

**COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION**

In The Matter Of:

The Sherwin-Williams Manufacturing Company	:	Violations of the Pennsylvania
372 Cleveland Street	:	Air Pollution Control Act
Rochester, PA 15074-1624	:	and Regulations

CONSENT ORDER AND AGREEMENT

This Consent Order and Agreement is entered into this 10th day of August 2026, by and between the Commonwealth of Pennsylvania, Department of Environmental Protection (“Department”) and The Sherwin-Williams Manufacturing Company (“Sherwin-Williams”).

The Department has found and determined the following:

A. The Department is the agency with the duty and authority to administer and enforce the Air Pollution Control Act of January 8, 1960, P.L. 2119 (1959), *as amended*, 35 P.S. §§ 4001-4015 (“Air Pollution Control Act”); Section 1917-A of the Administrative Code of 1929, Act of April 9, 1929, P.L. 177, *as amended*, 71 P.S. § 510-17 (“Administrative Code”); and the regulations (“Regulations”) promulgated thereunder.

B. Sherwin-Williams is an Ohio business corporation with a mailing address of 372 Cleveland Street Rochester, PA 15074-1624. Sherwin-Williams is a “person” as that term is defined in Section 3 of the Air Pollution Control Act, 35 P.S. § 4003.

C. Sherwin-Williams operates the Sherwin-Williams Rochester Plant, a packaging coatings manufacturing plant located at 372 Cleveland Street, Rochester, PA 15074-1624, Beaver County Pennsylvania (“Facility”), subject to the terms and conditions of Plan Approval 04-00034C.

D. On June 3, 2022, the Department issued Plan Approval 04-00034C to Sherwin-Williams authorizing the installation of batch tank 4037, finishing tank 4085, monomer premix

tank WT-37A, water slurry mix, tank WT-37B, acrylic weigh tank WT-4004, DMEOA/water premix tank WT-DMEOA, three (3) finished product storage tanks, four (4) raw materials storage tanks, three (3) condensers, and one (1) thermal oxidizer. The Department subsequently issued multiple extensions of the expiration date of Plan Approval 04-00034C to allow for continued temporary operation, most recently through August 28, 2026.

E. On February 16, 2024, the Department modified Plan Approval 04-00034C to, among other things, (“Plan Approval Modification”)

1. approve the make and model of the Thermal Oxidizer (Source ID CD104) proposed by Sherwin-Williams to control emissions from Batch Processing (Source ID 101),

2. approve loading/unloading controls for the North Tank Truck Area Loading/Unloading (Source ID 102A) via a Vapor Recovery Unit-Closed Loop System No Exhaust (Source ID C102A) and other measures; and

3. approve loading/unloading controls for the South Tank Truck Area Loading/Unloading (Source ID 102B) via the South Tank Truck Area Carbon Adsorber (Source ID C102B) and other measures.

APRIL 5, 2022, NOTICE OF VIOLATION

Installation of Tanks

F. Under Section 127.11 of the Regulations, 25 Pa. Code § 127.11, “a person may not cause or permit the construction or modification of an air contamination source, ... unless the construction, modification, reactivation or installation has been approved by the Department.”

G. Sherwin-Williams submitted Request for Determination RFD 04-00034F dated March 1, 2021, seeking authorization to install three (3) storage tanks (“Tanks”) pursuant to an exemption for the Tanks under 25 Pa. Code § 127.449(c), as a de minimis source of emissions.

The RFD application identified two storage tanks with a 35,000-gallon capacity, and one storage tank with a 70,000-gallon capacity. On August 16, 2021, the Department approved the RFD.

H. On August 18, 2021, Sherwin-Williams submitted RFD 04-00034G, seeking authorization to install four additional storage tanks, each with a 20,000-gallon capacity. On December 1, 2021, the Department denied RFD 04-00034 because it determined that the installation of the four additional storage tanks, along with the installation of the three tanks under RFD 04-00034F, was a part of a larger project at the Facility.

I. During an inspection of the Facility on February 23, 2022, the Department observed that the tanks that Sherwin-Williams installed pursuant to RFD 04-00034F were each 45,000-gallon capacity, contrary to the information provided in the application for RFD 04-00034F.

J. Sherwin-Williams' placement of an air contaminant source without authorization from the Department, as set forth in Paragraph I, above, constitutes a violation of 25 Pa. Code § 127.11 and Section 6.1 of the Air Pollution Control Act, 35 P.S. § 4006.1.

Construction of Batch Reactor Tank

K. As of February 23, 2022, Sherwin-Williams had constructed the foundation for the proposed Batch Reactor Tank 4037 (part of Source ID 101) prior to issuance of the June 3, 2022 Plan Approval. The Batch Reactor Tank 4037 is an air contamination source as that term is defined in 25 Pa. Code § 121.1.

L. Sherwin-Williams' commencement of construction of the Batch Reactor Tank 4037 prior to issuance of the June 3, 2022 Plan Approval constitutes a violation of 25 Pa. Code § 127.11 and Section 6.1 of the Air Pollution Control Act, 35 P.S. § 4006.1.

Monitoring of Wastewater Influent/Effluent

M. Section 127.444 of the Regulations, 25 Pa. Code § 127.444, states:

A person may not cause or permit the operation of a source subject to this article unless the source and air cleaning devices identified in the application for the plan approval and operating permit and the plan approval issued to the source are operated and maintained in accordance with specifications in the application and conditions in the plan approval and operating permit issued by the Department.

N. Sherwin-Williams operated the Facility subject to the terms and conditions of State Only Operating Permit 04-00034 from the date of Permit issuance, May 30, 2019, until August 7, 2025, the date on which all applicable terms and conditions of State Only Operating Permit 04-00034 were incorporated into the extension of Plan Approval 04-00034C.

O. Section D, Source ID 103 (Wastewater Treatment), Condition #001 of SOOP 04-00034 required Sherwin-Williams to monitor the influent and effluent concentrations of VOCs and HAPs in the source's wastewater a minimum of once per month.

P. From May 2019 to February 2022, Sherwin-Williams failed to monitor the influent and effluent concentrations of VOCs and HAPs in the wastewater of Source ID 103 at least once per month.

Q. Sherwin-Williams' failure to monitor the influent and effluent concentrations of VOCs and HAPs in the wastewater from Source ID 103 at least once per month from May 2019 to February 2022, constitutes a violation of Section D, Source ID 103, Condition #001 of SOOP 04-00034 and 25 Pa. Code § 127.444.

Failure to Maintain Records of Leaks on Fugitive Sources

R. Section D, Source ID 104 (Fugitives), Condition #001 of SOOP 04-00034 required Sherwin-Williams to "observe all pumps, blowers, associated pipelines, loading arms, fittings, valves, instruments etc. to detect any leaks at a minimum of once per month."

S. From May 2019 to February 2022, Sherwin-Williams did not maintain records of observations of all pumps, blowers, associated pipelines, loading arms, fittings, valves,

instruments, and other fugitive emissions sources to detect any leaks at a minimum of once per month.

T. Sherwin-Williams' failure to maintain records of observations all pumps, blowers, associated pipelines, loading arms, fittings, valves, instruments, and other fugitive sources to detect any leaks at a minimum of once per month, from May 2019 to February 2022, constituted a violation of Section D, Source ID 104, Condition #001 of SOOP 04-00034 and 25 Pa. Code § 127.444.

APRIL 3, 2023, NOTICE OF VIOLATION

Startup Notifications

U. Section 127.25 of the Regulations, 25 Pa. Code § 127.25, states:

A person may not cause or permit the operation of a source subject to § 127.11 (relating to plan approval requirements), unless the source and air cleaning devices identified in the application for the plan approval and the plan approval issued to the source, are operated and maintained in accordance with specifications in the application and conditions in the plan approval issued by the Department.

V. Section B, Condition #003(a) of Plan Approval 04-00034C requires Sherwin-Williams to provide written notice to the Department of the completion of activity approved by the Plan Approval and of the intent to commence operation at least five (5) working days prior to the completion of the activity.

W. Sherwin-Williams failed to notify the Department in advance of the commencement of operation of certain sources authorized under Plan Approval 04-00034C, including the 21,000-gallon Batch Reactor Tank 4037 (part of Source ID 101). On March 15, 2023, Sherwin-Williams provided a notification stating that operation of the sources had commenced on March 6, 2023.

X. Sherwin-Williams' failure to provide the required notice in advance of the commencement of operation of certain sources authorized under Plan Approval 04-00034C, constitutes a violation of Section B, Condition #003(a) of Plan Approval 04-00034C and 25 Pa. Code § 127.25.

JANUARY 30, 2026, NOTICE OF VIOLATION

Scrubber Stack Testing

Y. Section D, Source ID 101, Condition #002 of Plan Approval 04-00034C states:

If operation of the thermal oxidizer has not been initiated within twelve (12) months of issuance of PA-04-00034C, then the Owner/Operator shall perform a performance stack test on each scrubber within Source ID CD101, between twelve (12) and twenty-four (24) months of issuance of PA-04-00034C (or within a written extension timeframe approved by the Department[]).

Z. Plan Approval 04-00034C was issued on June 3, 2022. As of the date of this Consent Order and Agreement, operation of the Thermal Oxidizer has not been initiated, and Sherwin-Williams has not performed a performance stack test on each scrubber within Source ID CD101.

AA. Sherwin-Williams' failure to perform stack tests on each scrubber within Source ID CD101, constitutes a violation of Section D, Source ID 101, Condition #002 of Plan Approval 04-00034C and 25 Pa. Code § 127.25.

MARCH 24, 2026, NOTICE OF VIOLATION

Installation and Operation of Thermal Oxidizer (Source ID CD104)

BB. Section D, Source ID 101(Batch Processing), Condition #010 of Plan Approval 04-00034C states:

All sources that are approved to be controlled via scrubber shall be transitioned to thermal oxidizer control. The design and manufacturer's specifications for the thermal oxidizer proposed by the Owner/Operator shall be submitted to the Department (for approval) within 180 days of

issuance of this plan approval. The Owner/Operator shall initiate transition from scrubber control to a thermal oxidizer control by commencing construction of the approved thermal oxidizer within 180 days of issuance of this Plan Approval (or within a written extension timeframe approved by the Department) and commencing initial operation of the thermal oxidizer with 18 months of issuance of this Plan Approval (or within a written extension timeframe approved by the Department). Construction related to thermal oxidizer shall not occur until written approval from the Department.

CC. Plan Approval 04-00034C was issued on June 3, 2022. Sherwin-Williams submitted design and manufacturer's specifications for its proposed thermal oxidizer on May 4, 2023. On February 16, 2024, the Department modified Plan Approval 04-0034C to, among other things, approve Sherwin-Williams' proposed thermal oxidizer.

DD. As of the date of this Consent Order and Agreement, Sherwin-Williams has not commenced initial operation of the Thermal Oxidizer.

EE. Sherwin-Williams' failure to commence initial operation of the Thermal Oxidizer constitutes a violation of Section D, Source ID 101, Condition #010 of Plan Approval 04-00034C and 25 Pa. Code § 127.25.

Installation and Operation of Controls for South Tank Truck Area Loading/Unloading

FF. Section C, Condition #036 of Plan Approval 04-00034C states:

The Owner/Operator shall submit a proposal for emission control at the facility for loading and unloading operations within three (3) months of issuance of this Plan Approval [(or within a written extension timeframe approved by the Department)]. Proposal shall be reviewed by the Department. After written approval by the Department, Owner/Operator shall initial construction no later than three (3) months after proposal approval (or within a written extension timeframe approved by the Department).

GG. On August 24, 2022, Sherwin-Williams timely submitted a proposal to install and operate a carbon adsorption system as the emission control for the South Tank Truck Area Loading/Unloading (Source ID 102B). Sherwin-Williams supplemented its proposal on February 6, 2023 and March 10, 2023.

HH. By way of the February 16 2024 Plan Approval Modification, the Department approved Sherwin-Williams' Carbon Adsorber (Source ID C102B) as the emission control for the South Tank Truck Area Loading/Unloading (Source ID 102B).

II. As of the date of this Consent Order and Agreement, Sherwin-Williams has not initiated construction of the Carbon Adsorber (Source ID C102B).

JJ. Sherwin-Williams' failure to initiate construction of the Carbon Adsorber (Source ID C102B) to control emissions from the South Tank Truck Area constitutes a violation of Section C, Condition #036 of Plan Approval 04-00034C and 25 Pa. Code § 127.25.

ORDER

After full and complete negotiation of all matters set forth in this Consent Order and Agreement and upon mutual exchange of covenants contained herein, the parties desiring to avoid litigation and intending to be legally bound, it is hereby ORDERED by the Department and AGREED to by Sherwin-Williams as follows:

1. **Authority.** This Consent Order and Agreement is an Order of the Department authorized and issued pursuant to Sections 4(9)(i) and 10.1 of the Air Pollution Control Act, 35 P.S. §§ 4004(9)(i) and 4010.1, and Section 1917-A of the Administrative Code, 71 P.S. § 510-17.

2. **Findings.**

a. In any matter or proceeding between Sherwin-Williams and the Department, Sherwin-Williams shall not challenge or deny the Department's assertion of the truth, accuracy or validity of Paragraphs A through JJ.

b. The parties do not authorize any other persons to use the findings in this Consent Order and Agreement in any matter or proceeding.

3. **Corrective Action.**

a. On or before August 28, 2026, Sherwin-Williams shall complete the installation and initiate operation of the South Tank Truck Area Carbon Adsorber (Source ID C102B) to control loading/unloading emissions from the South Tank Truck Area Loading/Unloading (Source ID 102B) as authorized by the Plan Approval Modification issued on February 16, 2024.

b. On or before October 31, 2026, Sherwin-Williams shall complete the installation and initiate operation of the Thermal Oxidizer (Source ID CD104) to control emissions from Batch Processing (Source ID 101).

c. Sherwin-Williams shall complete a valid, compliant, performance stack test on the Thermal Oxidizer (Source ID CD104), in accordance with Section D, Condition #004 of Plan Approval 04-00034C, within 180 days of initial operation of the Thermal Oxidizer (Source ID CD104) or within a written extension timeframe approved by the Department.

4. **Civil Penalty Settlement.** Sherwin-Williams consents to the assessment of a total civil penalty of \$124,700, which shall be paid in full within thirty (30) days of receipt of the fully-executed Consent Order and Agreement. This payment is in settlement of the Department's claim for a civil penalty amount of \$99,700 for the violations set forth in Paragraphs F through JJ above, for the dates set forth therein through the date of this Consent Order and Agreement, and a stipulated penalty amount of \$25,000 for the stipulated civil penalties set forth in Paragraphs 5.a. and 5.b. below. The payment shall be made by corporate check or the like made payable to "Commonwealth of Pennsylvania, Clean Air Fund" and sent to the Air Quality Program Manager, Department of Environmental Protection, 400 Waterfront Drive, Pittsburgh, PA 15222-4739.

5. **Stipulated Civil Penalties.**

a. For the failure to commence operation of the Thermal Oxidizer (Source ID C104) from the date of this Consent Order and Agreement until October 31, 2026, Sherwin-Williams shall, in addition to other applicable remedies, pay a civil penalty in the amount of \$15,000, within 30 days of receipt of the fully executed Consent Order and Agreement.

b. For the failure to commence operation of the South Tank Truck Area Carbon Adsorber (Source ID C102B) from the date of this Consent Order and Agreement until August 28, 2026, Sherwin-Williams shall, in addition to other applicable remedies, pay a civil penalty in the amount of \$10,000, within 30 days of receipt of the fully-executed Consent Order and Agreement.

c. In the event Sherwin-Williams fails to comply in a timely manner with Paragraphs 3.a., 3.b., or 3.c of this Consent Order and Agreement, Sherwin-Williams shall be in violation of this Consent Order and Agreement and, in addition to other applicable remedies, shall pay a civil penalty in the amount of \$1,000 per day per violation.

d. Stipulated civil penalty payment shall be payable monthly on or before the fifteenth day of each succeeding month and shall be forwarded as described in Paragraph 4 (Civil Penalty Settlement) above.

e. Any payment under this paragraph shall neither waive Sherwin-Williams's duty to meet its obligations under this Consent Order and Agreement nor preclude the Department from commencing an action to compel Sherwin-Williams's compliance with the terms and conditions of this Consent Order and Agreement. The payment resolves only Sherwin-Williams's liability for civil penalties arising from the violation of this Consent Order and Agreement for which the payment is made.

f. Stipulated civil penalties shall be due automatically and without notice.

6. **Additional Remedies.**

a. In the event Sherwin-Williams fails to comply with any provision of this Consent Order and Agreement, the Department may, in addition to the remedies prescribed herein, pursue any remedy available for violation of an order of the Department, including an action to enforce this Consent Order and Agreement.

b. The remedies provided by this paragraph and Paragraph 5 (Stipulated Civil Penalties) are cumulative and the exercise of one does not preclude the exercise of any other. The failure of the Department to pursue any remedy shall not be deemed to be a waiver of that remedy. The payment of a stipulated civil penalty, however, shall preclude any further assessment of civil penalties for the violation for which the stipulated penalty is paid.

7. **Reservation of Rights.** The Department reserves the right to require additional measures to achieve compliance with applicable law. Sherwin-Williams reserves the right to challenge any action which the Department may take to require those measures.

8. **Liability of Operator.** Sherwin-Williams shall be liable for any violations of the Consent Order and Agreement, including those caused by, contributed to, or allowed by its officers, agents, employees, or contractors. Sherwin-Williams shall also be liable for any violation of this Consent Order and Agreement caused by, contributed to, or allowed by its successors and assigns.

9. **Transfer of Facility.**

a. The duties and obligations under this Consent Order and Agreement shall not be modified, diminished, terminated or otherwise altered by the transfer of any legal or equitable interest in the Facility or any part thereof.

b. If Sherwin-Williams intends to transfer any legal or equitable interest in the Facility which is affected by this Consent Order and Agreement, Sherwin-Williams shall serve a

copy of this Consent Order and Agreement upon the prospective transferee of the legal and equitable interest at least thirty (30) days prior to the contemplated transfer and shall simultaneously inform the Regional Office of the Department of such intent.

c. The Department in its sole discretion may agree to modify or terminate Sherwin-Williams's duties and obligations under this Consent Order and Agreement upon transfer of the Facility. Sherwin-Williams waives any right that it may have to challenge the Department's decision in this regard.

10. **Correspondence with Department.** All correspondence with the Department concerning this Consent Order and Agreement shall be addressed to:

Steve Wiedemer
Environmental Group Manager
Air Quality, Southwest Region
Department of Environmental Protection
400 Waterfront Drive
Pittsburgh, PA 15222-4739
412-442-4190; Facsimile 412-442-4194

11. **Correspondence with Sherwin-Williams.** All correspondence with Sherwin-Williams concerning this Consent Order and Agreement shall be addressed to:

The Sherwin-Williams Manufacturing Company
372 Cleveland Street
Rochester, PA 15074-1624
Attn: Plant Manager

With a copy to:

The Sherwin-Williams Manufacturing Company
1 Sherwin Way
Cleveland, OH 44113
Attn: Sam Skubak

Sherwin-Williams shall notify the Department whenever there is a change in the contact person's name, title, or address. Sherwin-Williams agrees that service of any notice, document, or any legal process for any purpose under this Consent Order and Agreement, including its enforcement, may

be made electronically by email to the above email address or by mailing a copy by first class mail to the above address.

12. **Severability.** The paragraphs of this Consent Order and Agreement shall be severable and should any part hereof be declared invalid or unenforceable, the remainder shall continue in full force and effect between the parties.

13. **Entire Agreement.** This Consent Order and Agreement shall constitute the entire integrated agreement of the parties. No prior or contemporaneous communications or prior drafts shall be relevant or admissible for purposes of determining the meaning or extent of any provisions herein in any litigation or any other proceeding.

14. **Attorney Fees.** The parties shall bear their respective attorney fees, expenses and other costs in the prosecution or defense of this matter or any related matters arising prior to execution of this Consent Order and Agreement.

15. **Modifications.** No changes, additions, modifications, or amendments of this Consent Order and Agreement shall be effective unless they are set out in writing and signed by the parties hereto.

16. **Titles.** A title used at the beginning of any paragraph of this Consent Order and Agreement may be used to aid in the construction of that paragraph but shall not be treated as controlling.

17. **Decisions Under Consent Order.** Sherwin-Williams waives its rights to appeal to the Environmental Hearing Board any decision that the Department makes under the provisions of this Consent Order and Agreement, including a notice that stipulated civil penalties are due, which rights may be available under Section 4 of the Environmental Hearing Board Act, the Act of July 13, 1988, P.L. 530, No. 1988-94, 35 P.S. § 7514; the Administrative Agency Law, 2 Pa. C.S. § 103(a) and Chapters 5A and 7A; or any other provision of law. The Department agrees that any

objection that Sherwin-Williams may have to any such decision may be raised as a defense in any Court where the Department enforces this Consent Order and Agreement.

18. **Termination.** The obligations of this Consent Order and Agreement shall terminate when the Department determines in writing that Sherwin-Williams has complied with the requirements of Paragraphs 3 (Corrective Action) and has paid any civil penalty and stipulated civil penalty amounts due under this Consent Order and Agreement.

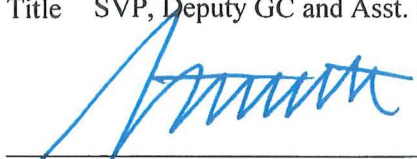
IN WITNESS WHEREOF, the parties hereto have caused this Consent Order and Agreement to be executed by their duly authorized representatives. The undersigned representatives of Sherwin-Williams certify under penalty of Law, as provided by 18 Pa. C.S. § 4904, that they are authorized to execute this Consent Order and Agreement on behalf of Sherwin-Williams; that Sherwin-Williams consents to the entry of this Consent Order and Agreement as a final ORDER of the Department; and that Sherwin-Williams hereby knowingly waives its right to appeal this Consent Order and Agreement and to challenge its content or validity, which rights may be available under Section 4 of the Environmental Hearing Board Act, Act of July 13, 1988, P.L. 530, 35 P.S. § 7514; the Administrative Agency Law, 2 Pa. C.S. § 103(a) and Chapters 5A and 7A; or any other provisions of law. (Signature by Sherwin-Williams's attorney certifies only that the agreement has been signed after consulting with counsel.)

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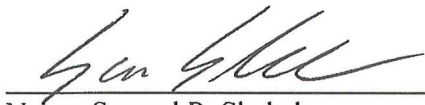
**FOR THE SHERWIN-WILLIAMS
MANUFACTURING COMPANY:**



Name Stephen J. Perisutti
Title SVP, Deputy GC and Asst. Sec.



Name Stephen J. Perisutti
Title SVP, Deputy GC and Asst. Sec.

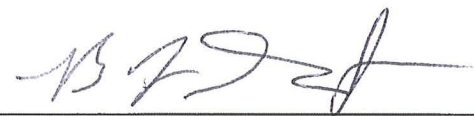


Name Samuel R. Skubak
Attorney for The Sherwin-Williams
Manufacturing Company

**FOR THE COMMONWEALTH OF
PENNSYLVANIA, DEPARTMENT OF
ENVIRONMENTAL PROTECTION:**



Mark R. Gorog, P.E.
Regional Manager Air Quality Program



Brian L. Greenert
Assistant Counsel