materials to restrain the spread of petroleum product and to mitigate its effects.

Such actions will only be taken where they can be done safely by employees having appropriate training and equipment. In all situations, employees are to protect themselves by following all applicable portions of the plant's Emergency Action Plan.

Where this can be done safely, Smurfit-Stone Container personnel detecting a spill will take immediate action (e.g., closing valves, shutting pumps off, turning a drum upright, or any other appropriate method) to prevent further discharge, and deploy available spill response materials to contain the release. Following these initial response actions, personnel will restrict access to the site including a three-foot buffer by cordoning off the area with safety tape and signs, and immediately contact the Supervisor or Environmental Coordinator.

All efforts that can be done safely and in accordance with applicable OSHA safety plans and training will be made by Smurfit-Stone Container personnel at the site to contain the spilled product on paved surfaces and prevent the spilled material from entering any stormwater inlet, or surrounding soil. Possible response actions include:

- Covering drain inlets not already protected;
- Constructing berms around drains with adsorbents and earthen material;
- Blocking drainage ditches around the facility, as necessary; and,
- Surrounding the spill with absorbents and earthen materials.

After the spill has been contained and the initial site assessment completed, the Emergency Coordinator will determine whether clean-up assistance from emergency response contractors is necessary and make appropriate contacts. The Emergency Coordinator will coordinate a clean-up strategy and prepare a spill clean-up plan based on site and event specific characteristics. Where an extensive clean-up is necessary, the Emergency Coordinator should work with the plant's ESM and the Corporate Environmental Remediation Manager in the Tucker (Atlanta) Office.

Following initial response actions, material recovery efforts will be conducted in accordance with the Emergency Coordinator's clean-up plan. Contained free product will be pumped or vacuumed into drums, tanks, or tank trucks. Any free product which cannot be recovered by pumps will be removed using absorbent pads and booms.

If the spill involves water, oil may be removed from the water surface with a pump and passed through an oil/water separator. Residual oil will be removed from the separator and stored in another container if the oil is of adequate quality to be reclaimed. If not, the oil will be disposed of in accordance with applicable regulations. Water removed from the separator will be recycled and stay within the plant for reuse.

Once the emergency response clean-up activities have been completed, the Emergency Coordinator will make arrangements, if necessary, for inspection of the site with local, state, and federal officials.

8.2 Spills Entering Drains

Process floor drains are no longer connected to sanitary sewer; therefore, spills that enter the process floor drain systems will not enter the sanitary sewer. If oil remains in the floor drain system it may be flushed with a high-pressure water spray and/or biodegradable detergent. If not, the oil will be disposed of in accordance with federal and State of Arkansas laws and regulations. Because the plant is now recycling its wastewater, no discharges to the sanitary sewer system occur (except non-process wastewater).

8.3 Spill Clean-up Criteria

The Emergency Coordinator will work with the plant's ESM and the Corporate Environmental Manager to ensure that areas affected by the spill are cleaned up in accordance with the applicable State clean-up criteria.

Additional clean-up guidelines include:

- Where excavation is necessary, 12 inches of soil will be removed laterally beyond the point of visible contamination (discoloration); soil will be removed to a depth beyond visible contamination;

- Contaminated soil, debris, and absorbents will be stored on plastic sheets and appropriately covered or in appropriate containers that are in good condition and properly labeled until the material has been removed from the site.

8.4 Disposal

Working with the plant ESM and the Corporate Environmental Remediation Manager, the Emergency Coordinator will ensure that all contaminated soil, debris, water, and absorbent materials are properly removed and disposed of. Disposal will generally be as follows:

- Liquid non-PCB oil - fuel blending and burning in a treatment, storage, or disposal facility (TSDF) or recycling facility;

- Soil and clean-up material contaminated with non-PCB oil - dispose as a special waste in a permitted municipal sanitary landfill;

- Oil/water mixtures - oil will be separated and reclaimed or disposed; reclaimed water will be treated and recycled on-site.

After clean up and disposal activities have been completed, the Emergency Coordinator will arrange for written notification that clean up and disposal activities are acceptable and complete.

The Emergency Coordinator will prepare a report describing spill event details and spill response activities, including sampling and analysis results. The report will be submitted to the General Manager and the plant's Environmental Service Manager for review within 30 days.

9.0 CONTINGENCY PLAN

Presently, there are secondary containment systems as identified in Table 1 (See Section 5.1) for most of the SPCC and material storage units at Smurfit-Stone Container. If a spill occurs outside of secondary containment, the contingency plan will be implemented. The contingency plan consists of the notification procedures and spill response actions as detailed previously. Outside contractors who may be utilized are listed in Appendix C. Spill response equipment available at Smurfit-Stone Container is listed in Section 9.2.

9.1 Plan Elements

The contingency plan elements include 1) notification procedures; 2) response equipment available/needed; and, 3) response actions. Upon indications that a release is occurring, a person knowledgeable with the operations of the unit will immediately inspect the unit to verify a leak is occurring. Upon verification that a release of any quantity has occurred, the following procedures are to be taken:

Notification Procedures: SEE SECTION 7.0

- Contact Supervisor.

- Contact the Emergency Coordinator.

Spill Response Equipment Locations: SEE SECTION 9.2

- Unit 1 - Maintenance area (See Appendix G)

Response Actions: SEE SECTION 8.0

- Notify Supervisor, designated Emergency Coordinator;
- Identify source/cause of release;
- Stop release if possible and safe to do so;
- Identify furthest point the spill reached;
- Construct containment (i.e., berms) downstream of furthest point of spill; and,
- Begin recovery efforts.
-

If the scope of spill response activities dictates the assistance of outside contractors (See Section 7.4), the contractors listed in Appendix C may be contacted.

9.2 Spill Response Equipment

The following spill response equipment listed in Table 2 is available at the facility.

TABLE 2

Smurfit-Stone Container Spill Response Equipment Inventory Requirements

Item Unit 1 - Maintenance Shop	Minimum Inventory
Work Gloves	2 pr
Rubber Work Gloves	2 pr
General Roll Absorbent Pad	1 roll
Bags of Floor Dry	2
Shovel	1
Plastic Lined Bags	2
Safety Glasses	2
Rolls - Electrical Tape	2
Rolls - Paper Towels	1
Squeegees	2
4 MIL Plastic Sheeting	100 ft
Tyvek Suits	2
Pack - Duct Seal	2
Empty DOT Drums	2

10.0 WORST CASE RESPONSE ACTIONS

The worst case release scenario at Smurfit-Stone Container would involve a catastrophic failure of the 10,000-gallon above ground paraffin wax storage tank and the outpouring of the entire contents of the tank into the surrounding media. It is anticipated that the paraffin wax would solidify under normal ambient conditions, thus mitigating the nature and extent of a catastrophic event such as this would be facilitated. It is the professional opinion that the wax would not flow more than 300 feet before solidifying. In the event of a catastrophic event during a rain storm, the wax would solidify at a more rapid rate, thus not flowing as far. For the immediate response to minimize environmental impact of a catastrophic release, the following actions will be completed:

1) The first employee who detects the release will notify his Supervisor or the Personnel Manager (Emergency Coordinator) who will notify the remaining appropriate Smurfit-Stone Container personnel.

2) The Emergency Coordinator or General Manager will notify the spill response contractor that a spill has occurred at Smurfit-Stone Container and request mobilization of appropriate resources for cleanup.

3) The Emergency Coordinator or General Manager will notify the appropriate state and federal agencies.

4) The Emergency Coordinator or designee will restrict access of all unnecessary personnel from the spill site.

5) Consistent with employee safety and applicable OSHA safety plans, efforts will be made with booms, pads, berms, etc. to contain as much of the wax as feasible on-site and to keep it from stormwater and/or sanitary drains.

6) If this can be done safely, the Emergency Coordinator or designee will conduct an inventory of the contents remaining in the AST to determine the quantity of material released.

7) Vacuum trucks and/or tanker trucks will be used to remove any wax remaining in the tank if required.

8) Recovered wax will be taken to an approved storage facility and, if practical, re-used. Otherwise, the product will be appropriately disposed of in accordance with federal, state, and local regulations.

9) The Emergency Coordinator or designee will assess the degree to which the spilled wax has impacted surrounding soils and/or surface water.

10) Based on the results of the site characterization, a corrective action plan will be developed as necessary to remove spilled material and impacted soil and minimize impacts on surface waters.

11) Once the initial response activities have been completed, the Emergency Coordinator or designee will arrange if necessary for inspection of the site by state, local and federal officials.

12) The emergency coordinator or designee will prepare a report summarizing the release, spill response, and sampling and analytical activities, and if possible submit it within 30 days to the General Manager and plant's Environmental Service Manager for review.

11.0 GENERAL STORMWATER POLLUTION PREVENTION INFORMATION

Sections 11.0 through 13.5 of this plan address stormwater pollution prevention (SWPP) items which are not specifically required to be a part of an SPCC Plan. Smurfit-Stone Container has a stormwater discharge permit as mentioned previously. This permit and the permit application have been provided as Appendix D.

11.1 Potential Sources of Pollutants in Stormwater Discharges

Stormwater may come in contact with operations performed outside Smurfit-Stone Container's building.

The facility has 2 steel AST's with a total of 17,000 gallons used for paraffin wax storage and 2 steel AST's with a total of 14,000 gallons for polyseal wax storage located on the west of the building. If an overfill were to occur during delivery operations or a tank rupture, the paraffin or polyseal wax would likely solidify under ambient temperature and thus could be easily contained.

A bulk storage silo is also utilized at the facility for the storage of starch used for adhesive making. If an overfill or spill were to occur, there is a potential that starch could enter the stormwater system.

Process raw materials are unloaded at the shipping dock. A stormwater catch basin is located in this area and is equipped with a sump pump which transfers the accumulated stormwater to an adjacent storm ditch.

Pallets are sometimes stored outside on an as needed basis. Stormwater may come in contact with these materials; however the potential for contamination is minimal. The list below outlines the inventory/description of exposed materials and the possible expected pollutants relating to the exposed materials

AREA/ACTIVITY	LOCATION	DISCHARGE DESTINATION	POTENTIAL POLLUTANT
Solid Waste Compactor Collects general plant trash.	Southwest side of property	Runoff enters Outfall 001 via sheet flow.	BOD, TSS
Paraffin Wax Storage Tank(s)	West side of Plant bldg.	Runoff enters Outfall 001 via sheet flow.	BOD, TSS. Oil & Grease.
Starch Storage Silo	East side of property.	Runoff enters 001 via sheet flow	BOD, TSS
Shipping/Receiving Docks Finished goods shipping and material receiving.	Southeast & Southwest side of building	Runoff enters Outfall 001 via sheet flow.	BOD, COD, Oil & Grease
Transformer Utility owned (non-PCB) 290 Gallons	West side of building	Runoff enters Outfall 1 via sheet flow.	Oil & Grease
Miscellaneous Pallets	Outside Shipping/Receiving Area	Runoff enters Outfall 1 via sheet flow.	COD

11.2 Certification of no Non-Stormwater Discharge.

The facility is not on a combined storm and sanitary sewer system. Before the plan was initially prepared, an observation of each storm drain was made during a dry period and verified that no flow was occurring although the main facility was functioning. Subsequent to the previous SPCCP/SWPPP the company now recycles its wastewater so that no discharge of process wastewater drains into the sanitary sewer or stormwater occurs.

CERTIFICATION OF EVALUATION OF NON-STORM WATER DISCHARGES

I certify under penalty of law that the storm water drainage system in this SWPPP has been tested or evaluated for the presence of non-storm water discharges either by me, or under my direction and supervision. To the best of my knowledge and belief, the information submitted is true, accurate, and complete. At the time this plan was completed no unauthorized discharges were present. I am aware that there are significant penalties for submitting false information, including the possibility of fine or imprisonment for knowing violations.[1]

_____ _____

(Signature) (Date)

_____ _____

(Printed Name) (Title)

11.3 Facility Stormwater Risk Assessment

The potential pollutants at Smurfit-Stone Container are considered to be “low risk.” This is based on the nature of the material(s) that may come into contact with the stormwater and/or that the pollutant can only enter the storm drainage system in the event of an accidental spill or leak.

12.0 STORMWATER BEST MANAGEMENT PRACTICES AND CONTROLS

12.1 Structural Source Controls

Many structural controls already exist at the site to prevent pollutants from entering the stormwater runoff. These controls are described in the following paragraphs.

Secondary Containment and Roof Coverage of Potential Pollutants

All "hazardous" materials, with the exception of propane, paraffin wax and starch are stored inside the building.

Separation and Structural Isolation of Wastes

Waste materials are stored in containers or drums constructed of waste compatible materials and are located inside the building.

12.2 Non-Structural Source Controls and Best Management Practices

The non-structural source controls and management practices at Smurfit-Stone Container to protect stormwater and prevent incidents involving the release of hazardous materials to the environment include policies, procedures, training and records. The best management practices (BMP) that are and will be employed at the site are described in the following paragraphs.

Good Housekeeping

Good housekeeping practices are employed at the site. The work environment within the facility is maintained in a clean and orderly manner. The good housekeeping practices include: clean and orderly storage of chemicals and materials; fast response and removal of small spills; periodic and proper removal of generated wastes for disposal or recycling; and maintaining dry and clean floors through the use of brooms, absorbents, etc.

Preventive Maintenance

The accidental spillage of starch is the main area of concern for potential stormwater pollution. AST filling procedures are provided in Appendix E. The starch silo is part of an inspection program which should allow for quick response and clean up to prevent stormwater contamination

Dumpsters located outside are emptied regularly to minimize exposure to stormwater. The compactor is enclosed.

Sediment and Erosion Control

Approximately 70 percent of the facility property is occupied by buildings or is paved. Areas that are not paved are maintained with ground cover or other appropriate landscaping to prevent erosion and improve the aesthetic character of the facility. There are no significant areas of erosion.

Management of Runoff

The current system of stormwater runoff management through a series of sloped surfaces draining to storm system inlets is reasonable and appropriate. During normal operations at the facility it is unlikely that significant amounts of pollutants would enter the stormwater runoff.

Stormwater Conveyance Inspection

A monthly inspection program discussed in Section 6.0 of areas which could impact stormwater will be conducted. Litter grates and inlets should be free of debris so that stormwater can flow freely. Observations shall be made on the presence of flow, stains, color, or unusual conditions that indicate the presence of non-stormwater discharges or any other conditions that would affect stormwater quality. A monthly inspection form is included in Appendix A.

13.0 SWPP PLAN IMPLEMENTATION

13.1 Pollution Prevention Responsibility

The General Manager is responsible for the environmental and compliance issues affecting the facility. The General Manager or his designated representative will be responsible for implementing, maintaining, and revising the SWPP elements of this plan (Sections 11.0 through 13.5). His responsibilities include coordinating stages of plan development and implementation, coordinating an employee training program, keeping applicable records, and ensuring reports

are submitted as required by the stormwater discharge permit and updating and revising the plan.

13.2 Review and Evaluations of the Stormwater Pollution Prevention Effort - Annual Site Compliance Evaluation

The General Manager or his knowledgeable designee will make an evaluation of the stormwater pollution prevention elements of this plan (Sections 11.0 through 13.5) to verify their accuracy once a year. The Annual SWPPP Evaluation form is included in Appendix A. The stormwater pollution prevention elements of this plan (Sections 11.0 through 13.5) will be revised if necessary following the evaluation and whenever there is a change in construction, operation, or maintenance of the facility which would lead to a significant increase in pollutants introduced into the stormwater. Documentation of revisions will be maintained as part of this plan. Revisions will be recorded and approved by the General Manager.

13.3 Employee Training

See Section 6.6.

13.4 Record Keeping and Internal Reporting

SWPP Plan records will be maintained by the General Manager or his designee. All of these records must be retained for the duration of the permit, or for a period of at least five years from the date of the measurement, report, inspection, training, or maintenance, whichever is longer.

14.0 MANAGEMENT APPROVAL AND CERTIFICATIONS

This section contains SPCC and SWPP Plan management approvals and certifications as required by applicable regulations.

14.1 Smurfit-Stone Container Management Approval

Smurfit-Stone Container has dedicated the necessary resources (materials and personnel) for spill prevention and control to implement this SPCC and SWPP Plan as directed by 40 CFR 112.

Name Harvey Sisson

Title Plant Manager

Signature

Date 3/15/2011

14.2 Professional Engineer Certification

This SPCC portion of this Plan was prepared under the direction of David A. Gilbert, a registered professional engineer in the State of Arkansas, Registration No. 8525. Mr. Gilbert is the engineer of record and his seal is affixed to the title page of this plan.

All amendments to this SPCC portion of this Plan other than administrative will be reviewed and certified by a registered professional engineer before they become effective.

I, David Gilbert, a Professional Engineer in the State of Arkansas, after examination of this facility, and being familiar with the provisions of this SPCC portion of this Plan, do attest that this SPCC Plan has been prepared in accordance with good engineering practices and applicable federal laws and regulations.

Signature *(available at plant)*

David Gilbert, PE
EGIS Engineering, Inc.

Registration Number 8525

Date

APPENDIX A:

SPCC/SWPP PLAN TIME LINE
AND
INSPECTION FORMS

INSPECTION, ACTIONS & DOCUMENTATION TIMELINE

TASK	FREQUENCY	DOCUMENTATION
Monthly Site Inspections	Monthly	Monthly Site Inspection Form
Annual Site Compliance Evaluation	Annually	Annual Site Compliance Form
Spill Report	Upon Occurrence	See Section 7.0
Employee Training	Periodically	Training Documentation Form

MONTHLY SITE INSPECTION FORM

Inspector:_____ Title:_____ Date:_____

Item	Yes	No	Comments	Follow-up Actions Planned	Date Complete
Are truck docks wells free of trash and/or spilled debris?					
Are facility grounds including catch basins, swales, drainage ditches, truck docks, parking lots, & material storage areas free of accumulated debris & leaks or spills?					
Is roof area clean & free of debris and cyclone functioning properly?					
Are pallets stored outside free of residues?					
Is outside waste compactor clean and orderly?					
Are empty drums, totebins, etc. stored indoors, or if outdoors stacked on pallets, free of any residues, with bungs & lids in place?					
Are vegetated areas free from erosion?					
Are flammable cabinets in Maint. & Shipping clean and free of leaks?					
Is oil storage bldg., oil at corrugator & maint. shop clean and orderly & free of leaks?					
Is starch silo clean & orderly and bag house functioning properly					
Is wax storage tank area clean & free of debris and/or leaks					
Is spill response equipment intact?					

ANNUAL COMPREHENSIVE SITE COMPLIANCE EVALUATION

Annual Report for _____through _____(year of review)

Date:_____

Completed by:_____

1. Have any leaks or spills occurred at the facility during the period under review which resulted in an impact to the environment? ____Yes _____No

2. Has construction occurred at the facility which has changed site drainage or the locations of catch basins, stormwater outfalls or sanitary sewer discharge? ____Yes ____ No

3. Have there been changes at the facility which have rendered the SPCC and Material Storage Units or Potential Pollutants incomplete of inaccurate? _____Yes _____No

4. Have changes occurred at the facility which resulted in non-stormwater discharges to stormwater conveyances? _____Yes _____No

5. Were there any sources of stormwater pollution discovered during the period under review which are not identified in the SWPPP? _____Yes _____No

6. Are additions or modifications to the "Best Management Practices" needed to ensure protection of stormwater? ____Yes _____No

7. Are additions to the "Spill Response Procedures" needed to ensure protection of stormwater? _____Yes _____No

8. Have employees received adequate training in regards to the SPCC/SWPP Plan? _____Yes _____No

Based on results of the Annual Facility Inspection, I certify that this facility is in compliance with the NPDES General Stormwater Discharge Permit and the Stormwater Pollution Prevention Plan.

Name:_____ Title:_____Signature:_____

Date:_____

APPENDIX B:

TRAINING DOCUMENTATION FORM

TRAINING DOCUMENTATION FORM

Facility:_____

Location:_____

Date:_____

Topic:_____

Instructor(s):_____

NAME	JOB TITLE	SIGNATURE

APPENDIX C:

APPROVED SPILL CONTRACTORS

APPROVED SPILL CONTRATOR

Safety-Kleen Systems
1887 Fedex Drive
Springdale, AR 72764

(479) 756-4022

APPENDIX D:

STORMWATER DISCHARGE PERMIT AND NOI

APPENDIX E:

AST FILLING PROCEDURES

ABOVEGROUND STORAGE TANK
FILLING PROCEDURES

Smurfit-Stone Container - Rogers, AR

1. Upon arrival at plant, confirm correct point and quantity of delivery with designated Plant Contact. Only the designated contact is authorized to confirm delivery. Filling the AST is not to commence until has been done.

2. Make sure all brakes are set and engaged before leaving truck. Tractor should be turned off while unloading. Placement of chocks or other restraints to prevent vehicle from moving during filling.

3. Place safety cones in the area that make people aware that you are unloading and parked.

4. Verify with the Plant Contact which tank(s) is to be filled.

5. Stick tank(s) before and after each delivery using water indicator paste. Stick readings, volumes, and comments regarding the presence or absence of water shall be made on the trip ticket prior to and following the drop.

6. Verify that the proposed delivery amount will fit in the tank's available capacity. Do not overfill.

7. Make sure that the truck has the proper hose and fittings for the AST. If not, filling is not to commence. Filling is not to be attempted unless the truck has the proper hose and fittings. Make sure that the hose is properly attached to the AST before pumping any product into the tank. When starting the flow of product, make sure the product is going into the tank and not out on the ground.

8. Remain physically present in a position to observe the hose and tank until the filling has been completed and the hose disconnected. Leaving for any reason during filling, no matter how brief the departure, is not allowed under any condition whatsoever.

9. Do not spill any product. Make sure that fittings, hoses, and pump are not leaking. If a spill should occur: contain it immediately and report the spill immediately to the Plant Contact.

10. Do not leave the vehicle unattended while unloading until all valves are closed. Stand by the valves when they are open.

11. Before departure, verify that all valves are closed and caps are replaced. Load all fittings, hoses and other materials to be removed from the delivery point.

12. Before leaving, notify the Plant Contact and verify the delivery is complete. If everything is satisfactory have the Plant Contact sign the trip ticket.

13. The delivery carrier is responsible for the immediate and complete clean up of any spills and impacted media and disposal of the clean up materials.

STARCH SILO
FILLING PROCEDURES

Smurfit-Stone Container - Rogers

1. Upon arrival at plant, confirm correct point and quantity of delivery with designated Plant Contact. Only the designated contact is authorized to confirm delivery. Filling the starch silo is not to commence until this has been done.

2. Make sure all brakes are set and engaged before leaving truck. Placement of chocks or other restraints must be used to prevent vehicle from moving during the filling process.

3. Place safety cones in the area to make people aware that you are unloading and parked.

4. Verify that the proposed delivery amount will fit in the silo's available capacity. Do not overfill. Do not deliver dry starch at more than 7 PSI.

5. Attach starch silo ground cable to the truck. Turn the Silo Bin Vent switch to "SILO FILL".

6. Make sure that the truck has the proper hose and fittings for the starch silo. If not, filling is not to commence. Make sure that the hose is properly attached to the starch silo and truck before pumping any starch into the silo. When starting the flow of starch, make sure the product is going into the silo and not out on the ground.

7. Remain physically present in a position to observe the hose and silo until the filling has been completed and the hose disconnected. Leaving for any reason during filling, no matter how brief the departure, is not allowed under any condition whatsoever.

8. Do not spill any product. Make sure that fittings, hoses, and pump are not leaking. If a spill should occur, contain it immediately and report the spill immediately to the Plant Contact.

9. Do not leave the vehicle unattended while unloading until all valves are closed. Stand by the valves when they are open.

10. Before departure, verify that all valves are closed and caps are reinstalled. Load all fittings, hoses and other materials to be removed from the delivery point. Remove the ground cable and hang it back on the silo. Turn the Silo Bin Vent switch to "AUTO".

11. Before leaving, notify the Plant Contact and verify the delivery is complete. If everything is satisfactory have the Plant Contact sign the delivery document.

12. The delivery carrier is responsible for the immediate and complete clean up of any spills and impacted media and disposal of the clean up materials.

APPENDIX F

KEY PERSONNEL AND TELEPHONE NUMBERS

KEY PERSONNEL AND TELEPHONE NUMBERS
Smurfit-Stone Container Corporation
(479) 636-7000

ENVIRONMENTAL SERVICE MANAGER

Rachel G. Davis
Office Telephone (770) 570-1603
Cell Telephone (770) 689-6942

BUSINESS UNIT GENERAL MANAGER

Mr. Mark Rickard
Facility Telephone Number: (479) 785-4750
Cell Telephone: (479) 653-2320

PLANT MANAGER

Mr. Harvey Sisson
Facility Telephone Number: (479) 899-0235
Cell Telephone: (918) 350-0274

MAINTENANCE MANAGER

Mr. Allen Pavy
Facility Telephone Number: (479) 899-0207
Cell Telephone: (479) 877-0871

ENVIRONMENTAL COORDINATOR

Mr. Rick Burnett
Facility Telephone Number: (479) 899-0206
Cell Telephone: (479) 381-0386

FEDERAL STATE AND LOCAL AGENCIES

UNITED STATES COAST GUARD DISTRICT

U.S. Coast Guard, National Response Center
Telephone# 1-800-424-8802

STATE AGENCY

Arkansas Department of Environmental Quality
Address: P.O. Box 9583
Little Rock, AR 72219
Telephone # (501) 374-1201

FEDERAL AGENCY

U.S. Environmental Protection Agency
Address: Region VI, 12th Floor, Suite 200
1445 Ross Avenue
Dallas, TX 75202
Telephone # (214) 655-2222

LOCAL AGENCIES

City of Rogers
Telephone # (479) 621-1117

Emergency/Fire Department
Telephone # 911

APPENDIX G:

SITE MAPS AND FACILITY LAYOUT

APPENDIX H:
RECORD OF REVISIONS

REVISION	DATE	BY:
Revised to include cross references with 40 CFR 112.7, a non-stormwater certification, wax tank integrity test (NDT) details and schedule, an updated site map, checklist and oil container list, an updated list of key personnel and a starch unloading procedure	July 2008	Richard Graham
Updated personnel list for NOI Application to renew stormwater permit	March 15, 2011	Rachel Davis