



Mike DeWine, Governor
Jon Husted, Lt. Governor
Laurie A. Stevenson, Director

April 22, 2020

LTR Intermediate Holdings, Inc.
600 River Avenue, 3rd Floor Pittsburgh,
PA 15212

**Re: Liberty Tire Services of Ohio LLC
Director's Final Findings and Orders (DFFO)
DFFO
Scrap Tires
Franklin County
ST018335**

**Re: Liberty Tire Services of Ohio LLC
Director's Final Findings and Orders (DFFO)
DFFO
Scrap Tires
Stark County
ST018320**

**Re: Liberty Tire Services of Ohio LLC
Director's Final Findings and Orders (DFFO)
DFFO
Scrap Tires
STML018319**

Subject: Final Findings and Orders of the Director

Dear Sir or Madam:

Transmitted herewith are the Final Findings and Orders of the Director concerning the matter indicated for **LTR Intermediate Holdings, Inc.**

You are hereby notified that this action of the Director of Ohio EPA (Director) is final and may be appealed to the Environmental Review Appeals Commission pursuant to Section 3745.04 of the Ohio Revised Code. The appeal must be in writing and set forth the action complained of and the grounds upon which the appeal is based. The appeal must be filed with the Commission within thirty (30) days after notice of the Director's action. The appeal must be accompanied by a filing fee of \$70.00 made payable to "Treasurer, State of Ohio." The Commission, in its discretion, may reduce the fee if by affidavit it is demonstrated that payment of the full amount of the fee would cause extreme hardship. Notice of the filing of the appeal shall be filed with the Director within three (3) days of filing with the Commission. Ohio EPA requests that a copy of the

appeal be served upon the Ohio Attorney General's Office, Environmental Enforcement Section. An appeal may be filed with the Environmental Review Appeals Commission at the following address:

Environmental Review Appeals Commission
30 East Broad Street, 4th Floor
Columbus, Ohio 43215

If you have any questions, please contact Teri Finfrock at (614) 644-3037.

Sincerely,

Jeri Main

Jeri Main, Administrative Professional Unit
Division of Materials & Waste Management

Enclosure

ec: Teri Finfrock, Legal
Kelly Jeter, DMWM, CO
Bruce McCoy, DMWM, CO
Carl Mussendem, DMWM, CO
Jamal Singh, DMWM, NEDO
Connie Livchak, DMWM, CDO
Chris Jones, Calfee, Halter & Griswold LLP, CJones@Calfee.com

**BEFORE THE
OHIO ENVIRONMENTAL PROTECTION AGENCY**

In the Matter of:

LTR Intermediate Holdings, Inc.	:	<u>Director's Final Findings</u>
600 River Avenue, 3 rd Floor	:	<u>and Orders</u>
Pittsburgh, PA 15212	:	

Respondent

I. JURISDICTION

These Director's Final Findings and Orders ("Orders") are hereby issued to LTR Intermediate Holdings, Inc. ("Respondent") pursuant to the authority vested in the Director of the Ohio Environmental Protection Agency ("Ohio EPA") under Ohio Revised Code ("ORC") Sections 3734.02(G) and 3734.13.

II. PARTIES

These Orders shall apply to and be binding upon Respondent, and its successors in interest liable under Ohio law. No changes in ownership relating to its Facility, as hereinafter defined, will in any way alter Respondent's obligations under these Orders.

III. DEFINITIONS

Unless otherwise stated, all terms used in these Orders shall have the same meaning as defined in ORC Chapter 3734, and the rules promulgated thereunder.

IV. FINDINGS OF FACT

The Director has determined the following findings:

1. By letter dated March 9, 2021, Respondent, through its counsel, indicates that it intends to complete an ownership change that would be effectuated by a reverse triangular merger. As a result of the merger, Respondent will become a wholly owned subsidiary of the purchaser. This transaction includes the following scrap tire facilities owned by Liberty Tire Services of Ohio, LLC:
 - Class 1 Scrap Tire Recovery Facility and Mobile Scrap Tire Recovery Facility located at 3041 Jackson Pike, Grove City, Ohio 43123, and

- Class 1 Scrap Tire Recovery Facility and Monofill Facility located at 14864 Lincoln Street SE, Minerva, Ohio 44657.

In this correspondence, Respondent requested an exemption pursuant to ORC Section 3734.02(G) from the 180-day pre-notification requirement specified in ORC Section 3734.42(I)(1).

2. Liberty Tire Services of Ohio LLC's Class 1 scrap tire recovery facilities, mobile scrap tire recovery facility, and monofill facility are each a "Facility" as that term is defined under ORC Section 3734.01(N).
3. Liberty Tire Services of Ohio LLC's Class 1 scrap tire recovery facilities, mobile scrap tire recovery facility, and monofill facility are each a "Scrap tire facility" as defined under OAC Rule 3745-27-01(S)(8).
4. Liberty Tire Services of Ohio LLC's Class 1 scrap tire recovery facilities, mobile scrap tire recovery facility, and monofill facility are regarded as "off-site facilities" as that term is defined in ORC Section 3734.41(G) and Ohio Administrative Code ("OAC") Rule 109:6-1-01(R).
5. ORC Section 3734.42(I)(1) provides, in pertinent part, that "[w]henver there is a change in ownership of any off-site solid waste facility, . . . the prospective owner shall file a disclosure statement with the attorney general and the director at least one hundred eighty days prior to the proposed change in ownership." Under ORC Section 3734.42(I)(1), the Director is authorized to disapprove the change in ownership if he determines that the disclosure statement or the investigative report contains information that would require a denial of a permit under ORC Section 3734.44.
6. ORC Section 3734.42(I)(3) defines the term "change in ownership" to include "any change in the names, other than those of officers, directors, partners, or key employees, contained in the disclosure statement." The transaction will result in a change in ownership of the Facility.
7. ORC Section 3734.42(I)(2) provides that "[i]f the parties to a change in ownership decide to proceed with the change prior to the action of the director on the disclosure statement and investigative report, the parties shall include in all contracts or other documents reflecting the change in ownership language expressly making the change in ownership subject to the approval of the director and expressly negating the change if it is disapproved by the director pursuant to division (F)(1) of this section."
8. Pursuant to ORC Section 3734.02(G), the Director may, by order, exempt any person collecting, storing, or disposing of solid waste in such quantities or under such circumstances from any requirement of ORC Chapter 3734, if, in the determination of the Director, it is unlikely that the public health or safety or the environment will be adversely affected thereby. Any such

exemption shall be consistent with and equivalent to rules promulgated under the Resource Conservation and Recovery Act of 1976, 90 Stat. 2806, 42 U.S.C. Section 6921, et seq., as amended.

9. Pursuant to ORC Section 3734.02(G), the Director has determined that exempting the Respondent from the requirement to submit an environmental background investigation disclosure statement at least 180 days prior to the proposed "change in ownership" described above is unlikely to adversely affect public health or safety or the environment.

V. ORDERS

The Director hereby issues the following Orders:

1. The Respondent is hereby exempted from the requirement to file a disclosure statement at least 180 days prior to the date of the proposed change in ownership of the Class 1 Scrap Tire Recovery Facility and Mobile Scrap Tire Recovery Facility located at 3041 Jackson Pike, Grove City, Ohio 43123, and Class 1 Scrap Tire Recovery Facility and Monofill Facility located at 14864 Lincoln Street SE, Minerva, Ohio 44657, as required in ORC Section 3734.42(I)(1) and OAC Rule 109:6-1-02(A)(3).
2. Except as otherwise expressly provided herein, the Respondent shall comply with all other applicable requirements of ORC Chapter 3734 and the rules adopted thereunder, as well as OAC Chapter 109:6-1, in connection with the purchase of the Facilities.

VI. OTHER APPLICABLE LAWS

All actions required to be taken pursuant to these Orders shall be undertaken in accordance with the requirements of all applicable local, state and federal laws and regulations. These Orders do not waive or compromise the applicability and enforcement of any other statutes or regulations applicable to Respondent or the Facilities. If the parties to a change in ownership decide to proceed with the change prior to the action of the director on the disclosure statement and investigative report, the parties shall include in all contracts or other documents reflecting the change in ownership language expressly making the change in ownership subject to the approval of the director and expressly negating the change if it is disapproved by the director pursuant to ORC Section 3734.42(I)(1).

VII. RESERVATION OF RIGHTS

Ohio EPA reserves all rights, privileges and causes of action. Nothing contained herein shall be construed to prevent Ohio EPA from exercising its lawful authority to require Respondent to perform additional activities pursuant to ORC Chapters 3734. or 3714. or any other applicable law in the future.

VIII. EFFECTIVE DATE

The effective date of these Orders is the date these Orders are entered into the Ohio EPA Director's journal.

IT IS SO ORDERED:

OHIO ENVIRONMENTAL PROTECTION AGENCY

A handwritten signature in blue ink, reading "Laurie A. Stevenson". The signature is written in a cursive style and is positioned above a horizontal line.

Laurie A. Stevenson, Director
Ohio EPA