

EXHIBIT C

Scope of Work

The Respondent agrees to perform the following:

1. Within 60 days of Respondent becoming fee owner of the Property, Respondent will prepare a Contaminated Media Management Plan (CMMP) establishing procedures for identifying, handling, characterizing, and disposing of potentially contaminated soil or ground water, if encountered, at the Property during future construction and maintenance activities. The CMMP will identify chemical constituents of interest, relevant risk-based concentration (RBC) standards, analytical methods for waste profiling, procedures for decontamination, site control, stockpiling, transport and disposal, and reporting. Respondent will submit the CMMP to DEQ for review and approval.
2. To facilitate redevelopment of the Property, Respondent expects removal of soils, and grading and capping of areas of the Property will be needed. Prior to site redevelopment, Respondent will submit a Work Plan to DEQ that includes:
 - a. Proposed removal actions, construction of hardscape, and/or grading plans associated with planned redevelopment efforts.
 - b. A sampling and analytical plan, including collection and analysis of soil samples, using the incremental sampling and discrete sampling methods, as appropriate, from graded areas or areas where soil was removed, to determine if contamination remains present at levels above urban residential use RBCs for urban residential properties.
 - i. Subsequent to removal actions or grading within the boundaries of the Property, if constituents of interest remain within three feet of the proposed redevelopment ground surface, Respondent will delineate, by survey, areas where soil impacts are present at concentrations greater than applicable urban residential use RBCs. Respondent will place a high visibility geotextile fabric for demarcation of the area where soil concentrations exceed applicable RBCs, prior to developing the area to proposed redevelopment grade with a hardscape (asphalt, concrete, building, etc.) or clean soil or gravel overlay, as may be appropriate.
 - c. An anticipated schedule of completion of redevelopment activities.
 - d. Proposed stormwater source control measures to be implemented as part of site redevelopment, and demonstration of effectiveness of controls as part of a Source Control Assessment Report (including investigation of overland flows and preferential groundwater transport potential, if any), in accordance with the 2005 Portland Harbor Joint Source Control Strategy, 2009 DEQ Guidance for Evaluating the Stormwater Pathway at Upland Sites, applicable NPDES stormwater permit requirements, and Oregon Environmental Cleanup Law. Source Control Assessment activities will commence within six months of completion of onsite redevelopment activities, with submission of a final report within 60 days of receipt of the final of four quarters of stormwater monitoring data.

Respondent will implement the Work Plan following DEQ's approval. Respondent will submit a Remedial Investigation Report (RI Report) within 60 days of receipt of all anticipated soil analytical results. The RI Report will include residual human health risk assessment and ecological scoping and include identification of any engineering or institutional controls necessary to protect human or ecological health, if any.

3. If a soil or hardscape cap is required to mitigate a potential exposure pathway (e.g., dermal contact) and/or minimize the potential for surface water impacts, Respondent will prepare a Soil Cap Management Plan (SCMP). This SCMP will detail inspection and maintenance actions required to maintain the integrity of any soil or hardscape cap necessary to mitigate a potential exposure pathway or as required to mitigate potential sources of contamination to the adjacent Willamette River. Respondent will submit the SCMP to DEQ for review and approval within 60 days of submitting the RI Report to DEQ.
4. In the event the proposed use of the Property changes prior to commencement of redevelopment activities (i.e., from urban residential to industrial), Respondent will notify DEQ within 30 days of the changed use. Respondent will begin review of site data, determine if remedial actions are necessary to protect human health, revise the RI Report, and implement necessary measures with DEQ's approval and oversight.