IN THE COURT OF COMMON PLEAS
HAMILTON COUNTY, OHIO

STATE OF OHIO, ex rel.	:	**CASE NO.**
JIM PETRO,	:	
ATTORNEY GENERAL OF OHIO	:	
Environmental Enforcement Section	:	
30 E. Broad Street, 25th Floor	:	
Columbus, Ohio 43215	:	**(JUDGE)**
	:	
Plaintiff,	:	
	:	
v.	:	
	:	**CONSENT ORDER AND**
GIVAUDAN FLAVORS CORPORATION	:	**FINAL JUDGMENT ENTRY**
1199 Edison Drive	:	
Cincinnati, Ohio 45216	:	
	:	
Defendant.	:	

The Complaint in the above-captioned matter having been filed herein, and the Plaintiff State of Ohio by its Attorney General Jim Petro (hereinafter "Plaintiff") and Defendant Givaudan Flavors Corporation (hereinafter "Defendant" or "Givaudan") having consented to the entry of this Order,

NOW THEREFORE, without trial, admission, or determination of any liability or issue of fact or law, and upon consent of the parties hereto, it is hereby ORDERED, ADJUDGED, AND DECREED as follows:

I. DEFINITIONS

1. As used in this Order, the following terms are defined as follows:

   a. "Air contaminant source" or "source" has the same meaning as set forth in R.C. 3704.01(C) and Ohio Adm. Code 3745-31-01(D) and 3745-35-01(B)(1).

   b. "Consent Order" or "Order" means this Consent Order and Final Judgment Entry.

   c. "Facility" means Defendant's food flavoring production facility

located at 100 East 69th Street, Cincinnati, Hamilton County, Ohio.

d. "Ohio EPA" means the Ohio Environmental Protection Agency.

e. "Permit to Install" or "PTI" has the same meaning as set forth in Ohio Adm. Code Chapter 3745-31.

f. "Permit to Operate" or "PTO" has the same meaning as set forth in Ohio Adm. Code Chapter 3745-35.

g. "P002" and "P003" means the two acetaldehyde spray dryers at the Facility identified by Ohio EPA as emissions units P002 and P003 under Ohio EPA Premise Number 1431070914.

h. "Title V Permit" has the same meaning as set forth in Ohio Adm. Code Chapter 3745-77.

II. JURISDICTION AND VENUE

2. The Court has jurisdiction over the parties and the subject matter of this case. The Complaint states a claim upon which relief can be granted against Defendant under Chapter 3704 of the Ohio Revised Code, and venue is proper in this Court.

III. PARTIES

3. The provisions of this Consent Order shall apply to and be binding upon the parties to this action, their agents, officers, employees, assigns, successors in interest, and, in accordance with Rule 65(D) of the Ohio Rules of Civil Procedure, any person in active concert or participation with it who receives actual notice of this Consent Order whether by personal service or otherwise.

IV. SATISFACTION OF LAWSUIT

4. Compliance with the terms of this Consent Order shall constitute full satisfaction of any civil liability of Defendant for all violations alleged in the Complaint. Nothing in this Order shall be construed to limit the authority of the State of Ohio to seek relief for violations not specifically alleged in the Complaint, including any violations that occur after the filing of this

Consent Order.

V. INJUNCTION

5. Defendant agrees and is hereby enjoined and ordered to comply with all terms and conditions of any permits issued pursuant to paragraph 6 of this Order and any subsequent renewals or modifications thereafter.

6. Defendant further agrees and is hereby enjoined and ordered to do the following within one hundred and twenty days (120) days of the date of entry of this Consent Order: (i) submit complete and accurate permit applications in accordance with Ohio Adm. Code 3745-31-02(A) for all sources of air contaminants identified in Table I, attached hereto as Exhibit A to this Consent Order; (ii) submit the Fee Emission Reports required by Ohio Adm. Code 3745-78-02 for calendar years 1993 through 2002; and (iii) timely pay corresponding emission fees for calendar years 1993 through 2002 in accordance with invoices to be issued by Ohio EPA following receipt of the Fee Emission Reports.

7. Defendant further agrees and is hereby enjoined and ordered to complete an engineering study in accordance with the scope of work set forth in Exhibit B ("the Engineering Study"). The Engineering Study shall be completed within 180 days of the effective date of this Consent Order and the results of the Engineering Study shall be summarized in a written report and submitted to the Hamilton County Department of Environmental Services ("HCDES") for review and approval. The report on the Engineering Study must include, at a minimum, the emissions units and the associated pollutant capture systems that were reviewed, the methodology used to review these units, and a summary of actions to be taken, if any, to improve the capture efficiency. In the event HCDES deems it necessary, Defendant may be required, within ninety (90) days following completion of the Engineering Study, to submit a Work Practices Plan to HCDES for its review and

approval. The Work Practices Plan must address the implementation of any actions to improve capture efficiency that are identified in the Engineering Study. Nothing in this Consent Order shall obligate Defendant to spend more than $25,000 to implement any such action.

VI. CIVIL PENALTY

8. Pursuant to R.C. 3704.06, Defendant shall pay to the State of Ohio a total civil penalty of Eighty-One Thousand Dollars ($81,000), which shall be paid as follows:

(a) Defendant shall deliver a certified check in the amount of Forty Thousand Five Hundred Dollars ($40,500) payable to the Order of "Treasurer, State of Ohio" within thirty (30) days of the date of entry of this Consent Order, which payment shall represent the civil penalty.

(b) In lieu of paying the remaining Forty Thousand Five Hundred Dollars ($40,500) in civil penalty, Defendant shall be entitled to a credit in this amount for its installation and continued operation and maintenance of the regenerative thermal oxidizer serving Spray Dryers Nos. 4 and 5, identified as emissions units P002 and P003. The regenerative thermal oxidizer shall be operated and maintained in accordance with the terms and conditions of the final issued PTI No. 14-05386 and any subsequent renewals or modifications thereafter.

(c) All certified checks shall be delivered to:

Jena Suhadolnik, Administrative Assistant
Office of the Attorney General of Ohio
Environmental Enforcement Section
30 East Broad Street, 25th Floor
Columbus, Ohio 43215-3428

VII. STIPULATED PENALTIES

9. In the event that Defendant fails to comply with any of the requirements imposed under paragraphs 5 through 8 of this Consent Order, the Defendant shall immediately be liable for and shall pay a stipulated penalty according to the following payment schedule. For each day of failure to meet a requirement imposed under paragraphs 5 through 8 of this Consent Order, up to thirty (30) days, Five Hundred Dollars ($500) per day for each requirement not met shall be paid. For each day of failure to meet a requirement imposed under paragraphs 5 through 8 of this Consent Order, from day thirty-one (31) to sixty (60) days, One Thousand Dollars ($1,000) per day for each requirement not met shall be paid. For each day of failure to meet a requirement imposed under paragraphs 5 through 8 of this Consent Order beyond sixty (60) days, Two Thousand Dollars ($2,000) per day for each requirement not met shall be paid.

10. In the event Defendant fails to meet any of the requirements of this Consent Order, the Defendant shall immediately be liable for payment of stipulated penalties imposed by this Consent Order without prior demand by the State of Ohio. Payment of all stipulated penalties shall be made immediately upon the occurrence of the violation giving rise to the penalty and a certified check made payable to the order of "Treasurer, State of Ohio" shall be delivered to Plaintiff at the address stated in paragraph 8(c) of this Consent Order.

11. The imposition, payment, and collection of stipulated penalties pursuant to violations of this Consent Order shall not prevent the State of Ohio from pursuing additional remedies, civil, criminal or administrative, for additional violations of applicable laws.

VIII. RETENTION OF JURISDICTION

12. The Court will retain jurisdiction of this action for the purpose of enforcing this Consent Order.

IX. TERMINATION CLAUSE

13. No earlier than three (3) years after Defendant has complied with the injunctive provisions contained in paragraphs 5, 6, and 7 of this Consent Order, Defendant may move the Court, pursuant to Rule 60(B) of the Ohio Rules of Civil Procedure, to terminate the injunctive relief provisions contained in paragraphs 5, 6, and 7 of this Consent Order. Termination of paragraphs 5, 6, and 7 shall only be effected by order of the Court upon a showing by Defendant that (i) it has been in compliance with all the requirements of paragraphs 5, 6, and 7 of this Consent Order for such three-year period; (ii) it has been in compliance with all terms and conditions of the final permit to install application no. 14-05386 (issued by the Director on June 5, 2003 in accordance with Ohio Adm. Code 3745-31-02(A)(2) to eliminate the requirement to obtain a Title V permit pursuant to Ohio Adm. Code Chapter 3745-77) and all subsequent modifications or amendments thereto for a three-consecutive-year period; and (iii) it has paid the required civil penalty in accordance with paragraph 8 of this Consent Order except that Defendant shall not be eligible to terminate the requirements specified under paragraph 8(b) pertaining to operation and continued maintenance of the regenerative thermal oxidizer. Plaintiff takes no position with regard to such motion at this time, and reserves any rights it may have to oppose the motion. Such an order may also be granted upon joint motion of the parties.

X. COSTS

14. Defendant is hereby ordered to pay the court costs of this action.

XI. ENTRY OF CONSENT ORDER AND JUDGMENT BY CLERK

15. Upon signing of this Consent Order by the Court, the clerk is directed to enter it upon the journal. Within three days of entering the judgment upon the journal, the clerk is directed to serve upon all parties notice of the judgment and its date of entry upon the journal in the manner

prescribed by Rule 5(B) of the Ohio Rules of Civil Procedure and note the service in the appearance docket.

XII. AUTHORITY TO ENTER INTO THE CONSENT ORDER

16. The signatory for the Defendant represents and warrants that he/she has been duly authorized to sign this document and so bind the corporation to all terms and conditions thereof.

IT IS SO ORDERED

_____
DATE

_____
JUDGE, HAMILTON COUNTY COURT OF COMMON PLEAS

APPROVED:

JIM PETRO
ATTORNEY GENERAL OF OHIO

BY:

_____
Kevin N. McMurray (0043530)
kmcmurray@fbtlaw.com
Frost Brown Todd LLC
2200 PNC Center
201 E. Fifth Street
Cincinnati, Ohio 45202-4182
Phone (513) 651-6800
Fax (513) 651-6981
Attorney for Defendant, Givaudan Flavors Corp.

BY:

_____
Yanna Robson-Higgins (0069023)
Douglas A. Curran (0065750)
yrobson@ag.state.oh.us
Environmental Enforcement Section
Assistant Attorneys General
30 East Broad Street, 25th Floor
Columbus, Ohio 43215
Phone (614) 466-2766
Fax (614) 644-1926
Attorney for Plaintiff, State of Ohio

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Authorized Representative of Givaudan Flavors Corp.