

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS

UNITED STATES OF AMERICA,)
STATE OF ILLINOIS,)
STATE OF LOUISIANA, and the)
STATE OF MONTANA)
))
Plaintiffs,)
))
v.)
))
EXXON MOBIL CORPORATION and)
EXXONMOBIL OIL CORPORATION)
))
Defendants.)
_____)

Case No. 05 C 5809

The Honorable Rebecca R. Pallmeyer

**SECOND STIPULATION AND AGREEMENT MAKING ADDITIONAL
NON-MATERIAL MODIFICATION TO CONSENT DECREE**

The United States, on behalf of the U.S. Environmental Protection Agency (“EPA”), and Defendants Exxon Mobil Corporation and Exxon Mobil Oil Corporation (referred to collectively herein as “ExxonMobil”) enter into this Stipulation and Agreement in order to make a non-material modification to the Consent Decree in this case, pursuant to the procedure prescribed by Paragraph 269 of the Decree. In accordance with Decree Paragraph 269, the United States is filing this non-material modification with the Court, but the Court need not take any action on this filing. Relevant background information and the specific terms of the non-material modification are set forth below.

1. The Plaintiffs filed this action on October 11, 2005, alleging violations of multiple environmental laws at six of ExxonMobil’s domestic petroleum refineries. At the same time, the United States moved to lodge the proposed Consent Decree between the Plaintiffs and ExxonMobil, and the Court granted the motion to lodge the Decree on October 14, 2005.

2. In response to an “Unopposed Motion to Enter Consent Decree” filed by the United States, the Court approved and entered the Consent Decree on December 13, 2005.

3. Subsection V.J of the existing Consent Decree imposes a range of requirements applicable to Flaring Devices at ExxonMobil’s refineries. Among other things, that Consent Decree Subsection mandates compliance with Clean Air Act New Source Performance Standard requirements that are codified at 40 C.F.R. Part 60, Subparts A and J (“NSPS Subpart A and J”), as specified therein. For example, Paragraph 73 of the Consent Decree lists certain methods of compliance with NSPS Subpart A and J for Flaring Devices and Consent Decree Appendix G identifies the particular method of compliance that ExxonMobil would utilize for specific Flaring Devices. In certain instances, Consent Decree Paragraph 72 also summarizes some of the engineering work that ExxonMobil needs to undertake before the relevant Flaring Devices can comply with NSPS Subpart A and J requirements.

4. This Stipulation and Agreement documents a non-material change in the method that ExxonMobil will use to comply with NSPS Subpart A and J requirements for the two Flaring Devices at the company’s Billings, Montana refinery. It does not change the original schedule or deadline for compliance with those regulatory requirements.

5. Under the original Consent Decree, ExxonMobil committed to comply with NSPS Subpart A and J requirements applicable to the two Flaring Devices at its Billing Refinery by “[o]perat[ing] and maintain[ing] a flare gas recovery system to prevent continuous or routine combustion in the NSPS Flaring Device” in accordance with Decree Subparagraph 73.a.i. See Consent Decree Appendix G. ExxonMobil still plans to construct and commence operation of enhancements to its existing flare gas recovery system at the Billings Refinery (as described in Decree Subparagraph 72.c), but those enhancements may not fully “prevent continuous or

routine combustion” in the two Billings Refinery Flaring Devices (as envisioned by Decree Subparagraph 73.a.i), so ExxonMobil will be taking additional steps to utilize a different NSPS Subpart A and J compliance option under the Decree. ExxonMobil will “[o]perate [each of those Flaring Devices] as a fuel gas combustion device and comply with NSPS monitoring requirements by use of a continuous monitor pursuant to 40 C.F.R. § 60.105(a)(4) or with a parametric monitoring system approved by EPA as an alternative monitoring system under 40 C.F.R. § 60.13(i),” pursuant to Decree Subparagraph 73.a.iii.

6. To memorialize that modification in accordance with Decree Paragraph 269, EPA and ExxonMobil hereby stipulate and agree that Appendix G of the Consent Decree is hereby modified by deleting the text set forth below and replacing it with revised text, as follows:

Delete the following existing text in Appendix G:

Billings	Main Flare	48 months after Entry Date (so that flare gas recovery system upgrades can be completed by that Compliance Date)	Subparagraph 73.a.i
Billings	Turnaround Flare	48 months after Entry Date (so that flare gas recovery system upgrades can be completed by that Compliance Date)	Subparagraph 73.a.i

Replace the deleted text in Appendix G with the following new text:

Billings	Main Flare	48 months after Entry Date (so that flare gas recovery system upgrades and other improvements can be completed by that Compliance Date)	Subparagraph 73.a.iii
Billings	Turnaround Flare	48 months after Entry Date (so that flare gas recovery system upgrades and other improvements can be completed by that Compliance Date)	Subparagraph 73.a.iii

7. EPA determined that such changes can be made by a non-material modification to the Consent Decree in this instance, because the changes would not “extend the date for ultimate compliance with emissions limitations” under the Decree, as envisioned by Decree Paragraph 269.

IT IS SO STIPULATED AND AGREED.

Respectfully submitted,

FOR THE UNITED STATES OF AMERICA

RONALD J. TENPAS
Acting Assistant Attorney General
Environment and Natural Resources Division

Dated: November 2, 2007


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FOR EXXON MOBIL CORPORATION AND
EXXONMOBIL OIL CORPORATION

Handwritten signature of Thomas M. Moeller in black ink, written over a horizontal line.

Dated: October 25, 2007

THOMAS M. MOELLER
Director, Americas Refining
ExxonMobil Refining & Supply Company
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3225 Gallows Road
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CERTIFICATE OF SERVICE

I hereby certify that I caused true and correct copies of the foregoing SECOND STIPULATION AND AGREEMENT MAKING ADDITIONAL NON-MATERIAL MODIFICATION TO CONSENT DECREE to be served by electronic mail and/or first class mail, postage pre-paid, on the following persons, in accordance with Paragraph 261 of the Consent Decree in this case:

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Dated: November 13, 2007

s/ *Randall. M. Stone*