

Source Property Information

CLOSURE DATE: 02/09/2016

BRRTS #: 06-41-559788
ACTIVITY NAME: Kampus Foods (Former)
PROPERTY ADDRESS: 1400 W Wells St
MUNICIPALITY: Milwaukee
PARCEL ID #: 3900109000

FID #: 341225830

DATCP #:

PECFA#:

***WTM COORDINATES:**

X: 688563 Y: 287392

** Coordinates are in
WTM83, NAD83 (1991)*

WTM COORDINATES REPRESENT:

Approximate Center Of Contaminant Source

Approximate Source Parcel Center

Please check as appropriate: (BRRTS Action Code)

CONTINUING OBLIGATIONS

Contaminated Media for Residual Contamination:

Groundwater Contamination > ES (236)

Contamination in ROW

Off-Source Contamination

*(note: for list of off-source properties
see "Impacted Off-Source Property Information,
Form 4400-246")*

Soil Contamination > *RCL or **SSRCL (232)

Contamination in ROW

Off-Source Contamination

*(note: for list of off-source properties
see "Impacted Off-Source Property Information,
Form 4400-246")*

Site Specific Obligations:

Soil: maintain industrial zoning (220)

*(note: soil contamination concentrations
between non-industrial and industrial levels)*

Structural Impediment (224)

Site Specific Condition (228)

Cover or Barrier (222)

Direct Contact

Soil to GW Pathway

Vapor Mitigation (226)

Maintain Liability Exemption (230)

*(note: local government unit or economic
development corporation was directed to
take a response action)*

Monitoring Wells:

Vapor Mitigation - post closure
passive system

PAL Exemption for well TW-5
for Naphthalene

Are all monitoring wells properly abandoned per NR 141? (234)

Yes No N/A

** Residual Contaminant Level*

***Site Specific Residual Contaminant Level*

BRRTS #: 06-41-559788
SITE NAME: KAMPUS FOODS

This VPLE applies to the following closed ERP and/or LUST site(s). The following links can be used to access the associated GIS packet(s).

BRRTS #	SITE NAME
02-41-559740	<u>KAMPUS FOODS (FORMER)</u>



April 26, 2016

Ms. Margaret Knowlton
Opus Development Corporation
10350 Bren Road West
Minnetonka, MN 55343

SUBJECT: *Certificate of Completion* for Kampus Foods
1400 W. Wells St., Milwaukee, Wisconsin
BRRTS # 06-41-559788 FID # 341225830

Dear Ms. Knowlton

The Wisconsin Department of Natural Resources (DNR) has reviewed your request for issuance of a Certificate of Completion under the Voluntary Party Liability Exemption program for the environmental investigation and cleanup of former Kampus Foods site, 1400 W. Wells St., Milwaukee, Wisconsin, hereinafter referred to as "the Property." You have requested that the DNR determine whether Opus Development Corporation has met the environmental investigation and restoration requirements under § 292.15(2), Wis. Stats., for the issuance of a *Certificate of Completion*. The Property is fully described in Attachment A of the *Certificate of Completion*.

Determination

As you are aware, § 292.15, Wis. Stats., authorizes the DNR to issue a *Certificate of Completion* to a voluntary party that conducts an environmental investigation that is approved by the DNR and restores the environment to the extent practicable and minimizes the harmful effects with respect to hazardous substance discharges on or originating from the Property. Based on the information received, the DNR has determined that the investigation and restoration of the Property is complete to the extent practicable, and that all of the conditions in § 292.15(2), Wis. Stats., have been met. Attached is the *Certificate of Completion* for the Property.

While the conditions for the issuance of the *Certificate of Completion* have been met, residual soil contamination remains at the Property. A barrier consisting of the building foundation and a passive vapor mitigation system must be maintained in accordance with the approved maintenance plan.

Conclusions

The DNR appreciates the work conducted by Opus Development Corporation to investigate and restore the environment to the extent practicable at the Property. The exemption provided by this *Certificate of Completion* applies to any successor or assignee of Opus Development Corporation if the successor or assignee complies with the appropriate conditions, pursuant to § 292.15(3), Wis. Stats. If you have any questions or concerns regarding this letter or the *Certificate of Completion*, please contact me at (414) 263-8557.

Sincerely,


Margaret Brunette
Hydrogeologist
Remediation & Redevelopment Program

Attachments: Certificate of Completion

State of Wisconsin Department of Natural Resources

CERTIFICATE OF COMPLETION OF RESPONSE ACTIONS UNDER SECTION 292.15(2)(a), WIS. STATS.

Whereas, Opus Development Corporation has applied for an exemption from liability under s. 292.15, Wis. Stats., for the property located at 1400 W. Wells Street, Milwaukee, Wisconsin, which is commonly referred to as the Kampus Foods site, further described in the legal description found on Attachment A (the Property);

Whereas, an environmental investigation of the Property has been conducted and the Wisconsin Department of Natural Resources (WDNR) has determined that environmental contamination exists at the Property consisting of polynuclear aromatic hydrocarbons (PAHs), volatile organic compounds (VOCs), and metals;

Whereas, Opus Development Corporation has submitted to the WDNR certain investigation reports and a remedial action plan for the Property which comply with the requirements set forth in chs. NR 700-754, Wis. Adm. Code, consisting of the documents and reports listed in Attachment B;

Whereas, in accordance with s. 292.15(2)(a)1, Wis. Stats., the WDNR has determined that an environmental investigation has been conducted which adequately identified and evaluated the nature and extent of the hazardous substance discharges on the Property. The WDNR approved of the site investigation on August 8, 2014;

Whereas, the Property contains soil that exceeds residual contaminant levels ("RCLs") for the industrial direct contact pathway under ch. NR 720, Wis. Adm. Code. Therefore, the Property will be included on the WDNR's Geographical Information System data base (the GIS Registry) pursuant to s. 292.12(3), Wis. Stats. Opus Development Corporation has submitted to the WDNR all the information necessary to be included on the GIS Registry, pursuant to Wis. Adm. Code;

Whereas, on December 16, 2015, the WDNR issued a case closure letter for the Property (Attachment C). The owner of this Property shall adhere to, abide by, and maintain the continuing obligations and other requirements that are specified in the attached state case closure letter and maintenance plan. The WDNR requires

maintenance of a barrier, which includes a passive vapor barrier, in order to prevent or limit vapor intrusion into the building, as well as to prevent direct contact with and infiltration through residual soil contamination that might otherwise pose a threat to public health and the environment. The closure letter also requires that if soil with residual contamination is excavated in the future, the Property owner at the time of excavation must manage the soil in accordance with applicable federal, state and local laws;

Whereas, on December 16, 2015, the WDNR has granted Opus Development Corporation an exemption under NR 140.28 (2) (b), Wis. Adm. Code, for having naphthalene in the groundwater above the ch. NR 140 preventive action limit;

Whereas, the WDNR has determined that the response action is complete and was based on the Property being used as a multi-family residential and commercial facility. In the event that the cover or barrier that currently exists is removed, the replacement barrier must be equally protective. Because of the residual contamination and certain continuing obligations for this site, before use of this site can be changed to single family residential use, or use by certain sensitive populations, such as a day care center, school, a senior center, hospital or a similar use, notification of the Department is required at a minimum. Additional sampling and/or cleanup may be required to ensure that the residual contamination levels, and existing remedial action in light of the proposed land use is protective;

Whereas, if the requirements of this Certificate, the case closure letter or the maintenance plans are not followed, or if the land use changes, the WDNR may take actions under ss. 292.11 or 292.12, Wis. Stats., to ensure compliance with the specified requirements, and the person who owns or controls the Property may no longer qualify for the liability protections under s. 292.15, Wis. Stats.; and

Whereas, on December 16, 2015, the WDNR determined that response actions necessary to restore the environment were completed.

Therefore, based upon the information that has been submitted, the WDNR hereby certifies that the response actions set forth in the WDNR approved remedial action plan for the Property and any other necessary response actions have been completed. Upon issuance of this Certificate, Opus Development Corporation and the persons qualified for protection under s. 292.15(3), Wis. Stats., are exempt from the provisions of ss. 289.05(1), (2), (3) and (4), 289.42(1), 289.67, 291.25(1) to (5), 291.29, 291.37, 292.11(3), (4), and (7)(b) and (c) and 292.31(8), Wis. Stats., with respect to the existence of hazardous substances on or originating from the Property, the release of which occurred prior to the date the WDNR approved the environmental investigation required under s. 292.15(2)(a)1., Wis. Stats. However, the person who owns or controls the Property would no longer qualify for this liability exemption if that person fails to maintain or monitor the Property as required by the conditions in this Certificate, the December 16, 2015 case closure letter, s. 292.12, Wis. Stats., and administrative rules

promulgated by the WDNR. Any discharges of a hazardous substance to or from the Property that occur after the date that the environmental investigation was approved will be the responsibility of the current Property owner and any other person who possesses or controls that discharge and any person who caused the discharge.

The protection from liability provided under s. 292.15(2), Wis. Stats., does not apply to any person who has obtained a Certificate of Completion by fraud or misrepresentation, or by knowingly failing to disclose material information or under circumstances in which Opus Development Corporation knew or should have known about more discharges of hazardous substances than was revealed by the investigation approved by the WDNR.

Nothing in this Certificate or in s. 292.15, Wis. Stats., affects the authority of the WDNR to exercise any powers or duties under applicable laws other than ss. 289.05(1), (2), (3) and (4), 289.42(1), 289.67, 291.25(1) to (5), 291.29, 291.37, 292.11(3), (4), and (7)(b) and (c) and 292.31(8), Wis. Stats., with respect to any release or threatened release of contaminants at the Property, or the right of the WDNR to seek relief available against any person who is not entitled to protection from liability under s. 292.15, Wis. Stats., with respect to such release or threatened release.

SIGNED AND CERTIFIED this 9 day of February, 2016.



Darsi J. Foss, Director
Bureau for Remediation and Redevelopment
Wisconsin Department of Natural Resources

**ATTACHMENT A
LEGAL DESCRIPTION
Kampus Foods**

See attached Warranty Deed Doc. # 10274484 recorded with Milwaukee County Register of Deeds Office on July 25, 2013 and the ALTA/ ACSM survey made by The Sigma Group on July 21, 2014, designated Project Number 13406, "Ivy on Fourteenth"

DOC.# 10274484

RECORDED
07/25/2013 09:55AM

JOHN LA FAVE
REGISTER OF DEEDS
Milwaukee County, WI
AMOUNT: \$30.00
TRANSFER FEE: \$7,500.00
FEE EXEMPT #: 0
0

***This document has been electronically recorded and returned to the submitter. **

**GENERAL
WARRANTY DEED**

THIS DEED is made between Wisam A. Shanaa and Mary R. Shanaa, husband and wife (collectively, the "Grantor"), and IISRE Marquette, LLC, a Delaware limited liability company ("Grantee").

Grantor, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, conveys and warrants to Grantee the real estate located in the City of Milwaukee, County of Milwaukee, State of Wisconsin, which is more particularly described on Exhibit A, attached hereto and incorporated herein (the "Property"), together with all right, title and interest of Grantor in and to all easements, tenements, hereditaments, privileges and appurtenances.

Name and return address:

David B. Sickle
DLA Piper LLP (US)
203 North LaSalle Street
Suite 1900
Chicago, IL 60601-1293

Parcel Identification Number:

390-0109-7

This is not homestead property.

Grantor warrants that the title to the Property is good, indefeasible in fee simple and free and clear of encumbrances except those matters described in Exhibit B, attached hereto and incorporated herein.

[Signatures and acknowledgement appear on following page]

EXHIBIT A
LEGAL DESCRIPTION

Lots 7 and 8 in Block 211 in Eldred's Addition and Lots 7 and 8 in Block 211 in Subdivision of the South 23.572 acres of the East 38 acres of the Northeast 1/4 of Section 30, in Township 7 North, Range 22 East, in the City of Milwaukee, Milwaukee County, Wisconsin.

EXHIBIT B
PERMITTED EXCEPTIONS

1. Taxes, general and special, for the year 2013 and thereafter, not now due or payable.
2. Utility easement granted to Wisconsin Electric Power Company and Wisconsin Telephone Company recorded on January 28, 1963 in Reel 67, Image 308, as Document No. 4001386.
3. Current and future obligations arising from the inclusion of the subject parcel in Business Improvement District No. 10, none now due or payable.
4. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by an ALTA/ACSM survey made by Michael J. Ratzburg on January 15, 2013, designated Project Number 20120187.00. Overhead electric wires and buried gas main in areas not provided for by recorded easements.

ATTACHMENT B
INVESTIGATION AND REMEDIAL ACTION PLAN REPORTS
Kampus Foods

1. AAI Phase I Environmental Site Assessment, August 2012, prepared by The Sigma Group, Inc.
2. Phase II Environmental Site Assessment, November 20, 2012, prepared by The Sigma Group, Inc.
3. Remedial Action Plan, January 10, 2013, prepared by The Sigma Group, Inc.
4. Site Investigation Work Plan, February 11, 2013, prepared by The Sigma Group, Inc.
5. Site Investigation Report & Remedial Action Plan, March 25, 2013, prepared by The Sigma Group, Inc.
6. Additional Site Investigation Work Plan, May 3, 2013, prepared by The Sigma Group, Inc.
7. Groundwater Monitoring Update, July 16, 2013, prepared by The Sigma Group, Inc.
8. Low-Hazard Exemption Request for the Kampus Food Property, September 30, 2013, prepared by The Sigma Group, Inc.
9. Site Investigation beneath Former Building, October 10, 2013, prepared by The Sigma Group, Inc.
10. Interim Remedial Action Status Report & Vapor Intrusion Clarifications, March 12, 2014, prepared by The Sigma Group, Inc.
11. Well Abandonment Documentation, July 24, 2014, prepared by The Sigma Group, Inc.
12. Case Closure Review Request, June 16, 2015, prepared by The Sigma Group, Inc.

ATTACHMENT C
Closure Letter and Cap Maintenance Plan
Kampus Foods

See Attached December 16, 2015 Case Closure Letter and cap maintenance plan for the Kampus Foods site.



December 16, 2015

Mr. Stephen Gordon
HSRE Marquette, LLC
c/o Harrison Street Real Estate Capital, LLC
71 S. Wacker Drive, Suite 3575
Chicago, IL 60606

KEEP THIS DOCUMENT WITH YOUR PROPERTY RECORDS

SUBJECT: Final Case Closure with Continuing Obligations & VPLE Status
Kampus Foods (Former), 1400 W. Wells Street, Milwaukee, WI 53233
DNR BRRTS Activity #: 02-41-559740, 06-41-559788
FID #: 341225830

Dear Mr. Gordon:

The Wisconsin Department of Natural Resources (DNR) considers Kampus Foods closed, with continuing obligations. No further investigation or remediation is required at this time. However, you, future property owners, and occupants of the property must comply with the continuing obligations as explained in the conditions of closure in this letter. Please read over this letter closely to ensure that you comply with all conditions and other on-going requirements. Provide this letter and any attachments listed at the end of this letter to anyone who purchases, rents or leases this property from you. For residential property transactions, you may be required to make disclosures under s. 709.02, Wis. Stats.

This final closure decision is based on the correspondence and data provided, and is issued under chs. NR 726 and 727, Wis. Adm. Code. The project manager reviewed the request for closure on June 24, 2015. The DNR project manager reviewed this environmental remediation case for compliance with state laws and standards to maintain consistency in the closure of these cases. A request for additional information was issued by the DNR on August 7, 2015, and documentation that the conditions in that letter were met was received on October 26, 2015.

This multi-use building had soil and groundwater contaminated with PVOCs, metals, and PAHs, and soil gas impacts above vapor risk screening levels. Responses include a soil excavation and the installation of a passive sub-slab venting and vapor barrier system. The conditions of closure and continuing obligations required are based on the property being used for residential and commercial purposes.

Continuing Obligations

The continuing obligations for this site are summarized below. Further details on actions required are found in the section Closure Conditions.

- Residual soil contamination exists that must be properly managed should it be excavated or removed.
- An engineered barrier, which includes a passive vapor barrier, must be maintained over contaminated soil and the DNR must be notified and approve any changes to this barrier.

The DNR fact sheet "Continuing Obligations for Environmental Protection," RR-819, helps to explain a property owner's responsibility for continuing obligations on their property. The fact sheet may be obtained at <http://dnr.wi.gov/files/PDF/pubs/rr/RR819.pdf>.

GIS Registry

This site will be included on the Bureau for Remediation and Redevelopment Tracking System (BRRTS on the Web) at <http://dnr.wi.gov/topic/Brownfields/clean.html>, to provide public notice of residual contamination and of any continuing obligations. The site can also be viewed on the Remediation and Redevelopment Sites Map (RRSM), a map view, under the Geographic Information System (GIS) Registry layer, at the same web address.

DNR approval prior to well construction or reconstruction is required for all sites shown on the GIS Registry, in accordance with s. NR 812.09 (4) (w), Wis. Adm. Code. This requirement applies to private drinking water wells and high capacity wells. To obtain approval, complete and submit Form 3300-254 to the DNR Drinking and Groundwater program's regional water supply specialist. This form can be obtained on-line at <http://dnr.wi.gov/topic/wells/documents/3300254.pdf>.

All site information is also on file at the Southeast Regional DNR office, at 2300 N. Dr. Martin Luther King, Jr. Dr., Milwaukee, WI 53212. This letter and information that was submitted with your closure request application, including any maintenance plan and maps, can be found as a Portable Document Format (PDF) in BRRTS on the Web.

Prohibited Activities

Certain activities are prohibited at closed sites because maintenance of a barrier is intended to prevent contact with any remaining contamination. When a barrier is required, the condition of closure requires notification of the DNR before making a change, in order to determine if further action is needed to maintain the protectiveness of the remedy employed. The following activities are prohibited on any portion of the property where the building foundation or the passive vapor mitigation system are required, as shown on the attached maps "Location Map (Cap Areas)," Figure D.1.a, January 14, 2015, and "Location Map (Vapor Mitigation System)," Figure D.1.b, January 14, 2015, unless prior written approval has been obtained from the DNR:

- removal of the existing barrier or cover;
- replacement with another barrier or cover;
- excavating or grading of the land surface;
- filling on covered or paved areas;
- plowing for agricultural cultivation;
- construction or placement of a building or other structure;
- changing the use or occupancy of the property to a residential exposure setting, which may include certain uses, such as single or multiple family residences, a school, day care, senior center, hospital, or similar residential exposure settings;
- changing the use or occupancy of the property to single-family residential use;
- changing the construction of a building that has a vapor mitigation system in place.

Closure Conditions

Compliance with the requirements of this letter is a responsibility to which you and any subsequent property owners must adhere. DNR staff will conduct periodic prearranged inspections to ensure that the conditions included in this letter and the attached maintenance plan are met. If these requirements are not followed, the DNR may take enforcement action under s. 292.11, Wis. Stats. to ensure compliance with the specified requirements, limitations or other conditions related to the property.

Please send written notifications in accordance with the following requirements to:

Department of Natural Resources
Attn: Remediation and Redevelopment Environmental Program Associate
2300 N. Dr. Martin Luther King, Jr. Dr.
Milwaukee, WI 53212

Residual Soil Contamination (ch. NR 718, chs. 500 to 536, Wis. Adm. Code or ch. 289, Wis. Stats.)

Soil contamination remains near the northcentral property boundary, in the southeast corner of the property, and around the excavation area in the center of the parcel as indicated on the attached map "Pre/Post Remaining Soil Contamination," Figure B.2.c, January 14, 2015. If soil in the specific locations described above is excavated in the future, the property owner or right-of-way holder at the time of excavation must sample and analyze the excavated soil to determine if contamination remains. If sampling confirms that contamination is present, the property owner or right-of-way holder at the time of excavation will need to determine whether the material is considered solid or hazardous waste and ensure that any storage, treatment or disposal is in compliance with applicable standards and rules. Contaminated soil may be managed in accordance with ch. NR 718, Wis. Adm. Code, with prior DNR approval.

In addition, all current and future owners and occupants of the property and right-of-way holders need to be aware that excavation of the contaminated soil may pose an inhalation or other direct contact hazard and as a result special precautions may need to be taken to prevent a direct contact health threat to humans.

Depending on site-specific conditions, construction over contaminated soils or groundwater may result in vapor migration of contaminants into enclosed structures or migration along newly placed underground utility lines. The potential for vapor inhalation and means of mitigation should be evaluated when planning any future redevelopment, and measures should be taken to ensure the continued protection of public health, safety, welfare and the environment at the site.

Cover or Barrier (s. 292.12 (2) (a), Wis. Stats., s. NR 726.15, s. NR 727.07 Wis. Adm. Code)

The building that exists in the location shown on the attached map "Location Map (Cap Areas)," Figure D.1.a, January 14, 2015, shall be maintained in compliance with the attached maintenance plan in order to minimize the infiltration of water and prevent additional groundwater contamination that would violate the groundwater quality standards in ch. NR 140, Wis. Adm. Code, and to prevent direct contact with residual soil contamination that might otherwise pose a threat to human health.

The vapor barrier that exists in the location shown on the attached map "Location Map (Vapor Mitigation System)," Figure D.1.b, January 14, 2015, as part of the sub-floor, shall be maintained in compliance with the attached maintenance plan in order to prevent or limit vapor intrusion into the building.

A request may be made to modify or replace a cover or barrier. Before removing or replacing the cover, you must notify the DNR at least 45 days before taking an action. The replacement or modified cover or barrier must be protective of the revised use of the property, and must be approved in writing by the DNR prior to implementation. A cover or barrier for industrial land uses, or certain types of commercial land uses may not be protective if the use of the property were to change such that a residential exposure would apply. This may include, but is not limited to single or multiple family residences, a school, day care, senior center, hospital or similar settings. In addition, a cover or barrier for multi-family residential housing use may not be appropriate for use at a single family residence.

The attached maintenance plan and inspection log (DNR form 4400-305) are to be kept up-to-date and on-site. Inspections shall be conducted annually, in accordance with the attached maintenance plan. Submit the inspection log to the DNR only upon request

Chapter NR 140, Wis. Adm. Code Exemption

Recent groundwater monitoring data at this site indicates that for naphthalene at TW-5 contaminant levels exceed the NR 140 preventive action limit (PAL) but are below the enforcement standard (ES), as indicated on the attached map "Groundwater Isoconcentration," Figure B.3.b, January 14, 2015. The DNR may grant an

exemption to a PAL for a substance of public health concern, other than nitrate, pursuant to s. NR 140.28 (2) (b), Wis. Adm. Code, if all of the following criteria are met:

1. The measured or anticipated increase in the concentration of the substance will be minimized to the extent technically and economically feasible.
2. Compliance with the PAL is either not technically or economically feasible.
3. The enforcement standard for the substance will not be attained or exceeded at the point of standards application. [Note: at this site the point of standards application is all points where groundwater is monitored.]
4. Any existing or projected increase in the concentration of the substance above the background concentration does not present a threat to public health or welfare.

Based on the information you provided, the DNR believes that these criteria have been or will be met. The residual impacts do not pose a threat to potential receptors based on the depth to groundwater and lack of a basement structure at the site building, lack of potable wells on site or in the immediate vicinity, and post-construction soil gas testing. Therefore, pursuant to s. NR 140.28, Wis. Adm. Code, an exemption to the PAL is granted for naphthalene at TW-5. Please keep this letter, because it serves as your exemption.

Voluntary Party Liability Exemption Status

As the final step in the Voluntary Party Liability Exemption (VPLE) process, the DNR will prepare and process for signature the Certificate of Completion (COC). The COC will be issued upon receipt of all review fees.

In Closing

Please be aware that the case may be reopened pursuant to s. NR 727.13, Wis. Adm. Code, for any of the following situations:

- if additional information regarding site conditions indicates that contamination on or from the site poses a threat to public health, safety, or welfare or to the environment,
- if the property owner does not comply with the conditions of closure, with any deed restrictions applied to the property, or with a certificate of completion issued under s. 292.15, Wis. Stats., or
- a property owner fails to maintain or comply with a continuing obligation (imposed under this closure approval letter).

The DNR appreciates your efforts to restore the environment at this site. If you have any questions regarding this closure decision or anything outlined in this letter, please contact Riley Neumann at (414) 263-8589, or at riley.neumann@wisconsin.gov.

Sincerely,

Pamela A. Mylotta
Southeast Team Supervisor
Remediation & Redevelopment Program

Attachments:

- Groundwater Isoconcentration, Figure B.3.b, January 14, 2015
- Pre/Post Remaining Soil Contamination, Figure B.2.c, January 14, 2015
- Location Map (Cap Areas), Figure D.1.a, January 14, 2015
- Location Map (Vapor Mitigation System), Figure D.1.b, January 14, 2015
- Cap Maintenance Plan and Passive Subslab Vent & Vapor Barrier System Maintenance Plan, Attachment D, October 13, 2015
- Continuing Obligations and Inspection Maintenance Log, DNR Form 4400-305, February 2014

cc: Adam J. Roder, The Sigma Group, Inc., 1300 W. Canal Street, Milwaukee, WI 53233
Bill Phelps, DG/5

**CAP MAINTENANCE PLAN
and
PASSIVE SUBSLAB VENT & VAPOR BARRIER SYSTEM MAINTENANCE PLAN**

FEBRUARY 3, 2015 (revised OCTOBER 13, 2015)

PROPERTY LOCATED AT:

1400 W. WELLS STREET (NOW 811 N. 14TH STREET), MILWAUKEE, WISCONSIN

KAMPUS FOODS (FORMER) / IVY ON FOURTEENTH

FID #341225830, WDNR BRRTS #02-41-559740 & VPLE #06-41-559788

Lots 7 and 8 in Block 211 in Eldred's Addition and Lots 7 and 8 in Block 211 in Subdivision of the South 23.572 acres in the East 38 acres of the Northeast $\frac{1}{4}$ of Section 30, in Township 7 North, Range 22 East, in the City of Milwaukee, Milwaukee County, Wisconsin. TAX ID#3900109000

INTRODUCTION

This document is the Maintenance Plan for a cap and a passive subslab vent and vapor barrier system at the above-referenced property in accordance with the requirements of s. NR 724.13(2), Wisconsin Administrative Code. The maintenance activities relate to (1) the existing building occupying the area over the contaminated soil on-site, and (2) the passive subslab vent and vapor barrier system installed beneath the building.

More site-specific information about this property may be found in:

- The case file in the Wisconsin Department of Natural Resources (WDNR) Southeast regional office;
- BRRTS on the Web (DNR's internet based data base of contaminated sites): <http://dnr.wi.gov/botw/SetUpBasicSearchForm.do>;
- GIS Registry PDF file for further information on the nature and extent of contamination: <http://dnrmaps.wi.gov/sl/?Viewer=RR%20Sites>; and
- The WDNR project manager for Milwaukee County.

DESCRIPTION OF CONTAMINATION

Residual soil contaminants are located in three on-site areas:

- Polynuclear aromatic hydrocarbon (PAH) and/or lead impacts are located in the north central portion of the site a depth of approximately 2 to 4 feet below grade;
- PAH and petroleum volatile organic compound (PVOC) impacts are located in the central portion of the site at depths ranging between approximately 2 and 10 feet below grade; and
- PAH and PVOC impacts are located at the southeastern corner of the site at depths ranging between approximately 1 and 10 feet below grade.

Potential groundwater contaminant concentrations at the site were reported below NR 140 Enforcement Standards. One PVOC (naphthalene) was reported above its NR 140 Preventive Action Limit in a well located in the southeast corner of the site.

Soil gas impacts identified during the site investigation phase included PVOCs and several other volatile organic compounds (VOCs); however, soil remediation during site redevelopment has reduced to soil gas impacts as demonstrated by post-construction vapor sampling.

The extents of soil, groundwater, and soil gas contamination are shown on the attached **Figure D.1.a**.

CAP MAINTENANCE ACTIONS

Description of the Cap to be Maintained. The Cap consists of the 5-inch thick building concrete floor slabs, which cover the entire property as shown on the attached **Figure D.1.a**.

Cap Purpose. The building floor slab over the contaminated soil acts as a barrier to prevent direct human contact with the residual soil contamination the might otherwise pose a threat to human health. The building also acts as a partial infiltration barrier to minimize future soil-to-groundwater contamination migration that could violate the groundwater standards in ch. NR 140, Wisconsin Administrative Code. Based on the current mixed use of the property (commercial spaces and parking garage on first floor, residential on upper floors), the barrier should function as intended unless disturbed.

Annual Inspection. The building floor slab cap overlying the contaminated soil as depicted in **Figure D.1.a** will be inspected once a year, normally in the spring after all snow and ice is gone, for deterioration, cracks and other potential problems that can cause exposure to or additional infiltration into underlying soils. The inspections will be performed by the property owner or their designated representative. The inspections will be performed to evaluate damage due to settling, exposure to the weather, wear from traffic, increasing age, and other factors. Any area where soils have become or are likely to become exposed and where infiltration from the surface will not be effectively minimized will be documented.

A log of the inspections and any repairs will be maintained by the property owner and is attached (refer to "Continued Obligations Inspection and Maintenance Log", DNR form 4400-305). The log will include recommendations for necessary repair of any areas where underlying soils are exposed and where infiltration from the surface will not be effectively minimized. Once repairs are completed, they will be documented in the inspection log. A copy of the inspection log will be kept at the site and available for submittal or inspection by WDNR representatives upon their request.

Maintenance Activities. If problems are noted during the annual inspections or at any other time during the year, repairs will be scheduled as soon as practical. Repairs can include patching and filling or larger resurfacing or construction operations. In the event that necessary maintenance activities expose the underlying soil, the owner must inform maintenance workers of the exposure hazard so that appropriate personal protection equipment (PPE) can be utilized. The owner must also sample any soil that is excavated from the site prior to disposal to ascertain if contamination remains. The soil must be treated, stored, and disposed of by the owner in accordance with applicable local, state, and federal law.

In the event the building floor slab cap overlying the contaminated soil is removed or replaced, the replacement barrier must be equally impervious. Any replacement barrier will be subject to the same maintenance and inspection guidelines as outlined in this Maintenance Plan unless indicated otherwise by the WDNR or its successor.

The property owner, in order to maintain the integrity of the building floor slab cap, will maintain a copy of this Maintenance Plan on-site and make it available to all interested parties (i.e. on-site employees, contractors, future property owners, etc.) for viewing.

PASSIVE SUBSLAB VENT & VAPOR BARRIER SYSTEM MAINTENANCE ACTIVITIES

Description of the Subslab Vent & Vapor Barrier System to be Maintained. The vapor mitigation system consists of a 15-mil thick vapor barrier immediately beneath the 5-inch thick concrete floor slab for the entire building footprint, and a network of perforated, 4-inch diameter plastic vent pipe installed beneath the south half of the building in the underlying sandy gravel layer beneath the vapor barrier. The vent pipe passively exhausts to the atmosphere through vents in the west wall of the building (approximately 10 feet above the ground surface and greater than 10 feet from doors and windows) and in the east wall of the building (approximately 10 feet above the ground surface and greater than 10 feet from doors and windows that can be opened). The vapor mitigation system is located beneath the building as shown on the attached **Figure D.1.b**. If needed in the future, the passive vent system could be converted to an active system with the installation of an in-line vent fan.

Passive Vapor Vent & Vapor Barrier System Purpose. The passive subslab vent and vapor barrier system serve as means to prevent potential volatile vapors associated with residual soil contamination at the site from migrating into the site building. The passive vent system will function as intended unless disturbed.

Annual Inspection. Visible portions of the passive venting system will be inspected once a year, to identify any leaks, cracks, or other damage to the system or concrete floor slab and to verify that the exterior vent locations are free of obstructions. The inspections will be performed by the property owner or their designated representative. The inspections will be performed to evaluate damage due to system age or other factors, and to also evaluate if building usage changes. A log of the inspections and any repairs will be maintained by the property owner and is attached (refer to "Continued Obligations Inspection and Maintenance Log", DNR form 4400-305). The log will include recommendations for necessary repair of any areas if damage is apparent. Once repairs are completed, they will be documented in the inspection log. A copy of the inspection log will be kept at the site and available for submittal or inspection by WDNR representatives upon their request.

Maintenance Activities. If problems are noted during the annual inspections or at any other time during the year, repairs will be scheduled as soon as practical. Repairs can include repair of the passive vent system piping or patching the vapor barrier if the concrete floor is breached. In the event that necessary maintenance activities expose the underlying soil, the owner must inform maintenance workers of the exposure hazard so that appropriate PPE can be utilized. The owner must also sample any soil that is excavated from the site prior to disposal to ascertain if contamination remains. The soil must be treated, stored, and disposed of by the owner in accordance with applicable local, state, and federal law.

The property owner, in order to maintain the passive vent system, will maintain a copy of this Maintenance Plan on-site and make it available to all interested parties (i.e. on-site employees, contractors, future property owners, etc.) for viewing.

PROHIBITION OF ACTIVITIES AND NOTIFICATION OF WDNR PRIOR TO ACTION AFFECTING A COVER OR CAP

The following activities are prohibited on any portion of the property where the building floor slab cap is required as shown on the attached map, unless prior written approval has been obtained from the WDNR: 1) removal, penetration, or disturbance of the existing barrier or underlying vapor barrier / passive vent system or any change to the venting system; 2) replacement with another barrier; 3) excavating or grading of the land surface; 4) filling on capped or paved areas; 5) plowing for agricultural cultivation; 6) construction or placement of a building or other structure; or 7) changing the use or occupancy of the property to single-family residential use.

If removal, replacement, or other changes to a cover, or a building which is acting as a cover, are considered, the property owner shall contact the WDNR at least 45 days before taking such action to determine whether further action may be necessary to protect human health, safety, or welfare or the environment, in accordance with s. NR 727.07, Wisconsin Administrative Code.

AMENDMENT OR WITHDRAWAL OF MAINTENANCE PLAN

This Maintenance Plan can be amended or withdrawn by the property owner and its successors with the written approval of WDNR.

CONTACT INFORMATION (as of October 2015)

Site Owner and Operator:

HSRE Marquette, LLC, a Delaware limited liability company

By: HSRE Marquette Holding, LLC, a Delaware limited liability company, its sole member

By: HSREP IV Holding, LLC, a Delaware limited liability company, its sole member

By: HSRE REIT IV, a Maryland real estate investment trust, its sole member

By:  _____

Name: Stephen M. Gordon
Title: Trustee

c/o Harrison Street Real Estate Capital, LLC
71 S. Wacker Drive, Suite 3575
Chicago, IL 60606
(312) 376-0119

Consultant: Mr. Adam J. Roder, P.E.
The Sigma Group, Inc.
1300 W. Canal Street
Milwaukee, WI 53233
(414) 643-4200

WDNR:

Ms. Margaret Brunette
Remediation & Redevelopment Program
2300 N. Dr. Martin Luther King Jr. Drive
Milwaukee, WI 53212
(414) 263-8557

Project: 1400 W. WELLS STREET
 Location: MILWAUKEE, WISCONSIN
 Date: 10/2013

ESTIMATED EXTENT OF SOIL GAS IMPACT'S ABOVE VAPOR MON. SCREENING LEVELS (DGP'S DATA)

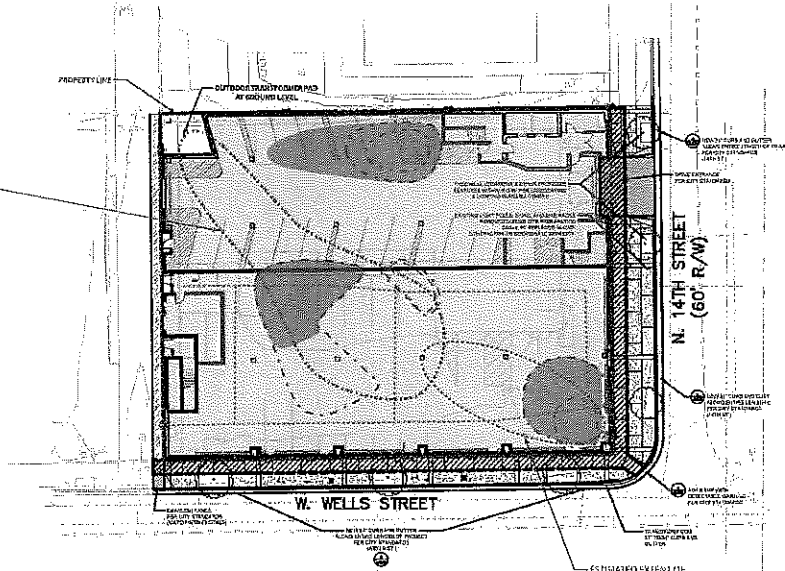
- - - ESTIMATED EXTENT OF LEAD IMPACTS ABOVE PROTECTION OF GROUNDWATER PATHWAY RCL'S
- - - ESTIMATED EXTENT OF PAH IMPACTS ABOVE PROTECTION OF GROUNDWATER PATHWAY RCL'S
- ESTIMATED EXTENT OF FAN IMPACTS ABOVE DIRECT CONTACT RCL'S
- - - ESTIMATED EXTENT OF PVC IMPACTS ABOVE PROTECTION OF GROUNDWATER PATHWAY RCL'S

LEGEND

- 4" PVC EXTERIOR VENT THROUGH BUILDING WALL
- PERFORATED 4" CORRUGATED PLASTIC VENT PIPES BELOW VAPOR BARRIER
- 15-MIL VAPOR BARRIER BENEATH FLOOR SLAB
- PERM-A-BARRIER LIQUID SPRAY APPLIED VAPOR BARRIER IN ELEVATOR PIT



NOTES:
 1. BASE MAP FROM DRAWING C100 "PAVING PLAN" BY KORB TREDD ARCHITECTS (DATED OCTOBER 2013)



THE SIGMA GROUP
Single Source. Sound Solutions.

LOCATION MAP (VAPOR MITIGATION SYSTEM)
 KAMPUS FOODS (FORMER)
 1400 W. WELLS STREET, MILWAUKEE, WISCONSIN

FIGURE
 D.1.b.



Photo 1: 15-mil vapor barrier in process of being installed in north-central portion in north half of building with taped seams and perimeter (view to east; March 7, 2014).



Photo 2: 15-mil vapor barrier in process of being installed in northeast portion in north half of building with taped seams and perimeter (view to east-northeast; March 12, 2014).

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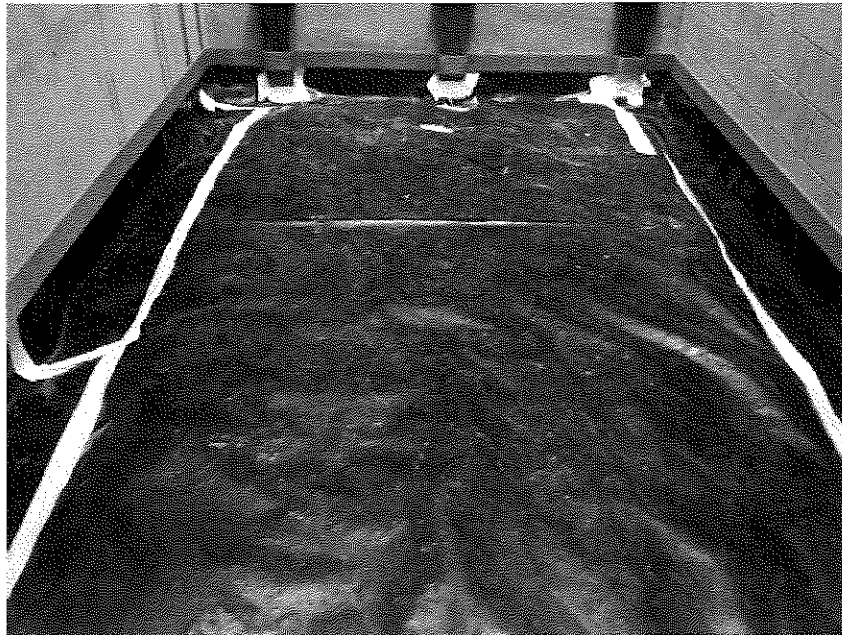


Photo 3: 15-mil vapor barrier in process of being installed in north stairwell in north half of building with taped seams and perimeter (view to west; March 6, 2014).



Photo 4: Concrete floor slab installed over vapor barrier in north stairwell in north half of building (view to west; March 7, 2014).

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Photo 5: Concrete floor slab installed over vapor barrier in north half of building for parking garage (view to west-southwest; January 15, 2015).



Photo 6: Typical trench dug into base course layer in the south half of building (background) and sandy gravel stockpile to be used as backfill around subslab vent pipe (foreground) (view to west; June 19, 2014).

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Photo 7: Typical 4-inch diameter perforated subslab vent pipe in process of being installed in south half of building for passive subslab vent system (view to west; June 30, 2014).



Photo 8: 4" PVC pipe stub for subslab vent system exhaust point at west wall in the south half of the building (view to northwest; June 30, 2014).

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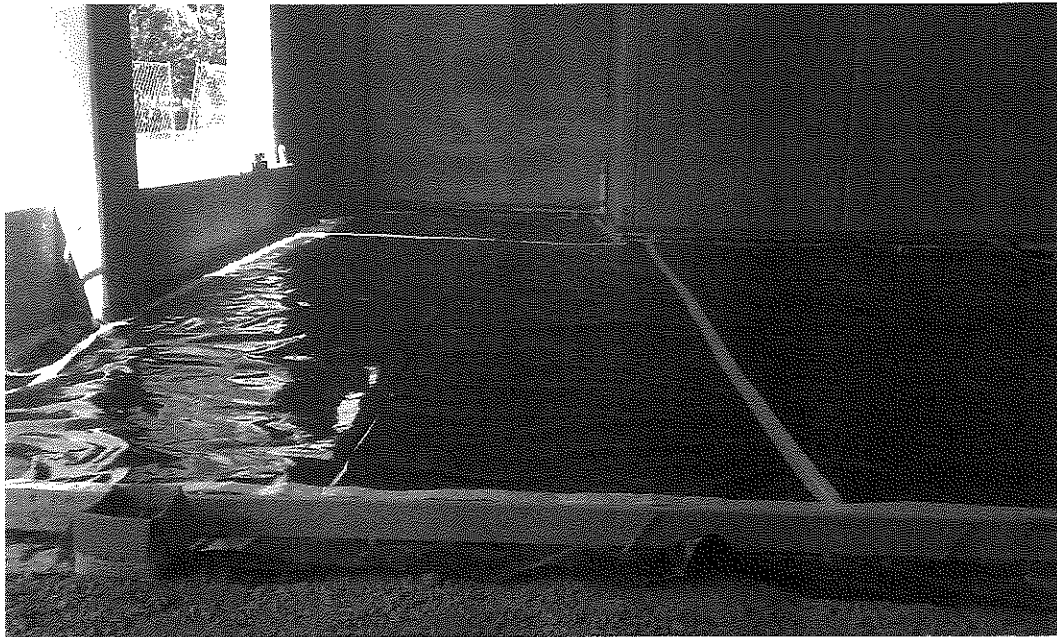


Photo 9: 15-mil vapor barrier in process of being installed at west end in south half of building with taped seams and perimeter; west exhaust point stub in background (view to west; July 1, 2014).



Photo 10: 15-mil vapor barrier in process of being installed in central portion of south half of building with taped seams (view to west; October 2, 2014).

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Photo 11: 15-mil vapor barrier in process of being installed at east end in south half of building with taped seams and perimeter (view to northeast; October 3, 2014).

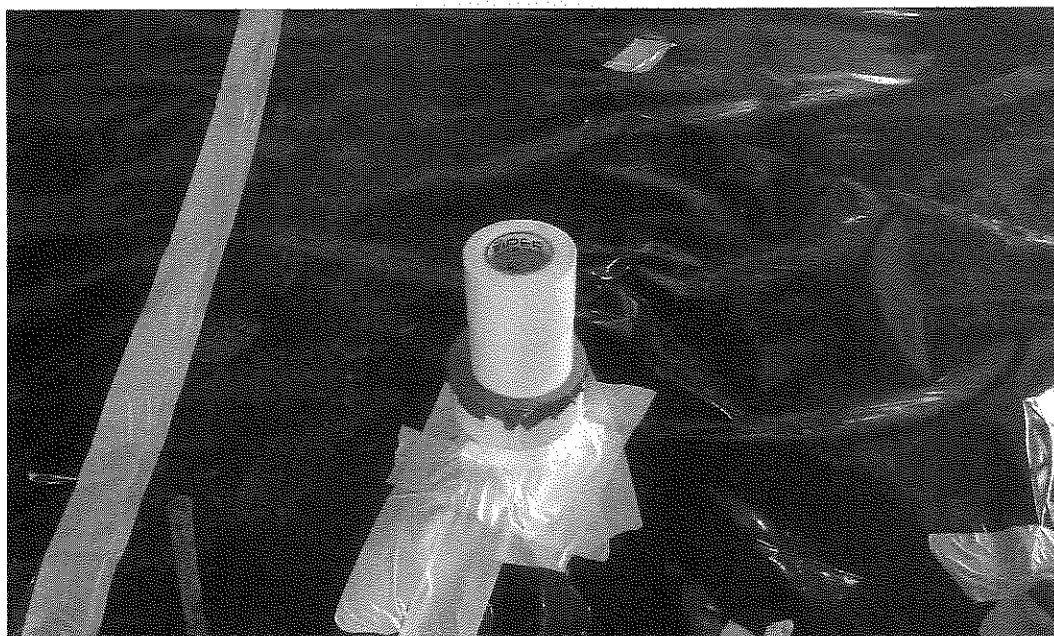


Photo 12: Typical vapor barrier penetration sealed with tape (rolls of sealing tape on top of PVC cap) (July 1, 2014).

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Photo 13: Concrete floor slab installed over vapor barrier in south half of building for retail areas on first floor (view to southeast; December 2, 2014).



Photo 14: 4" PVC pipe stub for subslab vent system exhaust point at east wall in the south half of the building (view to northeast; December 2, 2014).

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Photo 15: 4" PVC subslab vent system exhaust point at west wall in the south half of the building (view to southeast; December 2, 2014).

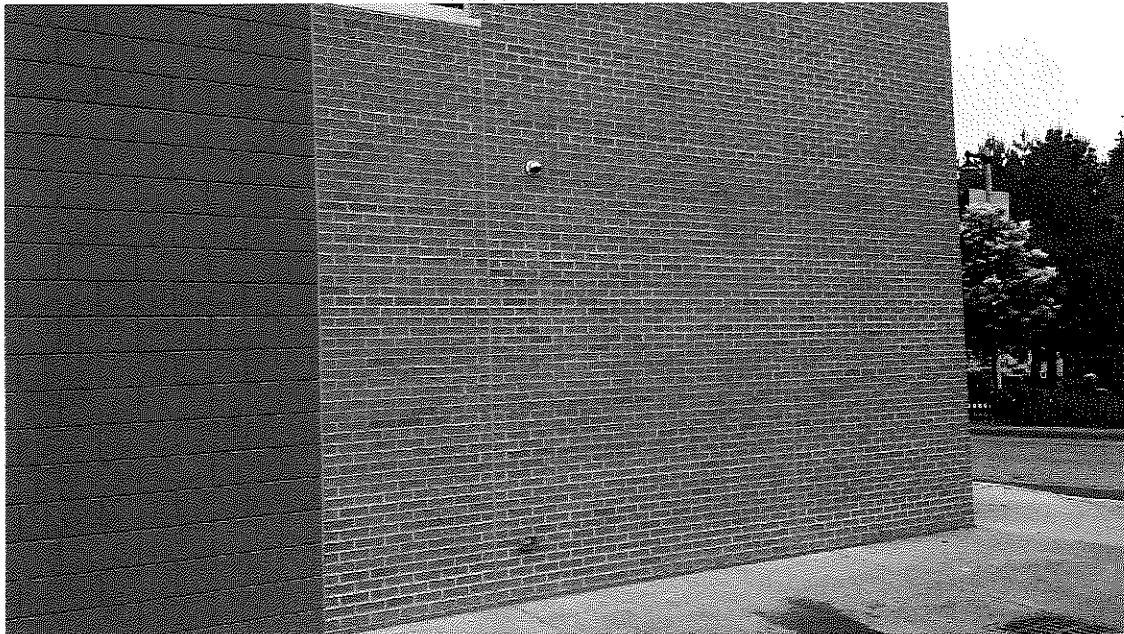


Photo 16: 4" PVC subslab vent system exhaust point at west wall in the south half of the building after vent cover installed (view to southeast; June 12, 2015).

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Photo 17: 4" PVC subslab vent system exhaust point at east wall in the south half of the building (view to northwest; January 15, 2015).



Photo 18: 4" PVC subslab vent system exhaust point at east wall in the south half of the building after vent cover installed (view to northeast; June 12, 2015).

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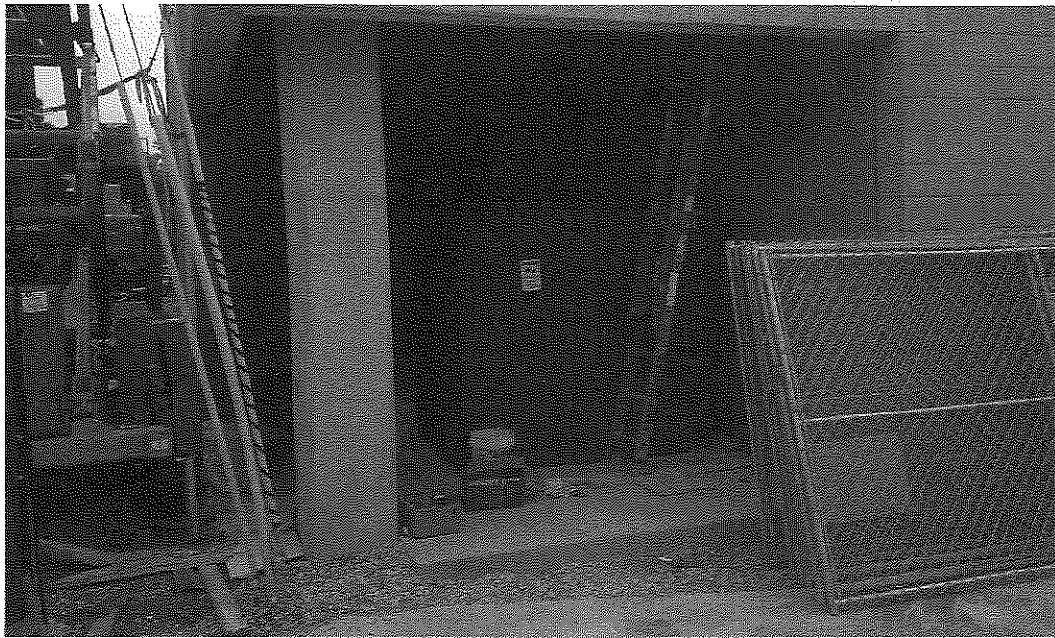


Photo 19: Concrete slab for transformer at northwest corner of building (view to east-southeast; June 19, 2014).



Photo 20: Exterior of north side of building with concrete sidewalk and grass on neighboring property to the right (view to west; June 12, 2015).

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Photo 21: Exterior of east side of building with concrete sidewalks and N. 14th Street to the left (view to south; September 29, 2014).



Photo 22: Exterior of south side of building with concrete sidewalks and W. Wells Street to the left (view to west; December 2, 2014).

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Photo 23: Exterior of west side of building with paved alley and neighboring parking lot to left (view to north; September 29, 2014).



Photo 24: Vapor proofing material (Perm-A-Barrier Liquid) installed on base (and walls) of west elevator pit in the northeast portion of the building (facing north; February 6, 2015).

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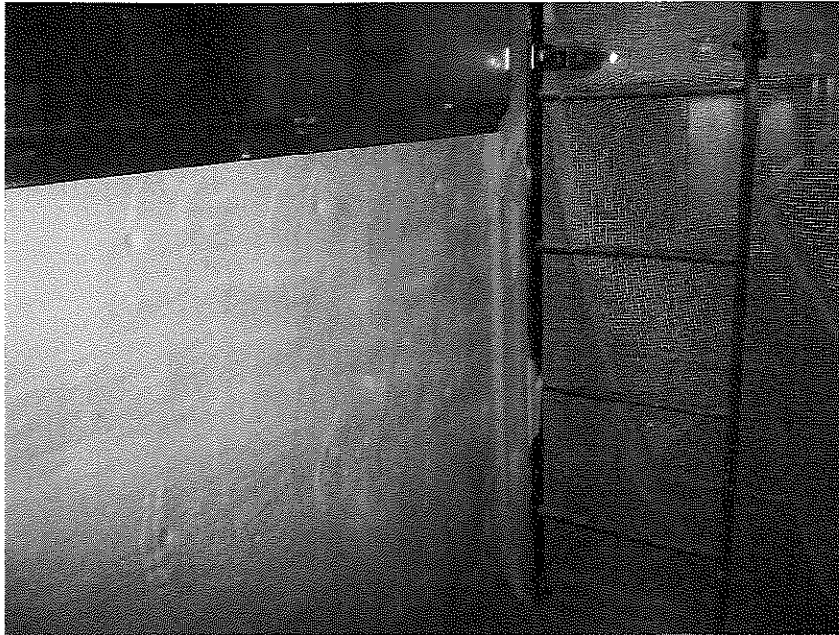


Photo 25: Vapor proofing material (Perm-A-Barrier Liquid) installed on walls (and base) of east elevator pit in the northeast portion of the building (facing southwest; February 6, 2015).



Photo 26: Close-up view of vapor proofing material (Perm-A-Barrier Liquid) as installed in elevator pits in the northeast portion of the building (February 6, 2015).

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