

and are the best evidence of their contents. To the extent the allegations in the first sentence of Paragraph 1 are inconsistent with those documents, Defendants deny them.

The allegations in the second sentence of Paragraph 1 are vague and ambiguous, and EPA lacks information sufficient to admit or deny them. The allegations in the third sentence of Paragraph 1 characterize the First Amended Complaint, which speaks for itself and is the best evidence of its contents. To the extent that the allegations in the third sentence of Paragraph 1 are inconsistent with the First Amended Complaint, Defendants deny them.

2. The allegations in Paragraph 2 characterize the First Amended Complaint, which speaks for itself and is the best evidence of its contents. The allegations in Paragraph 2 also characterize documents identified in Paragraph 2, which documents speak for themselves and are the best evidence of their contents. To the extent the allegations in Paragraph 2 are inconsistent with those documents, Defendants deny them. The allegations in footnote 1 state a legal conclusion to which no response is required.
3. Defendants admit the allegation in Paragraph 3 that EPA approved Virginia's 2014 Section 303(d) list. To the extent the allegations in Paragraph 3 assert that EPA acted "in contravention of the Clean Water Act and its own regulations," the allegations are denied. The remaining allegations in Paragraph 3 characterize EPA's approval document dated May 19, 2016 (*see* Compl. Exh. 1), which speaks for itself and is the best evidence of its contents. To the extent the allegations in Paragraph 3 are inconsistent with that document, Defendants deny them.
4. The allegations in Paragraph 4 state legal conclusions to which no response is required.

5. The allegations in the first sentence of Paragraph 5 characterize the Clean Water Act and EPA regulations, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with the Clean Water Act or the cited regulations, Defendants deny them. The remaining allegations in the first sentence of Paragraph 5, and the allegations in the second sentence of Paragraph 5, are denied.
6. The allegations in Paragraph 6 state a legal conclusion to which no response is required.

PARTIES

7. Defendants lack information sufficient to admit or deny the allegations in Paragraph 7.
8. Defendants lack information sufficient to admit or deny the allegations in Paragraph 8.
9. Defendants lack information sufficient to admit or deny the allegations in Paragraph 9.
10. Defendants lack information sufficient to admit or deny the allegations in the first two sentences of Paragraph 10. The allegations in the third sentence of Paragraph 10 state legal conclusions to which no response is required.
11. Defendants admit the allegations in the first sentence of Paragraph 11. The allegations in the second sentence of Paragraph 11 state a legal conclusion to which no response is required. The allegations in the third sentence of Paragraph 11 characterize the First Amended Complaint, which speaks for itself and is the best evidence of its contents. To the extent the allegations in the third sentence of Paragraph 11 are inconsistent with the First Amended Complaint, Defendants deny them.
12. Defendants admit the allegations in Paragraph 12.

JURISDICTION AND RIGHT OF ACTION

13. The allegations in Paragraph 13 state a legal conclusion to which no response is required.
14. The allegations in Paragraph 14 state a legal conclusion to which no response is required.

15. The allegations in Paragraph 15 state a legal conclusion to which no response is required.

16. The allegations in Paragraph 16 state a legal conclusion to which no response is required.

LEGAL FRAMEWORK

17. The allegations in Paragraph 17 quote and characterize the Clean Water Act, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the Clean Water Act, Defendants deny them.

18. The allegations in Paragraph 18 characterize the Clean Water Act, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the Clean Water Act, Defendants deny them.

19. The allegations in Paragraph 19 quote and characterize the Clean Water Act and federal regulations, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with the Clean Water Act or the cited regulations, Defendants deny them.

20. The allegations in the first and second sentence of Paragraph 20 characterize the Clean Water Act, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the Clean Water Act, Defendants deny them. The allegations in the third sentence of Paragraph 20 characterize a court decision, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the cited court decision, Defendants deny them.

21. The allegations in Paragraph 21 characterize a federal regulation, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the cited regulation, Defendants deny them.

22. The allegations in Paragraph 22 characterize the Clean Water Act and federal regulations, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with the Clean Water Act or the cited regulations, Defendants deny them.
23. The allegations in Paragraph 23 characterize federal regulations, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with the cited regulations, Defendants deny them.
24. The allegations in Paragraph 24 characterize a federal regulation, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the cited regulations, Defendants deny them.
25. The allegations in Paragraph 25 characterize the Clean Water Act, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the Clean Water Act, Defendants deny them.
26. The allegations in Paragraph 26 quote and characterize the Clean Water Act, which speaks for itself and is the best evidence of its contents. To the extent those allegations are inconsistent with the Clean Water Act, Defendants deny them.
27. The allegations in Paragraph 27 quote and characterize Virginia's water quality standards regulations, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with Virginia's water quality standards regulations, Defendants deny them.
28. The allegations in Paragraph 28 quote and characterize Virginia's water quality standards regulations, which speak for themselves and are the best evidence of their contents. To

the extent those allegations are inconsistent with Virginia's water quality standards regulations, Defendants deny them.

29. The allegations in Paragraph 29 quote and characterize Virginia's water quality standards regulations, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with Virginia's water quality standards regulations, Defendants deny them.

30. Defendants admit the allegation in Paragraph 30.

31. The allegations in Paragraph 31 characterize Virginia's 2014 Integrated Report, which document speaks for itself and is the best evidence of its contents. To the extent the allegations in Paragraph 31 are inconsistent with that document, Defendants deny them.

GENERAL ALLEGATIONS

Virginia's History of Refusal To Apply Its Narrative Criteria And Designated Uses To Address Excessive Algae¹

32. To the extent the allegations in Paragraph 32 characterize public comments submitted by Plaintiffs Shenandoah Riverkeeper and Potomac Riverkeeper Network, those documents speak for themselves and are the best evidence of their contents. To the extent the allegations are inconsistent with those documents, Defendants deny them. To the extent the allegations in Paragraph 32 characterize meetings between Plaintiffs and Virginia Department of Environmental Quality (DEQ) staff, Defendants lack information sufficient to admit or deny the allegations.

¹ The topic headings used herein are duplicated from Plaintiffs' First Amended Complaint and are inserted for ease of reference. Use of these topic headings does not constitute an admission by Defendants of their relevance or accuracy.

33. The allegations in Paragraph 33 characterize Virginia's 2010, 2012 and 2014 Integrated Reports and EPA letters, which documents speak for themselves and are the best evidence of their contents. To the extent the allegations are inconsistent with those documents, Defendants deny them. The remaining allegations in Paragraph 33 state legal conclusions to which no response is required.
34. The allegations in Paragraph 34 characterize a document identified in Paragraph 34, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.
35. The allegations in Paragraph 35 characterize a document identified in Paragraph 35, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.
36. The allegations in Paragraph 36 characterize a document identified in Paragraph 36, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.
37. The allegations in Paragraph 37 characterize a document identified in Paragraph 37, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.
38. The allegations in Paragraph 38 characterize documents identified in Paragraph 38, which documents speak for themselves and are the best evidence of their contents. To the extent the allegations are inconsistent with those documents, Defendants deny them.
39. The allegations in Paragraph 39 characterize documents identified in Paragraph 39, which documents speak for themselves and are the best evidence of their contents. To the extent the allegations are inconsistent with those documents, Defendants deny them.

40. The allegations in the first sentence of Paragraph 40 characterize a document identified in Paragraph 40, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them. The allegations in the second sentence of Paragraph 40 also states a legal conclusion to which no response is required.
41. The allegations in Paragraph 41 characterize a document identified in Paragraph 41, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.
42. The allegations in Paragraph 42 characterize a document identified in Paragraph 42, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.
43. The allegations in the first and second sentences of Paragraph 43 characterize a document identified in Paragraph 43, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them. The allegations in the third sentence of Paragraph 43 characterize Virginia's water quality standards, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with Virginia's water quality standards, Defendants deny them.

DEQ's 2014 Integrated Report And EPA's Approval

44. The allegations in Paragraph 44 characterize documents identified in Paragraph 44, which documents speak for themselves and are the best evidence of their contents. To the extent the allegations are inconsistent with those documents, Defendants deny them.

45. The allegations in Paragraph 45 characterize documents identified in Paragraph 44, which documents speak for themselves and are the best evidence of their contents. To the extent the allegations are inconsistent with those documents, Defendants deny them.
46. The allegations in Paragraph 46 characterize documents identified in Paragraph 44, which documents speak for themselves and are the best evidence of their contents. To the extent the allegations are inconsistent with those documents, Defendants deny them.
47. The allegations in Paragraph 47 characterize a document identified in Paragraph 47, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.
48. The allegations in Paragraph 48 characterize Virginia's water quality standards regulations, which speak for themselves and are the best evidence of their contents. To the extent those allegations are inconsistent with Virginia's water quality standards regulations, Defendants deny them. The remaining allegations in Paragraph 48 state a legal conclusion to which no response is required.
49. The allegations in the first and second sentences of Paragraph 49 characterize a document identified in Paragraph 49, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them. The allegations in the third sentence of Paragraph 49 state a legal conclusion to which no response is required.
50. The allegations in Paragraph 50 state a legal conclusion to which no response is required.
51. The allegations in Paragraph 51 characterize EPA's approval document, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.

52. The allegations in Paragraph 52 characterize EPA's approval document, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.

53. The allegations in Paragraph 53 characterize EPA's approval document, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.

54. Defendants deny the allegations in Paragraph 54.

CLAIMS FOR RELIEF

55. Defendants incorporate their responses to Paragraphs 1-54 as if fully set forth herein.

56. The allegations in Paragraph 56 characterize EPA's approval document, which document speaks for itself and is the best evidence of its contents. To the extent the allegations are inconsistent with that document, Defendants deny them.

57. The allegations in Paragraph 57 state legal conclusions to which no response is required.

58. The allegations in Paragraph 58 state a legal conclusion to which no response is required.

59. The allegations in Paragraph 59 state a legal conclusion to which no response is required.

REQUEST FOR RELIEF

Paragraphs 60-64 consist of Plaintiffs' request for relief, to which no response is required. To the extent a response is required, Defendants deny that Plaintiffs are entitled to any relief.

GENERAL DENIAL

To the extent that any allegation is not specifically addressed in the preceding paragraphs, Defendants deny that allegation.

AFFIRMATIVE AND OTHER DEFENSES

FIRST DEFENSE

The Court lacks subject matter jurisdiction over one or more of Plaintiffs' claims.

SECOND DEFENSE

One or more of Plaintiffs' claims fails to state a claim upon which relief can be granted.

Defendants may have additional defenses which are not known at this time but which may become known as Plaintiffs clarify their claims. Accordingly, Defendants reserve the right to assert each and every affirmative or other defense that may be available, including any defenses available under Federal Rules of Civil Procedure 8 or 12, once the precise nature of the claims or events is ascertained in the future.

Dated: July 28, 2017

Respectfully submitted,

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Counsel for Defendants

CERTIFICATE OF SERVICE

On July 28, 2017, I electronically submitted the foregoing document with the Clerk of the Court, using the electronic case filing system of the Court. I hereby certify that I have served all counsel of record electronically.

/s/ Meghan E. Greenfield
Meghan E. Greenfield