

Coordinator, such disapproval and reasons for disapproval shall be submitted in writing to Respondent. Respondent shall retain a different Project Coordinator within 3 business days following receipt of EPA's written disapproval and shall notify EPA of that person's name and qualifications within 4 business days after receipt of EPA's disapproval. Receipt by Respondent's Project Coordinator of any written notice or communication from EPA relating to this Order shall constitute receipt by Respondent.

32. EPA has designated Brad Stimple of the Emergency Response Branch, EPA-Region 5, as its On-Scene Coordinator ("OSC"). Respondent shall direct 2 copies of all submissions required by this Order to the OSC at U.S. EPA - Region 5, Eastern District Office, 25089 Center Ridge Road, Westlake, Ohio, 44145, by certified or express mail. Respondent shall also send one copy of all such submissions to Peter Ramanauskas, U.S. EPA - Region 5, 77 West Jackson Boulevard, DP-8J, Chicago, Illinois, 60604-3590; phone: 312-886-7890; facsimile: 312-353-4788; email: ramanauskas.peter@epa.gov, and to Timothy Thurlow, U.S. EPA - Region 5, Office of Regional Counsel, 77 West Jackson Boulevard, C-14J, Chicago, Illinois, 60604-3590; phone: 312-886-6623; facsimile: 312-886-0747; email: thurlow.timothy@epa.gov. Respondent is encouraged to make its submissions to EPA on recycled paper (which includes significant postconsumer waste paper content where possible) and to use two-sided copies.

33. EPA and Respondent, subject to Paragraph 31, shall have the right to change their designated OSC or Project Coordinator. EPA shall notify Respondent, and Respondent shall notify EPA, as early as possible before such a change is made, but in no case less than 24 hours before such a change. The initial notification may be made orally, but it shall be promptly followed by a written notice.

VIII. WORK TO BE PERFORMED

34. Respondent shall perform the following Work:

a. The Parcel 22 Workplan (Appendix 3) was approved by EPA on July 23, 2003, and is deemed submitted and approved under this Order. Respondent shall implement the Parcel 22 Workplan in

accordance with this Order and the schedule set forth in such workplan.

b. The Upstream Workplan (Appendix 4) was approved by EPA on July 23, 2003, and is deemed submitted and approved under this Order. Respondent shall implement the Upstream Workplan in accordance with this Order and the schedule set forth in such workplan.

c. Generate and implement a Quality Assurance Project Plan ("QAPP") as provided in Paragraph 37 and interim and final Operation, Maintenance and Monitoring Plans ("OMMPs") as provided in Paragraphs 38 and 40 for the removal action required under this Order.

d. Generate and implement a Downstream Parcels Removal Action Workplan, including a Health and Safety Plan ("HASP"), ("Downstream Workplan") for the remaining creek and floodplain sections of properties within the Site not addressed in the Parcel 22 Workplan and the Upstream Workplan. This workplan shall, to the extent practicable, be consistent with the Upstream Workplan.

e. Generate and implement a Site Source Control Workplan, including a HASP, ("SSC Workplan") consistent with the Scope of Work attached as Appendix 5 to address all known seeps and springs contaminated with PCBs within the East Plant Area and seeps and springs contaminated with PCBs which may be discovered at other areas of the Site during the Work which are capable of recontaminating the water bodies within the Site during and after the removal action required under this Order. In particular, the SSC Workplan will provide for removal of PCB oil and contaminated water from the collection system installed in the unnamed tributary of Bailey's Branch Creek near Outfall 002 and installation of additional collection systems to collect runoff from seeps and springs contaminated with PCBs located on the East Plant Area or adjacent to the Plant property and those discovered on the private properties within the Site and subject to this Order, along the affected water bodies. After implementation of the SSC Workplan, periodic sampling and monitoring of these

source areas shall be conducted in accordance with the applicable OMMP to document that PCBs are not migrating to the creeks and ditches. Consistent with Appendix 5, the SSC Workplan shall include sampling or monitoring of seeps and springs within the Site for PCBs.

f. As set forth in the workplans, remove PCB contaminated sediments from within the stream channels of the unnamed tributaries of Bailey's Branch Creek, Bailey's Branch Creek and Pleasant Run within the Site, in order to achieve a statistical cleanup criterion of 1 mg/kg total PCBs as selected in Appendix 2. Alternatively, Respondent may elect to remove from such areas all visible sediments to the top of bedrock without conducting verification sampling. Stream bank material, defined as material located horizontally to a distance two feet from the stream channel and down vertically to the top elevation of the stream bed after sediment removal, will either be removed entirely without conducting verification sampling or so as to achieve a statistical clean-up criterion of 1 mg/kg total PCBs as selected in Appendix 2. All material removed as part of the removal action shall be securely staged pending off-Site disposal concurrent with removal project activities or final disposition in accordance with subparagraphs 34.i(3), 34.i(4), and 34.i(5), below.

g. As set forth in the workplans, remove PCB contaminated soils from the flood plain areas of the properties outside the Plant property within the Site to achieve a statistical cleanup criterion of 1.8 mg/kg total PCBs as selected in Appendix 2. Alternatively, Respondent may elect to remove from such areas where total PCBs exceed 1.8 mg/kg all visible soil to the top of bedrock without conducting verification sampling. All material removed as part of the removal action shall be securely staged pending off-Site disposal concurrent with removal project activities or final disposition in accordance with subparagraphs 34.i(3), 34.i(4), and 34.i(5), below.

h. Verification sampling and chemical analysis, if required, shall take place as the removal action progresses. Samples shall be collected in accordance with the sampling and statistical analysis plans contained in the workplans. A record of sample locations and results must be maintained and submitted to EPA for review upon request.

i.

(1) PCB contaminated soils and sediments removed from the work areas at the Site must be properly characterized for disposal as authorized by this Order or as otherwise allowed under applicable law.

(2) Soils and sediments removed from the work areas at the Site contaminated with PCBs at concentrations equal to or greater than 50 mg/kg shall be transported off-Site for proper disposal at a landfill approved to accept PCB remediation waste in accordance with 40 C.F.R. § 761.61 and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 (which incorporates 40 C.F.R. § 761.61 by reference) and 329 IAC 4.1-13. As of the Effective Date of this Order, landfills approved to accept PCB remediation waste include, but are not limited to, the Heritage RCRA Subtitle C landfill in Roachdale, Indiana and the EQ landfill in Wayne County, Michigan. Waste must be disposed of in compliance with the EPA Off Site Disposal Rule (Section 300.440 of the NCP and 58 Fed. Reg. 49200) and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 and 329 IAC 4.1-13.

(3) Subject to subparagraph 34.i(5), below, soils and sediments removed from the work areas at the Site contaminated with PCBs at concentrations less than 50 mg/kg may be temporarily staged within the East Plant Area on a staging pad consistent with 40 C.F.R. § 761.65(c)(9) and IDEM Rule 329 IAC 4.1-4-1 (which incorporates 40 C.F.R. § 761.65(c)(9) by reference) and as described in the Parcel 22 Workplan (i.e., located on AOI-7 or another area approved by EPA) for a period of up to 1 year. EPA may approve an extension of this time period if requested by Respondent. Respondent shall remove and dispose of any such soils and sediments in excess of staging pad capacity concurrent with removal project activities at a RCRA Subtitle D landfill in accordance with 40 C.F.R. § 761.61(a)(5)(v)(A) and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 and 329 IAC 4.1-13, or otherwise dispose of such materials off-Site in accordance with 40 C.F.R. § 761.61, at a facility compliant with the EPA Off Site Disposal Rule (Section 300.440 of the NCP and 58 Fed. Reg. 49200) and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 and 329 IAC 4.1-13.

(4) EPA may approve final placement or containment of

the soils and sediments removed from the work areas at the Site with concentrations less than 50 mg/kg PCBs within the East Plant Area pursuant to a proposal by Respondent in accordance with 40 C.F.R. § 761.61(c) and IDEM Rule 329 IAC 4.1-4-1 (which incorporates 40 C.F.R. § 761.61(c) by reference) submitted within the staging period referred to in subparagraph 34.i(3), above. If EPA disapproves Respondent's proposal, Respondent shall remove and dispose of such materials in accordance with 40 C.F.R. § 761.61(a)(5)(v)(A) and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 and 329 IAC 4.1-13, or otherwise dispose of such materials off-Site in accordance with 40 C.F.R. § 761.61, at a facility compliant with the EPA Off Site Disposal Rule (Section 300.440 of the NCP and 58 Fed. Reg. 49200) and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 and 329 IAC 4.1-13.

(5) Respondent may stage up to 15,000 cubic yards of soil containing PCBs at concentrations less than 7 mg/kg, with an average concentration not greater than 5.3 mg/kg within a second staging area as will be described in the Downstream Workplan. Pursuant to the Agreement, EPA shall determine if these soils will be suitable for use as grading fill as part of the Final Remedy within the East Plant Area in accordance with 40 C.F.R. § 761.61(c) and IDEM Rule 329 IAC 4.1-4-1 (which incorporates 40 C.F.R. § 761.61(c) by reference) if Respondent may place or contain such soils within the East Plant Area under subparagraph 34.i(4), above, or if Respondent must remove and dispose of such soils in accordance with 40 C.F.R. § 761.61(a)(5)(v)(A) and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 and 329 IAC 4.1-13, or otherwise dispose of such materials off-Site in accordance with 40 C.F.R. § 761.61, at a facility compliant with the EPA Off Site Disposal Rule (Section 300.440 of the NCP and 58 Fed. Reg. 49200) and, for landfills in Indiana, IDEM Rules 329 IAC 4.1-4-1 and 329 IAC 4.1-13.

j. Air monitoring for contaminants of concern and nuisance dust must be conducted during the removal action required under this Order in accordance with the approved workplans.

k. The approved workplans under subparagraphs 34.a, b, d, and e, above, provide or shall provide for the restoration of areas disturbed by the removal of PCB-contaminated soils and sediments on properties within the Site not located within the Plant property. This will include backfilling/grading, re-vegetation and erosion control.

l. Any contaminated water generated as part of the removal action under this Order must be characterized, treated and disposed of in the WTP as authorized in correspondence between GM and IDEM dated February 19, 2003, January 29, 2003, January 14, 2003 and October 15, 2002, by a method allowed by 40 C.F.R. §761.61(b)(1) and IDEM Rule 329 IAC 4.1-4-1, or as otherwise approved by EPA.

m. Respondent shall regularly inform owners of property located within the Site of removal activities required under this Order which may affect their properties.

n. The provisions of subparagraphs 34.a, b, d, f, and g, above, do not apply to the East Plant Area, except that the provisions of subparagraphs 34.b and f, above, shall apply to the stream channels and banks of the unnamed tributaries of Bailey's Branch Creek located within the East Plant Area.

35. Workplans and Implementation.

a. Within 15 business days after the Effective Date, Respondent shall submit to EPA for review and approval a draft SSC Workplan for performing the Work described in subparagraph 34.e, above. The draft SSC Workplan shall provide a description of, and an expeditious schedule for, the Work described in subparagraph 34.e, above. Within 90 days after the Effective Date, Respondent shall submit to EPA for review and approval a draft Downstream Workplan. The draft Downstream Workplan shall provide a description of, and an expeditious schedule for, the Work described in subparagraphs 34.d, f and g, above.

b. EPA may approve, disapprove, require revisions to or modify the draft workplans, OMMPs and QAPP. If EPA requires revisions, Respondent shall submit to EPA a revised draft within 7 business days after receipt of EPA's notification of required revisions. Respondent shall implement the plans as finally approved in writing by EPA in accordance with the schedule approved by EPA. Once approved, or approved with modifications, the plans, the schedules and any subsequent modifications shall be incorporated into and become fully enforceable under this Order.

c. Respondent shall not commence any Work except in

conformance with the terms of this Order. Respondent shall not commence or undertake any removal action at the Site without prior EPA approval.

36. Health and Safety Plans.

Any HASP included in a workplan required or approved under this Order shall comply with applicable Occupational Safety and Health Administration regulations found at 29 C.F.R. Part 1910. If EPA determines it is appropriate, the plan shall also include contingency planning. Respondent shall incorporate all changes to the plan recommended by EPA and shall implement the plan during the pendency of the Work.

37. Quality Assurance Project Plan.

a. Within 10 business days after the Effective Date, Respondent shall submit to EPA for review and approval a QAPP which shall provide that all sampling and analyses performed pursuant to this Order shall conform to EPA direction, approval, and appropriate guidance regarding sampling, quality assurance/quality control ("QA/QC"), data validation, and chain of custody procedures. Consistent with the foregoing, the methods and procedures contained in Respondent's existing QAPP covering the RCRA corrective actions under the Agreement at the Plant shall be used as much as possible. Respondent shall ensure that the laboratory used to perform the analyses participates in a QA/QC program that complies with the appropriate EPA guidance. Respondent shall follow, as appropriate, "EPA Guidance for Quality Assurance Project Plans," EPA/QA/G-5, EPA/600/R-02/009 (December 2002), "EPA Requirements for Quality Assurance Project Plans," EPA/QA/R-5, EPA/240/B-01/003 (June 2000) and "Instructions on the Preparation of a Superfund Division Quality Assurance Project Plan," EPA Region 5, based on EPA QA/R-5, Revision 0 (June 2000). Respondent shall only use laboratories that have a documented Quality System that complies with ANSI/ASQC E-4 1994, "Specifications and Guidelines for Quality Systems for Environmental Data Collection and Environmental Technology Programs" (American National Standard, January 5, 1995) and "EPA Requirements for Quality Management Plans (QA/R-2) (EPA/240/B-01/002, March 2001)" or equivalent documentation as determined by EPA. EPA may consider laboratories accredited under the National Environmental Laboratory Accreditation Program as meeting the Quality System requirements.

b. Upon request by EPA, Respondent shall have such a laboratory analyze samples submitted by EPA for quality assurance monitoring. Respondent shall provide to EPA the QA/QC procedures followed by all sampling teams and laboratories performing data collection and/or analysis.

c. Upon request by EPA, Respondent shall allow EPA or its authorized representatives to take split and/or duplicate samples of any samples collected by Respondent or its contractors or agents while performing the Work. Respondent shall notify EPA not less than 24 hours in advance of any sample collection activity unless EPA agrees to a shorter notice period. EPA shall have the right to take any additional samples that it deems necessary. Upon request by Respondent, EPA shall allow Respondent or its contractors to take split and/or duplicate samples of any samples collected by or on behalf of EPA. EPA shall provide the final results of all analyses of samples taken by or on behalf of EPA to Respondent upon EPA's receipt of the final analytical results. EPA shall provide notice to Respondent at least 24 hours in advance of any EPA sampling activity unless Respondent agrees to a shorter notice period.

38. Operation, Maintenance and Monitoring Plans.

Respondent shall submit an interim OMMP to EPA within 30 business days after the completion of each portion of the Work described in subparagraphs 34.a, b, d and e, above. Each interim OMMP shall identify the operation, maintenance and monitoring activities necessary to ensure the long term integrity of the applicable portion of the Work. Each interim OMMP shall be implemented until the Final Report is approved for the removal action required under this Order in accordance with Paragraph 40 and Section XXVI. The Final Report shall include a final OMMP for all of the completed Work which shall govern post-construction operation, maintenance and monitoring activities.

39. Reporting.

a. Respondent shall submit a monthly written progress report to EPA concerning actions undertaken pursuant to this Order, beginning 30 days after the Effective Date until EPA's approval of the Final Report under Section XXVI, unless otherwise directed in writing by the OSC. These reports shall thereafter

be due by the 15th day of each succeeding month and shall describe all significant developments during the preceding month, including the Work performed and any problems encountered, validated final analytical data received during the reporting period and developments anticipated during the next reporting period, including a schedule of Work to be performed, anticipated problems and planned resolutions of past or anticipated problems.

b. Respondent shall submit 4 copies of all plans, reports or other submissions required by this Order or any approved workplan to be submitted to EPA. Upon written request by EPA and if feasible, Respondent shall submit such documents in electronic form.

c. Respondent shall, at least 30 days prior to its conveyance of any interest in real property at the Site, give written notice of this Order to the transferee and written notice of the proposed conveyance to EPA and the State. The notice to EPA and the State shall include the name and address of the transferee. Respondent shall require that the transferee provide access as described in Paragraph 42.

40. Final Report.

Within 90 days after receipt of all manifests, validated final analytical and QA/QC data and completion of the removal action required under this Order, except for any continuing obligations required by this Order (e.g., monitoring, source control measures operation, record retention and payment of Future Response Costs), Respondent shall submit for EPA review and approval a final report summarizing the actions taken to comply with this Order which shall include a final OMMP as required by Paragraph 38 ("Final Report"). The Final Report shall conform, at a minimum, with the requirements set forth in Section 300.165 of the NCP, 40 C.F.R. §300.165, entitled "OSC Reports." The Final Report shall include a good faith estimate of total costs or a statement of actual costs incurred in complying with this Order, a listing of quantities and types of materials removed off-Site or handled on-Site, a discussion of removal and disposal options considered for those materials, a listing of the ultimate destination(s) of those materials, a presentation of the final validated analytical results of all sampling and analyses performed and accompanying appendices containing all relevant documentation generated during the removal action (e.g.,

manifests, permits and certificates of disposal). The Final Report shall also include the following certification signed by a person who supervised or directed the preparation of the Final Report:

"Under penalty of law, I certify that, to the best of my knowledge, after appropriate inquiries of all relevant persons involved in the preparation of this report, the information submitted is true, accurate, and complete. I am aware there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations."

41. Off-Site Shipments.

a. Respondent shall, prior to the first off-Site shipment of Waste Material from the Site to an out-of-state waste management facility, provide written notification of such shipment and of any contemplated additional shipments to the appropriate state environmental official in the receiving facility's state and to the OSC. However, this notification requirement shall not apply to any off-Site shipment when the total volume of such shipment will not exceed 10 cubic yards.

(1) Respondent shall include in the written notification the following information: 1) the name and location of the facility to which the Waste Material is to be shipped; 2) the type and quantity of the Waste Material to be shipped; 3) the expected schedule for the shipment of the Waste Material; and 4) the method of transportation. Respondent shall notify the state in which the planned receiving facility is located of major changes in the shipment plan, such as a decision to ship the Waste Material to another facility within the same state, or to a facility in another state.

(2) The identity of any receiving facility and state will be determined by Respondent following the award of the contract for the removal action. Respondent shall provide the information required by subparagraph 41.a.i, above, as soon as practicable after the award of the contract and before the Waste Material is actually shipped.

b. Before shipping Waste Materials from the Site to an off-Site location, Respondent shall obtain EPA's certification that the proposed receiving facility is operating in compliance with the requirements of CERCLA Section 121(d)(3), 42 U.S.C. §9621(d)(3), and 40 C.F.R. §300.440. Respondent shall only send Waste Materials from the Site to an off-Site facility that complies with the requirements of the statutory provision and regulation cited in the preceding sentence.

IX. SITE ACCESS

42. Respondent shall provide access to those areas of the Site that it owns or is in possession of, which access is necessary to implement this Order. Such access shall be provided to EPA employees, contractors, agents, consultants, designees, representatives, and State representatives. These individuals shall be permitted to move freely at those areas of the Site that Respondent owns or is in possession of in order to conduct actions which EPA determines to be necessary.

43. Where the Work is to be performed in areas of the Site owned by or in possession of someone other than Respondent, Respondent shall use its best efforts to obtain all necessary access agreements within 30 days after the Effective Date or such longer period as otherwise specified or agreed to in writing by the OSC, by utilizing the form of access request correspondence and access agreement in Appendix 6. Respondent shall also offer each property owner from whom it seeks access at least \$4,000.00 as consideration for entering into an access agreement in the form included in Appendix 6. Such correspondence may be sent to the legal counsel of any property owner whose property is affected by the removal action required under this Order if represented by counsel. Respondent shall, as soon as reasonably practicable, notify EPA if, after using its best efforts, it is unable to obtain such agreements. Respondent shall describe in writing its efforts to obtain access and Respondent shall be deemed to have utilized its best efforts to obtain access with respect to any property owner if it sends the access correspondence and access agreement included in Appendix 6 to the affected property owner (or counsel, as appropriate) and offers compensation of at least \$4,000.00 as consideration for the property