



Conservation

Environmental Stewardship Division
Environmental Assessment and Licensing Branch
123 Main Street, Suite 160, Winnipeg, Manitoba R3C 1A5
T 204 945-7100 F 204 945-5229
www.gov.mb.ca/conservation/envapprovals

February 25, 2008

File: 4289.20

Anne Tennier, P. Eng.
Environmental Affairs
Maple Leaf Foods Inc.
3rd Floor – 6985 Financial Drive
Mississauga ON L5N 0A1

Dear Ms. Tennier:

Further to my letter of February 22, 2008 enclosing revised Environment Act Licence No. 2311 S2RRR dated February 21, 2008.

In addition to the enclosed revised Licence requirements, please be informed that all other applicable federal, provincial and municipal regulations and by-laws must be complied with.

For further information on the administration and application of the revised Licence, please feel free to contact Clem Moche, Environmental Engineer, at (204) 945-7013.

Pursuant to Section 27 of The Environment Act, this licencing decision may be appealed by any person who is affected by the issuance of this Licence to the Minister of Conservation within 30 days of the date of the Licence.

Yours truly,

Tracey Braun, M.Sc.
Director
Environment Act

Attachment

c: B. Wright, Regional Director, Western Region
P. Pulak, City of Brandon
Millennium Public Library/Manitoba Eco-Network
Western Manitoba Regional Library/Portage la Prairie City Library

NOTE: Confirmation of Receipt of this revised Licence No. 2311 S2RRR (*by the Licencee only*) is required by the Director of Environmental Assessment and Licensing. Please acknowledge receipt by signing in the space provided below and faxing a copy back to the Department by February 29, 2008.

On behalf of Maple Leaf Foods Inc.

Date

****A COPY OF THE LICENCE MUST BE KEPT ON SITE AT THE DEVELOPMENT AT ALL TIMES****

Manitoba
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February 22, 2008

Anne Tennier, P. Eng.
Vice President
Environmental Affairs, Maple Leaf Foods
Maple Leaf Foods
6985 Financial Drive
Mississauga ON L5N 0A1

File: 4289.2

Dear Ms. Tennier:

Re: Notice of Alteration (NoA) Dated January 22, 2008

I am responding to above referenced NoA which I received on a January 29, 2008. Having reviewed the proposed Phase 1 2-shift operational and construction changes, I am satisfied that the changes in the environmental effects resulting from the proposed alterations will be minor. Therefore, pursuant to Section 14(2) of the Environment Act, I hereby approve the NoA as a minor alteration. Accordingly, enclosed please find a revised and updated E.A. Licence No. 2311S2RRR.

Yours truly,

Tracey Braun, M. Sc.
Director
Environmental Assessment and Licensing

cc: B. Wright
P. Pulak

Enclosure

LICENCE

Licence No. / Licence n° 2311 S2RRR

Issue Date / Date de délivrance February 21, 2008

In accordance with The Environment Act (C.C.S.M. c. E125) /
Conformément à la Loi sur l'environnement (C.P.L.M. c. E125)

Pursuant to Sections 10(1) and 14(2) / Conformément au Paragraphes 10(1) et 14(2)

THIS LICENCE IS ISSUED TO : / CET LICENCE EST DONNÉ À :

MAPLE LEAF FOODS INC.; "the Licencee"

to construct and operate the Development, being a hog processing facility located on the south half of Section 16, Township 10, Range 18 WPM, within the City of Brandon, in accordance with:

- the Proposal dated May 4, 1999 submitted under The Environment Act on May 18, 1999;
- a notice of alteration dated November 15, 2001;
- a notice of alteration dated March 19, 2003;
- a notice of alteration dated November 1, 2006; and
- a notice of alteration dated January 22, 2008;

subject to the following specifications limits, terms and conditions:

DEFINITIONS

In this Licence,

“**accredited laboratory**” means an analytical facility accredited by the Standard Council of Canada (SCC), or accredited by another accrediting agency recognized by Manitoba Conservation to be equivalent to the SCC, or be able to demonstrate, upon request, that it has the quality assurance/quality control (QA/QC) procedures in place equivalent to accreditation based on the international standard ISO/IEC 17025, or otherwise approved by the Director;

“**affected area**” means a geographical area, excluding the property of the Development;

“**approved**” means approved by the Director in writing;

“**ASTM**” means the American Society for Testing and Materials;

“**day**” or “**daily**” means any period of 24 consecutive hours;

“**Director**” means an employee of the department appointed as such by the Minister;

“**Environmental Management Systems (EMS)**” means the part of the overall management system that includes organizational structure, planning activities, responsibilities, practices,

**** A COPY OF THIS LICENCE MUST BE KEPT ON SITE AT THE DEVELOPMENT AT ALL TIMES ****

procedures, processes, and resources for developing, implementing, achieving, reviewing and maintaining the environmental policy;

“hog carcasses” means eviscerated hogs;

“hog cutting” means the cutting and / or packaging of hog carcasses;

“hog processing” means the slaughtering, bleeding, scalding, de-hairing, pasteurization, splitting, eviscerating, cutting or packaging of hogs, the processing or rendering of edible materials, or any combination of these activities;

“hog processing facility” includes: the hog processing plant; hog holding pens; a utility building; a process wastewater pretreatment facility; a trailer wash building; a guard house; an office building; parking areas; and two access roads;

“hog processing plant” means the main hog processing plant structure;

“hydraulic conductivity” means the quantity of water that will flow through a unit cross-sectional area of a porous material per unit of time under a hydraulic gradient of 1.0;

“Industrial Services Agreement” means a signed and legally binding agreement, arrived at between the City of Brandon and the Licencee, which outlines clear limits respecting the maximum daily and maximum weekly flow rates, as well as maximum daily and maximum weekly loading limits on such physical, chemical and biological parameters as may be specified by the City of Brandon to the Licencee;

“I-WWTF” means the off-site industrial wastewater treatment facility owned and operated by the City of Brandon, and located adjacent to, and north of, the Maple Leaf Pork hog processing plant at Brandon;

“MSDS” means material data safety sheet;

“noise nuisance” means a continuous or repeated unwanted sound, in an affected area, which is troublesome, annoying or disagreeable to a person:

- (a) residing in an affected area;
- (b) working in an affected area; or
- (c) present at a location in an affected area which is normally open to the members of the public;

if the unwanted sound

- (d) is the subject of at least 5 written complaints, received by the Director within a 90-day period and in a form satisfactory to the Director, from 5 different persons falling within clauses (a), (b) or (c), who do not live in the same household; or
- (e) is the subject of at least one written complaint, received by the Director in a form satisfactory to the Director, from a person falling within clauses (a), (b) or (c), and the

Director is of the opinion that if the unwanted sound had occurred in a more densely populated area there would have been at least 5 written complaints received within a 90-day period from 5 different persons who do not live in the same household;

“odour nuisance” means a continuous or repeated odour, smell or aroma, in an affected area, which is offensive, obnoxious, troublesome, annoying, unpleasant, or disagreeable to a person:

- (a) residing in an affected area;
- (b) working in an affected area; or
- (c) present at a location in an affected area which is normally open to the members of the public;

if the odour, smell or aroma

- (d) is the subject of at least 5 written complaints, received by the Director in a form satisfactory to the Director and within a 90-day period, from 5 different persons falling within clauses (a), (b) or (c), who do not live in the same household; or
- (e) is the subject of at least one written complaint, received by the Director in a form satisfactory to the Director, from a person falling within clauses (a), (b) or (c) and the Director is of the opinion that if the odour, smell or aroma had occurred in a more densely populated area there would have been at least 5 written complaints received within a 90-day period, from 5 different persons who do not live in the same household;

“operator” means the City of Brandon, or any representative thereof, charged with the responsibility of managing the operation of the I-WWTF serving the hog processing facility;

“pollutant” means a pollutant as defined in The Environment Act;

“pre-treated” means fine screened, or fine screened and subjected to a diffused air flotation process plus skimming, depending on the nature of the wastewater stream, and including (after June 30, 2007) chemical treatment for improved nitrogen and phosphorus removal;

“process wastewater” means all wastewater excluding sanitary sewage and surface runoff from the property of the Development;

“PVC” means polyvinyl chloride;

“wastewater” means any polluted fluid streams generated by or originating from the Development;
and

“week” or **“weekly”** means a calendar week (Monday -Sunday; and

“WHMIS” means Workplace Hazardous Materials Information System.

GENERAL TERMS AND CONDITIONS

This Section of the Licence contains requirements intended to provide guidance to the Licencee in implementing practices to ensure that the environment is maintained in such a manner as to sustain a high quality of life, including social and economic development, recreation and leisure for present and future Manitobans.

1. In addition to any of the limits, terms and conditions specified in this Licence, the Licencee shall, upon the request of the Director:
 - (a) sample, monitor, analyze and/or investigate specific areas of concern regarding any segment, component or aspect of pollutant storage, containment, treatment, handling, disposal or emission systems, for such pollutants or ambient quality, aquatic toxicity, leachate characteristics and discharge or emission rates, for such duration and at such frequencies as may be specified;
 - (b) determine the environmental impact associated with the release of any pollutant(s) from the Development; or
 - (c) provide the Director, within such time as may be specified, with such reports, drawings, specifications, analytical data, descriptions of sampling and analytical procedures being used, bioassay data, flow rate measurements and such other information as may from time to time be requested.
2. The Licencee shall, unless otherwise specified in this Licence:
 - (a) carry out all preservations and analyses on liquid samples in accordance with the methods prescribed in the most current edition of "Standard Methods for the Examination of Water and Wastewater" published jointly by the American Public Health Association, the American Waterworks Association and the Water Pollution Control Federation, or in accordance with an equivalent analytical methodology approved by the Director; and
 - (b) have all analytical determinations undertaken by an accredited laboratory.
3. The Licencee shall report all the information requested through the provisions of this Licence in a manner and form acceptable to the Director.
4. The Licencee shall:
 - (a) develop an Environmental Management Systems (EMS) plan for the Development, similar to the international standard ISO 14001;
 - (b) submit the EMS plan, in written and electronic format, on or before July 1, 2007, for the approval of the Director; and
 - (c) commence implementing the approved EMS plan on or before July 1, 2008.

SPECIFICATIONS, LIMITS, TERMS AND CONDITIONS

Respecting the Operation of the Development

5. The Licencee shall:
 - (b) during a Phase I 2-shift operation of the Development, limit the rate of hog processing at the Development to no more than 75,000 hogs per week, with no more than an additional hog cutting of 10,000 hog carcasses per week; and
 - (c) during a Phase II 2-shift operation of the Development, limit the rate of hog processing at the Development to no more than 108,000 hogs per week.

6. The Licencee shall not exceed the authorized Phase I 2-shift hog processing rate at the Development of 75,000 hogs per week, along with no more than an additional hog cutting rate of 10,000 hog carcasses per week until:
 - (a) the City of Brandon has received an Environment Act Licence authorizing the construction and operation of Phase II 2-shift modifications to the Phase I upgraded I-WWTF for accepting pretreated wastewater from the Development as generated by a Phase II 2-shift hog processing rate of up to 108,000 hogs per week; and
 - (b) the operator of the I-WWTF has authorized the Licencee, in writing, to commence the transfer of pretreated wastewater resulting from any specified hog processing rate in excess of 75,000 hogs per week but not exceeding 108,000 hogs per week.

Respecting On-site Hog Storage

7. Licencee shall direct all delivered, live and unloaded hogs as soon as possible into the hog barn, but not exceed the storage of 12,300 hogs in the hog barn at any time.

Respecting Sanitary Wastewater

8. The Licencee shall:
 - (a) direct all sanitary sewage generated on the site of the Development into the sanitary sewage collection system serving the Development, screen the sanitary sewage through an 8 mm screen, and then pump it to the I-WWTF;
 - (b) if and when necessary, haul and place the screened sanitary sewage into an alternate off-site licensed wastewater treatment facility, and inform the Director of any such temporary arrangement; and
 - (c) haul the screened sanitary sewage solids to the City of Brandon landfill site for disposal.

Respecting Blood Collected in the Kill Area

9. The Licencee shall minimize the loss of blood to the process wastewater sewers by maximizing the efficiency of the blood collection to the satisfaction of the Director.

10. The Licencee shall dispose of the blood collected in the kill area by having the blood either hauled to APC Nutrition in Calgary, or hauled to Rothsay in Winnipeg, unless otherwise approved by the Director, using vehicles utilizing containment provisions satisfactory to the Director.

Respecting Process Wastewater

11. The Licencee shall not release any process wastewater from the Development:
 - (a) except through the process wastewater pre-treatment plant and to the I-WWTF;
 - (b) at a daily flow rate exceeding the maximum daily flow rate specified in the prevailing Industrial Services Agreement;
 - (c) at a weekly flow rate exceeding the maximum weekly flow rate specified in the prevailing Industrial Services Agreement;
 - (d) at daily or weekly pollutant loading release rates exceeding the corresponding maximum rates specified in the prevailing Industrial Services Agreement; or
 - (e) at a temperature less than the temperature specified by the operator of the I-WWTF, as provided for, and subject to, the conditions specified in the "Agreement for Exchange of Energy" signed by the Licencee and the City of Brandon on August 4, 1999.
12. The Licencee shall, upon the receipt of any written request from the operator of the I-WWTF:
 - (a) restrict the quantity of any wastewater stream being directed from the Development to the I-WWTF to such a degree, within such timeframe, and for such duration as specified by the operator of the I-WWTF; and
 - (b) immediately advise the Director of the receipt of such a written request.

Respecting Surface Runoff

13. The Licencee shall construct and maintain silt fences in the drainage routes transporting surface runoff off the property of the Development until vegetation has been re-established on the disturbed areas.
14. The Licencee shall not permit pollutants to be directed into, or transported by, any surface drainage route leading to the retention pond or off the property of the Development.

Respecting Groundwater Protection

15. The Licencee shall install and maintain a continuous PVC liner under the concrete floor of the hog holding pens, and ensure that the PVC liner:
 - (a) is installed in accordance with ASAE Standard EP340.2 for the installation of Flexible Membrane Linings;
 - (b) is underlain with a 339 grams/m² (10 oz/yd²) non-woven polypropylene geotextile cushion underlay, fabric style LP 1001;
 - (c) has a minimum thickness of 1.0 mm (40 mil);
 - (d) is free of holes and has a hydraulic conductivity not exceeding 6.1×10^{-9} centimetres per second over the entire surface area of the liner;

- (e) is hot wedge welded along all seams with a wedge weld not less than 2.54 centimetres (1 inch) in width or is chemical adhesion tetrahydrofuran welded not less than 2.54 centimetres (1 inch) in width, where physical constraints prevent hot wedge welding; and
 - (f) is tested for the integrity of all field seams by the air lance or ultrasonic pulse echo test methods, in accordance with ASTM Standard D 4437 - 84, and that a testing report is prepared and submitted to the Director no later than 2 working days before the PVC liner is overlain with concrete or any subgrade material.
16. The Licencee shall:
- (a) replace, as soon as possible, any groundwater monitoring wells lost during the course of construction at the Development which were expected to serve a strategic purpose in the prevailing approved Groundwater Monitoring Program; and
 - (b) upon the reporting of any unusual groundwater monitoring results or trends reported to the Director pursuant to Sub-clause 35(b) of this Licence:
 - (i) initiate an investigation to the satisfaction of the Director, in order to determine the source or cause of the pollution; and
 - (ii) if the source or cause of the pollution lies within the legal boundaries of Development, take such action as is necessary to terminate the determined source or cause of the pollution until the problem is corrected, and implement remediation measures, satisfactory to the Director, to restore the impacted area of groundwater.
17. The Licencee shall, upon the suspicion or detection of any leaking or ruptured wastewater collection pipe or forcemain, immediately undertake an investigation, and upon confirmation of a leak or rupture, terminate or otherwise re-route all inputs to the pipe or forcemain until the necessary repair has been completed.

Respecting Terrestrial Management

18. The Licencee shall revegetate surface areas on the property of the Development, affected by construction and by re-contouring, in order to minimize or prevent soil erosion.

Respecting Solid Wastes

19. The Licencee shall not undertake any on-site burning of solid waste.
20. The Licencee shall minimize the generation of domestic solid waste and maximize, wherever possible, the collection and recycling of recyclable wastes generated through the operation of the Development.
21. The Licencee shall not deposit domestic solid waste into the environment except into a waste disposal ground operating under the authority of:
- (a) a permit issued pursuant to *Manitoba Regulation 150/91*, or any future amendment thereof; or
 - (b) a Licence issued pursuant to The Environment Act.
22. The Licencee shall:
- (a) with the exception as outlined in Sub-clause 22(b) of this Licence, ship all inedible renderable waste from the hog processing plant and the wastewater pre-treatment plant, including dead

hogs delivered to or encountered in the hog holding pen area, to the City of Brandon Waste Disposal Ground, or such other rendering or composting facility as may be approved by the Director;

- (b) until or unless a feasible rendering process or suitable re-use can be established for the high protein fraction of the inedible renderable waste, dispose of this substance into a licensed or permitted waste disposal ground provided that:
 - (i) the substance does not constitute a liquid industrial waste as defined in *Manitoba Regulation 150/91*, or any future amendment thereof, respecting waste disposal grounds; and
 - (ii) the operator of the recipient waste disposal ground agrees to accepting those waste substances; and
- (c) undertake the temporary on-site storage of all inedible renderable hog processing waste and dead hogs in a manner satisfactory to the Director.

23. The Licencee shall:

- (a) collect and deposit all the dry hog manure from the unloading docks and the truck trailers into the manure box located beside the hog holding pens, and dispose of the dry manure on a regular basis in accordance with the approved Long-Term Manure Management Plan;
- (b) direct all the hog manure collected inside the hog processing plant, or washed off the floor of the hog holding pens, or washed out of the hog transporting truck trailers, to the process wastewater sewers, unless otherwise approved; and
- (c) implement and maintain the approved Long-Term Manure Management Plan in a manner satisfactory to the Director.

Respecting Air Emissions

24. The Licencee shall not cause or permit a noise nuisance to be created as a result of the construction, operation or alteration of the Development, and shall take such steps as the Director may specify to eliminate or mitigate a noise nuisance.

25. The Licencee shall not cause or permit an odour nuisance to be created as a result of the construction, operation or alteration of the Development, and shall take such steps as the Director may specify to eliminate or mitigate an odour nuisance.

26. The Licencee shall, by no later than June 30, 2008, prepare and submit to the Director:

- (a) a greenhouse gas inventory respecting the Development, by addressing carbon dioxide, methane, nitrous oxide, hydrofluorocarbons, perfluorocarbons, and sulfur hexafluoride emissions; and
- (b) a greenhouse management plan for the Development, including reduction strategies and targets.

Respecting Process and Cleaning Chemicals

27. The Licencee shall store all process and cleaning chemicals, when not in use, in the Chemical Storage Rooms of the hog processing plant.

Respecting Dangerous Goods or Hazardous Wastes

28. The Licencee shall comply with all the applicable requirements of:
- (a) *Manitoba Regulation 188/2001*, or any future amendment thereto, respecting the storage and handling of petroleum products and allied products;
 - (b) the *Manitoba Dangerous Goods Handling and Transportation Act*, and regulations issued thereunder, respecting the handling, transport, storage and disposal of any dangerous goods brought onto or generated at the Development; and
 - (c) *Manitoba Regulation 439/87*, or any future amendment thereof, respecting the reporting of environmental accidents.
29. The Licencee shall ensure that used oil or hydraulic fluids removed from on-site machinery are collected, transported and stored in secure, properly labeled, non-leaking containers and regularly sent to a recycling facility or a facility approved to accept hazardous wastes.
30. The Licencee shall ensure that spill recovery equipment is available on-site at all times.

Respecting Contingency Plans and Emergency Response Plans

31. The Licencee shall continually update and maintain the approved Emergency Response Plan in a current status, and consistent with the departmental Industrial Emergency Response Planning Guide (MIAC, September, 1996) to the degree satisfactory to the Director, for addressing contingency measures and emergency responses to such matters as spills of dangerous goods or hazardous wastes, fires and any other kind of foreseeable incident that can pose a potential risk to human health or the environment.

Respecting Monitoring, Record Keeping and Reporting

32. The Licencee shall continually maintain an up-to-date on-site inventory of any process and cleaning chemicals used and/or stored on-site that would be captured by any applicable federal/provincial WHMIS regulations and protocols, and make this information and applicable MSDS sheets available to any Environment Officer upon request.
33. The Licencee shall, during each week of operation, monitor for, determine and record:
- (a) the total weekly quantity (cubic meters) of raw water used by the Development;
 - (b) the number of live hogs processed by the end of each week;
 - (c) the number of additionally received hog carcasses having undergone cutting by the end of each week; and
- submit the recorded information to the Director, in writing and in an electronic format acceptable to the Director, no later than 30 days after the end of each successive 4 week period during which the information was being determined.
34. The Licencee shall:
- (a) by no later than June 30, 2008, conduct a complete water audit at the hog processing facility, and submit to the Director a report outlining:
 - (i) the findings of the audit,
 - (ii) a water conservation plan, and

- (iii) strategies and targets for reducing water use; and
- (b) before December 20, 2009, repeat the water audit, and submit a report to the Director outlining:
 - (i) the findings of the audit, and
 - (ii) the progress made relative to the strategies and targets that had been outlined pursuant to Sub-clause 34(a)(iii) of this Licence.

35. The Licencee shall:

- (a) annually carry out a Groundwater Monitoring Program, consistent with the most current Groundwater Monitoring Program, as approved or otherwise revised by the Director, respecting the groundwater beneath the properties associated with the hog processing facility and the I-WWTF, with particular focus on potential high risk locations;
- (b) inform the Director, as soon as possible, of any monitoring results or trends which suggest the possibility of any new contamination of the groundwater arising from the operation of the Development, or the I-WWTF; and
- (c) submit an annual report on the data obtained pursuant to Sub-clause 35(a) of this Licence, together with an interpretation of the data, with the data submitted to the Director in writing, and in an electronic format acceptable to the Director, by no later than the first day of March of each year respecting the data collected during the preceding year.

36. The Licencee shall:

- (a) carry out a program for monitoring air emissions from the Development for such parameters and characteristics, at such times, for such duration and at such stations, as may be requested in writing by the Director;
- (b) undertake such air quality modelling analysis as may be requested by the Director following an air dispersion modelling protocol approved by the Director; and
- (c) submit the results and interpretation of such investigations to the Director by such time as specified by the Director.

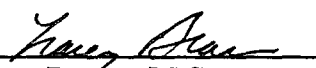
Respecting Decommissioning

37. The Licencee shall:

- (a) provide the Director with:
 - (i) written notice three months in advance of any imminent permanent closure of the Development; or
 - (ii) an immediate notice of any sudden decision to temporarily close the Development, whereby the Development would be placed in a mothballed state for re-opening in the foreseeable future;and shall, within one month of the date of such a notice submit to the Director a detailed Decommissioning Plan for the Development, for the consideration, possible amendment and approval of the Director; and
- (b) upon the permanent or temporary cessation of operations at the Development, take all necessary steps to carry out the approved Decommissioning Plan within the time frame specified or accepted by the Director.

REVIEW OR REVOCATION

- A. This Licence replaces Environment Act Licence No. 2311 S2RR, which is hereby rescinded.
- B. If, in the opinion of the Director, the Licencee has failed or is failing to comply with any of the specifications, limits, terms or conditions set out herein, the Director may, temporarily or permanently, revoke this Licence.
- C. If, in the opinion of the Director, new evidence warrants a change in the specifications, limits, terms or conditions of this Licence, the Director may require the filing of a new proposal pursuant to Section 10 of The Environment Act.


Tracey Braun, M.Sc.
Director
Environment Act

File: 4289.2