

DOCKET NO. D-2008-036-2

DELAWARE RIVER BASIN COMMISSION

**Cleveland-Cliffs Plate LLC
Surface Water Withdrawal
Valley Township and Borough of South Coatesville,
Chester County, Pennsylvania**

PROCEEDINGS

This docket is issued in response to an Application submitted to the Delaware River Basin Commission (DRBC or Commission) on December 13, 2023 for renewal of an allocation of surface water and review of a surface water withdrawal project (Application).

The Application was reviewed for approval under Section 3.8 of the *Delaware River Basin Compact*. The Chester County Planning Commission has been notified of pending action on this docket. A public hearing on this project was held by the DRBC on November 6, 2024.

A. DESCRIPTION

1. **Purpose.** The purpose of this docket is to renew the approval of an existing surface water withdrawal of up to 98.4 million gallons per month (mgm) of water from the West Branch Brandywine Creek and up to 24.8 mgm of water from Sucker Run for industrial cooling and processes at the docket holder's electric arc furnace steel slab, plate mill and finishing operations facility.

2. **Location.** The docket holder's steel mill is located along the West Branch Brandywine Creek and Sucker Run in the City of Coatesville, the Borough of South Coatesville, and Valley Township, Chester County, Pennsylvania. The West Branch Brandywine Creek Intake is located on the West Branch Brandywine Creek within the Upper West Branch Brandywine Creek Watershed in the Borough of South Coatesville. The Sucker Run Intake located on Sucker Run, in the Sucker Run Watershed, in Valley Township, Chester County, Pennsylvania. Sucker Run is a tributary to the West Branch Brandywine Creek. West Branch Brandywine Creek and Sucker Run at the project site are designated by the PADEP as supporting Warm Water Fishes and Migratory Fishes (WWF-MF).

Specific location information has been withheld for security reasons.

3. **Area Served.** Surface water is used for contact and non-contact cooling and industrial processes at the ArcelorMittal Plate steel plate manufacturing facility located in the City of Coatesville, the Borough of South Coatesville, and Valley Township, Chester County, Pennsylvania. For the purpose of defining Area Served, the Application is incorporated herein by reference consistent with conditions contained in Section C. DECISION of this docket.

4. **Design Criteria.** The facility uses an electric melt shop to manufacture steel ingots and slabs, rolls ingots and slabs to plates, and provides finishing operations to a portion of the plates. Total average and maximum daily demands of the facility are reported to be 0.501 million gallons per day (mgd) and 8.000 mgd, respectively. The docket holder expects no increase in the daily demands within the next 10 years. The docket holder requested to retain the previously approved allocations of (98.4 mgm) from the West Branch Brandywine Creek and 0.8 mgd (24.8 mgm) from the Sucker Run Intake.

Surface water withdrawn from the West Branch Brandywine Creek Intake is used for contact and non-contact processes at the electric arc furnace and hot rolling mills. Water from the West Branch Brandywine Creek is pumped into a 20-million gallon (mg) reservoir prior to use at the mill. Cooling water for the electric arc furnace is withdrawn from the reservoir and the portion not consumptively used is circulated back to the reservoir for reuse. Water is also transferred from the reservoir for contact and non-contact cooling in the hot rolling mills. Water that is not consumptively used in the hot rolling mills is sent to an on-site wastewater treatment plant for treatment prior to returning to the 20 mg reservoir. A side stream of the recirculating process water is diverted to a second wastewater treatment plant for treatment prior to discharging back to the West Branch Brandywine Creek via Outfall No. 001, approximately one (1) mile upstream of the West Branch Brandywine Intake.

Surface water withdrawn from the 0.8 mgd capacity Sucker Run Intake is directed into a five (5) mg capacity reservoir (NAB Reservoir), located adjacent to Sucker Run. The NAB Reservoir provides recirculating process water for finishing operations consisting of steel quenching. The NAB Reservoir also receives flows from the West Side Spring located on the docket holder's property and leachate from an onsite landfill. The amount of spring water and leachate discharging to the reservoir fluctuates based on seasonal conditions and precipitation. The process water from finishing operations is returned to the NAB Reservoir for recirculation. A side stream from the NAB Reservoir discharges back to Sucker Run (Outfall No. 016) just downstream of the Sucker Run Intake. If and when needed, pH adjustment is performed prior to discharge back to Sucker Run.

5. **Facilities.** The existing project sources have the following characteristics:

INTAKE ID	WITHDRAWAL WATER BODY	PUMP CAPACITY (GPM)	7Q10 FLOW AT INTAKE (CFS)	YEAR CONSTRUCTED
West Branch Intake	West Branch Brandywine Creek	1,000	17.5	1943
Sucker Run Intake	Sucker Run	350	1.7	1956

The West Branch Brandywine Creek and Sucker Run intakes are metered.

Flow from the West Side Spring and leachate from an onsite landfill area feeds two small collection ponds which overflow to a drainage ditch. The drainage ditch discharges to a pipe which discharges to the NAB Reservoir adjacent to Sucker Run. The spring flow has a pH of greater than 9.0 standard units and its use offsets the water requirement that would otherwise be withdrawn from Sucker Run. Flow from the West Side Spring and landfill leachate to the NAB reservoir is measured with a weir. From 2014 through 2023 flows ranged from 0.2 mgm to 14.0 mgm (average 4.7 mgm).

The West Branch Brandywine Creek and Sucker Run water supplies are separate systems and are not presently interconnected with any other distribution system.

Water for potable use and critical industrial processes that require better water quality to minimize solids deposition or equipment degradation at the mill is supplied by Pennsylvania American Water Company.

Portions of the docket holder's steel mill facility are located in the 100-year floodplain.

6. Other. Wastewater consisting of contact and non-contact cooling water, boiler blowdown and filter backwash is conveyed to the onsite industrial treatment facility most recently approved by DRBC Docket No. D-1990-025-1 on August 8, 1990. Docket No. D-1990-025-1 was originally issued to Lukens Steel Company. The docket was transferred to Bethlehem Steel Corporation (approved by the Commission in 2001), followed by ISG Plate LLC (approved by the Commission in 2004), then ArcelorMittal Plate LLC (approved by the Commission's Executive Director by letter dated April 10, 2008) and finally Cleveland Cliffs Plate LLC (approved by the executive director on February 23, 2021). The PADEP issued NPDES Permit No. PA0011568 for this industrial wastewater treatment facility. The treatment facility has adequate capacity to receive wastewater from the project.

B. FINDINGS

1. Water Use and Allocations. The docket holder requested to retain the previous allocation of 98.4 mgm from the West Branch Brandywine Creek Intake and 24.8 mgm from the Sucker Run Intake. These allocations were based on the historic usage data times a factor of 1.5 to account for unknown future business conditions that may change. Although present monthly usage is significantly less than the approved allocations, the docket holder requested that the allocations not be reduced to the current usage rates to preserve flexibility for site operations and to avoid potential water withdrawal docket issues in the future.

Since the time of the last docket approval, the docket holder has replaced the original pumping equipment with reduced capacity pumps that are rated at 1,000 gpm at the West Branch Brandywine Creek intake and 350 gpm at the Sucker Run intake. The higher-capacity, original pumps have been disabled and are not operational at this time. Information in the PADEP fact

sheet for the NPDES permit renewal, indicated that best professional judgement was used to assess 316(b) for this facility and that the current design intake flow is below the 2 mgd threshold. The docket holder shall notify the DRBC and PADEP prior to increasing the current installed intake pumping capacities of 1,000 gpm and 350 gpm at the West Branch Brandywine Intake and Sucker Run Intake, respectively.

2. Surface Water Charges. Entitlement No. 202 was issued to Lukens Steel (a previous owner) for the project withdrawals on July 15, 1976. Entitlement No. 202 allowed for the withdrawal of up to 400.099 mgm of consumptive use water and 1,044.509 mgm of non-consumptive water from the West Branch Brandywine Creek and Sucker Run Intake to be exempt from Commission surface water charges. The entitlement was terminated on February 10, 1999, after a change in ownership. All surface water withdrawal sources and all water withdrawn from these sources is subject to Commission surface water fees in accordance Administrative Manual – Part III – Basin Regulations – Water Supply Charges. The facility currently pays surface water fees to the Commission.

3. Other Findings. Based monthly water usage data and effluent flow data submitted by the docket holder, the project withdrawals used for industrial processes and cooling at the facility result in average consumptive uses of 60 percent of the water used from the West Branch Brandywine Creek intake and 9 percent from the Sucker Creek intake (combined average of 32 percent) of the total water use. The DRBC definition of consumptive use is defined in Article 5.5.1.D of the Administrative Manual – Part III – Basin Regulations – Water Supply Charges.

The nearest United States Geological Survey (USGS) gaging station to the project withdrawals is USGS Gage No. 01480617 (West Branch Brandywine Creek at Modena, PA). This gage is located approximately 0.5 miles downstream from the West Branch Brandywine Creek Intake. Based on the period of record from 1971 to 1994, the 7-day 10-year low flow (Q7-10) for this gage is 17.5 cubic feet per second.

The project is designed to conform to the requirements of the *Water Code (WC)* and *Water Quality Regulations (WQR)* of the DRBC.

The project does not conflict with the Comprehensive Plan and is designed to prevent substantial adverse impact on the water resources related environment, while sustaining the current and future water uses and development of the water resources of the Basin.

C. DECISION

Effective on the approval date for Docket No. D-2008-036-2, Docket No. D-2008-036-1 is terminated and replaced by Docket No. D-2008-036-2. The project and appurtenant facilities as described in in Section A.4. (Design Criteria) and A.5. (Facilities) are approved subject to the following Conditions, pursuant to Section 3.8 of the *Compact*:

Monitoring and Reporting

1. The docket holder shall continue to report to the PADEP all surface and groundwater sources described in this docket in accordance with the Pennsylvania Regulations (Title 25 - Environmental Protection, [25 PA. CODE CH. 110], Water Resources Planning).
2. The project withdrawals shall be metered by means of an automatic continuous recording device, flow meter, or other method, and shall be measured to within 5 percent of actual flow. An exception to the 5 percent performance standard, but no greater than 10 percent, may be granted for surface water withdrawals by the designated agency (PADEP) if the 5 percent performance is not technically feasible or economically practicable. Meters or other methods of measurement shall be subject to approval and inspection by the PADEP as to the type, method, installation, maintenance, calibration, reading and accuracy. A record of biweekly withdrawals shall be maintained, and monthly totals shall be reported to the PADEP annually and shall be available at any time to the Commission if requested by the Executive Director.
3. The docket holder shall pay for surface water use in accordance with *Basin Regulations – Water Supply Charges 18 C.F.R. Part 420*.
4. The docket holder shall notify the DRBC and PADEP prior to increasing the current installed intake pumping capacities of 1,000 gpm and 350 gpm at the West Branch Brandywine Intake and Sucker Run Intake, respectively.

Other Conditions

5. No source shall be pumped above the maximum rate and monthly allocation as indicated below:

INTAKE ID	MAXIMUM RATE (GPM)*	MONTHLY ALLOCATION (MGM)
West Branch Brandywine Creek	5,000	98.4
Sucker Run	556	24.8

* Based on a 24-Hour Average

6. In accordance with 18 C.F.R. 401.8. of the Commission's *Rules of Practice and Procedure (RPP)*, if at any future time the Project is changed materially from the Project as described in this docket, it will be deemed to constitute a new and different project for the purposes of Article 11 of the *Delaware River Basin Compact* and will require Commission amendment of the Comprehensive Plan. In accordance with the same section of the *RPP*, whenever a change to the Project is made, the sponsor must advise the Executive Director, who will determine whether the change is deemed materially for purposes of this provision.
7. This approval shall expire on the expiration date set forth below unless prior thereto the docket holder has applied to the Commission to renew or extend this approval.

8. The docket holder is responsible for timely submittal to the DRBC of a docket renewal application on the appropriate application form including the appropriate docket application filing fee (see 18 C.F.R. 401.43) at least 6 months in advance of the docket expiration date set forth below. The docket holder will be subject to late filed renewal surcharges in the event of untimely submittal of its renewal application whether DRBC issues a reminder notice in advance of the deadline or the docket holder receives such notice. If the docket holder has not applied to renew the docket or the DRBC is unable to reissue the docket before the expiration date below, the terms and conditions of the current docket will remain fully effective and enforceable pending the renewal of the docket.

9. The surface water intakes and operational records shall be available at all times for inspection by the DRBC.

10. The surface water intakes shall be operated at all times to comply with the requirements of the WC and WQR of the DRBC.

11. No water service connections shall be made to newly constructed premises with plumbing fixtures and fittings that do not comply with water conservation performance standards contained in Resolution No. 88-2 (Revision 2).

12. The docket holder shall implement to the satisfaction of the PADEP, a drought or other water supply emergency plan.

13. No new water service connections shall be made to premises connected to sewerage systems which are not in compliance with all applicable effluent limits contained in State permits and the *Water Quality Regulations* of the Commission.

14. Nothing herein shall be construed to exempt the docket holder from obtaining all necessary permits and/or approvals from other State, Federal or local government agencies having jurisdiction over this project.

15. The docket holder is permitted to provide the water approved in this docket to the areas included in Section A.3. Area Served of this docket. Any expansion beyond those included in Section A.3. Area Served is subject to DRBC review and approval in accordance with Section 3.8 of the *Compact*.

16. The docket holder shall be subject to applicable DRBC regulatory program fees, in accordance with duly adopted DRBC resolutions and/or regulations. (see 18 CFR 401.43).

17. This approval is transferable by request to the DRBC Executive Director provided that the project purpose and area served approved by the Commission in this docket will not be materially altered because of the change in project ownership. The request shall be submitted on the appropriate form and be accompanied by the appropriate fee (see 18 CFR 401.43).

18. The docket holder shall request a name change of the entity to which this approval is issued if the name of the entity to which this approval is issued changes its name. The request for name

change shall be submitted on the appropriate form and be accompanied by the appropriate fee (see 18 C.F.R. 401.43).

19. The issuance of this docket approval shall not create any private or proprietary rights in the water of the Basin, and the Commission reserves the rights to amend, alter or rescind any actions taken hereunder to ensure the proper control, use and management of the water resources of the Basin.

20. If the monitoring required herein or any other relevant data or information demonstrates that the operation of this project is interfering with or otherwise impairing existing uses of ground or surface water, or if the docket holder receives a complaint from an existing ground or surface water user within the zone of influence of the withdrawal alleging such interference or impairment, the permit holder shall immediately notify the Executive Director, and unless excused by the Executive Director, shall investigate the demonstrated or alleged impacts. For purposes of this condition, notification shall mean either (a) electronic transmittal of written notice to the Executive Director via email (using addresses posted on the DRBC website); or (b) written notice to the Executive Director and a telephone call to the Project Review Section at 609-883-9500, ext. 216. (Oral notification must always be accompanied by immediate written notification directed to the Executive Director.) In addition, the docket holder shall provide written notice to all potentially affected water users of the docket holder's responsibilities under this condition. **Any well or surface water supply that is impaired as a result of the docket holder's project withdrawal shall be repaired, replaced or mitigated at the docket holder's expense.** The scope of the options to consider for repair, replacement and/or mitigation shall not be limited solely to those that are owned, operated, or controlled by the project sponsor. An investigation report and/or mitigation plan prepared and certified by a licensed professional engineer and/or a licensed professional geologist shall be submitted to the Executive Director as soon as practicable following notice of the demonstrated or alleged impairment consistent with this paragraph. The Executive Director shall make the final determination regarding the scope and sufficiency of the investigation and the extent of any mitigation measures that may be required. Where ground and surface waters are rendered unavailable, unusable, or unsuitable for the pre-existing use, the Executive Director may direct the docket holder to take interim actions to mitigate such impacts, pending completion of the investigative report and any long-term repair, replacement, or mitigation.

21. The Executive Director may modify or suspend this approval or any condition thereof, or require mitigating measures pending additional review, if in the Executive Director's judgment such modification or suspension is required to protect the water resources of the Basin.

22. For the duration of any drought emergency declared by either Pennsylvania or the Commission, water service or use by the docket holder pursuant to this approval shall be subject to the prohibition of those nonessential uses specified by the Governor of Pennsylvania, the Pennsylvania Emergency Management Council, PADEP, or the Commonwealth Drought Coordinator to the extent that they may be applicable, and to any other emergency resolutions or orders adopted hereafter by the Commission.

23. Any person who objects to a docket decision by the Commission may request a hearing in accordance with Article 6 of the *Rules of Practice and Procedure*. In accordance with Section 15.1(p) of the *Delaware River Basin Compact*, cases and controversies arising under the *Compact* are reviewable in the United States district courts.

BY THE COMMISSION

APPROVAL DATE: December 5, 2024

EXPIRATION DATE: December 5, 2034