

1 Alan J. Freisleben (State Bar No. 82008)
2 Richard A. Janisch (State Bar No. 134098)
3 **FREISLEBEN LAW GROUP LLP**
3151 Airway Avenue, Suite E 2
4 Costa Mesa, CA 92626
Telephone Number: (213) 234-9575, (714) 979-7605
5 Fax Number: (714) 979-7604
Email: Janisch@flg-llp.com, Freisleben@flg-llp.com

6 Attorneys for Petitioners
7 WAYNE C. AND MILLICENT J. TAM,
8 TRUSTEES OF TAM FAMILY TRUST

9 **STATE OF CALIFORNIA**

10 **STATE WATER RESOURCES CONTROL BOARD**

11
12 No.:

13 In the Matter of Los Angeles Regional Water Quality
14 Control Board Cleanup and Abatement Order No.
15 R4-2013-0099

**PETITION FOR REVIEW AND
REQUEST FOR HEARING**

**[REQUEST TO HOLD IN ABEYANCE
PENDING FURTHER NOTIFICATION]**

1 Pursuant to Water Code section 13320(a) and California Code of Regulations, title 23, section
2 2050 *et seq.*, Wayne C. and Millicent J. Tam, Trustees of Tam Family Trust (“Petitioners”)
3 respectfully petition the State Water Resources Control Board (“State Board”) for review of Cleanup
4 and Abatement Order No. R4-2013-0099 (“the Order”), dated July 30, 2013 and issued by the
5 Executive Officer of the Los Angeles Regional Water Quality Control Board (“Regional Board”)
6 with regard to the property located at 2015 West Chestnut Street, Alhambra, California (“the Site”).
7 A copy of the Order is attached hereto as Exhibit A.

8 **1. Name and Address of Petitioners**

9 Petitioners may be contacted through counsel of record:

10 Alan J. Freisleben
11 Richard A. Janisch
12 Freisleben Law Group
13 3151 Airway Ave., Suite E2
14 Costa Mesa, CA 92626
(213) 234-9575
(714) 979-7605
Janisch@flg-llp.com
Freisleben@flg-llp.com

15 **2. Specific Action or Inaction for Which this Petition for Review is Sought**

16 The Regional Board action for which this petition for review is filed concerns the issuance of
17 the Order requiring Petitioners to assess, clean up, and abate waste discharged to waters of the State
18 at the Site.

19 **3. Date the Regional Board Acted or Failed to Act**

20 The date of the Regional Board’s action which is subject to review is July 30, 2013, the date
21 the Order was signed and issued by the Executive Officer of the Regional Board via certified mail.

22 **4. Statement of Reasons the Action is Inappropriate and Improper**

23 The issuance of the Order was beyond the authority of the Regional Board, inappropriate,
24 improper, or not supported by the record, for the following reasons:

- 25 (a) The Order improperly names Petitioners as Dischargers, as Petitioners did not cause
26 or permit waste to be discharged or deposited where it has discharged to waters of the
27 state and has created, and continues to threaten to create, a condition of pollution or
28 nuisance.

- 1 (b) The Order fails to acknowledge that Petitioners, at most, should be designated as
2 “secondarily liable” parties, consistent with established State Board precedent holding
3 that a landowner should bear only “secondary” responsibility for a cleanup when, as
4 here: “(a) the [owner] did not in any way initiate or contribute to the actual discharge
5 of waste, (b) the [owner] does not have the legal right to carry out the cleanup unless
6 its tenant fails to do so, (c) the lease is for a long term, and (d) the site investigation
7 and cleanup are proceeding well.” *In re Prudential Insurance Company*, WQO No.
8 87-6 (holding “primarily for equitable reasons” initial responsibility for cleanup
9 should be with operator or party who create discharge), *citing In re Schmidl*, WQO
10 89-1 (same); *see also* WQO 93-9 (several factors “appropriate for the Regional Water
11 Boards to consider in determining whether a party should be held secondarily liable,”
12 include: (1) whether or not the party initiated or contributed to the discharge; and (2)
13 whether those parties who created or contributed to the discharge are proceeding with
14 the cleanup); WQO 87-6 (same); WQO 89-8 (same).
- 15 (c) The Order includes directives, findings of fact, and conclusions that are not supported
16 by, or are inconsistent with, substantial evidence in the record for the Site, as well as
17 surrounding areas and/or facilities.
- 18 (d) The Order fails to set forth legally sufficient grounds for requiring Petitioners to
19 complete “Required Actions” in the Order.
- 20 (e) The Order fails to identify or name additional Dischargers or potentially responsible
21 parties for the Site, and for completing “Required Actions” under the Order.
- 22 (f) The Order poses an unreasonable burden on Petitioners, both with regard to the
23 Required Action and the proposed time schedule.
- 24 (g) The Order fails to adequately account for the results of previous investigations or to
25 address Petitioners’ comments to the draft cleanup and abatement order and, as such,
26 Petitioners have been denied procedural and substantive due process rights, resulting
27 in substantial harm through the imposition of unjustified and inappropriate regulatory
28 requirements, costs, and/or the potential for civil liability.

1 **5. Petitioners Are Aggrieved**

2 Petitioners are aggrieved for the reasons set forth in paragraph 4, above. Additionally, the
3 Order will require Petitioners to incur substantial investigative, monitoring, cleanup, abatement, and
4 other costs, without adequate cause or justification.

5 **6. Petitioners' Requested Action by the State Board and Request to Hold Petition in**
6 **Abeyance**

7 Petitioners respectfully request the State Board determine that the Regional Board's action in
8 issuing the Order was inappropriate and improper, and to vacate the Order pursuant to this petition
9 and in accordance with applicable law.

10 Petitioners further request the State Board to hold in abeyance this petition for review and
11 request for hearing pending further discussions between Petitioners and the Regional Board.
12 Petitioners will notify the State Board if it intends to activate this petition. Petitioners reserve the
13 right to amend this petition and submit a detailed statement of points and authorities in the event this
14 petition is converted to active status.

15 **7. Statement of Points and Authorities**

16 Petitioners reserve the right to, and shall, submit a detailed statement of points and authorities
17 in the event this petition for review is activated.

18 **8. Statement of Transmittal of Petition to the Regional Board**

19 A true and correct copy of this petition for review was transmitted on behalf of Petitioners to
20 Samuel Unger, Executive Officer of the Regional Board via certified mail, on August 28, 2013.

21 **9. Substantive Issues Raised before the Regional Board**

22 Petitioners have not been afforded a meaningful opportunity to be heard on the substantive
23 issues set forth in the Order. Pending ongoing efforts to resolve disputed issues addressed herein
24 with Regional Board staff, Petitioners may be without an adequate remedy unless the State Board
25 grants this petition for review and a hearing with respect to the issues presented herein.

26 **10. Request for Hearing**

27 In the event Petitioners determine it is necessary to activate this petition for review,
28 Petitioners will request the State Board to schedule a hearing at the earliest feasible date. In

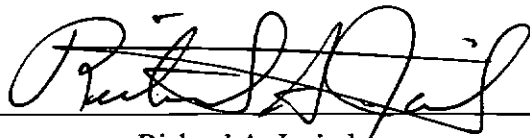
1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

connection with any such hearing, Petitioners reserve the right to present additional evidence or testimony to the State Board and will submit to the State Board, if appropriate, statements regarding evidence pursuant to Code of California Regulations, title 23, section 2050(a)-(b).

DATED: August 28, 2013

Respectfully submitted,

FREISLEBEN LAW GROUP LLP



Richard A. Janisch

Attorneys for Petitioners
WAYNE C. AND MILLICENT J. TAM, TRUSTEES OF
TAM FAMILY TRUST

Exhibit A

STATE OF CALIFORNIA
CALIFORNIA REGIONAL WATER QUALITY CONTROL BOARD
LOS ANGELES REGION

CLEANUP AND ABATEMENT ORDER NO. R4-2013-0099
REQUIRING

LSI CORPORATION (FORMER AGERE SYSTEMS), MR. WAYNE C. AND
MRS. MILLICENT J. TAM, AND THE TRIMAS CORPORATION
TO ASSESS, CLEAN UP, AND ABATE
WASTE DISCHARGED TO WATERS OF THE STATE
(PURSUANT TO CALIFORNIA WATER CODE SECTION 13304)

AT 2015 WEST CHESTNUT STREET,
ALHAMBRA, CALIFORNIA

(FILE NO. 115.0003)

This Cleanup and Abatement Order No. R4-2013-0099 (Order) is issued to LSI Corporation (Former Agere Systems), Mr. Wayne C. and Mrs. Millicent J. Tam, and the Trimas Corporation based on provisions of California Water Code sections 13304 and 13267, which authorize the Regional Water Quality Control Board, Los Angeles Region (Regional Board) to issue a Cleanup and Abatement Order and require the submittal of technical and monitoring reports.

The Regional Board finds that:

BACKGROUND

1. **Dischargers:** LSI Corporation (Former Agere Systems), Mr. Wayne C. and Mrs. Millicent J. Tam, and the Trimas Corporation, [hereinafter called Dischargers] are Responsible Parties (RPs) due to their: (a) past ownership of the property located at 2015 West Chestnut Street, Alhambra, California (Site) and/or (b) prior operations at the Site that resulted in the discharge of wastes, including chlorinated volatile organic compounds (VOCs), to the environment.

As detailed in this Order, the Dischargers have caused and permitted waste to be discharged or deposited where it has discharged and is, or probably will continue to be discharged into the waters of the state which creates a condition of pollution or nuisance.

2. **Location:** The Site is located at 2015 West Chestnut Street, between South Palm Avenue and South Raymond Avenue, in Alhambra. The current official address of the Site is 720 South Palm Avenue. The City of Alhambra lies adjacent to the Cities of South Pasadena and San Marino on the North, San Gabriel on the East, Monterey Park on the South, and the City of Los Angeles on the West. The Site is further described as being located within the United States Environmental Protection Agency (USEPA) superfund area designated as the Area 3 Operable Unit (Area 3 OU).

The Site is in an industrial area designated by the City of Alhambra. Attachment A, Figure 1, Site Vicinity Map, attached hereto and incorporated herein by reference, depicts the location of the Site. Additionally, Figure 2, Site Map, of Attachment A, also attached hereto and incorporated herein, depicts the Site and the surrounding area. The Site is located in an area that has been used historically as well as currently for commercial and industrial land use.

3. **Groundwater Basin:** The Site is located on the western edge of the Main San Gabriel Valley Groundwater Basin (MSGVGB) and is further described as being in the eastern Los Angeles County and includes the water-bearing sediments underlying most of the San Gabriel Valley and includes a portion of the upper Santa Ana Valley. The MSGVGB is bounded on the north by the Raymond fault and the contact between Quaternary sediments and consolidated basement rocks of the San Gabriel Mountains. Exposed consolidated rocks of the Repetto, Merced, and Puente Hills bound the basin on the south and west, and the Chino fault and the San Jose fault form the eastern boundary (DWR 1966). The Rio Hondo and San Gabriel drainages have their headwaters in the San Gabriel Mountains, then surface water flows southwest across the San Gabriel Valley and exit through the Whittier Narrows, a gap between the Merced and Puente Hills. Precipitation in the basin ranges from 15 to 31 inches, and averages around 19 inches.

The water-bearing formations of the MSGVGB are unconsolidated and semi-consolidated unconfined alluvial sediments that range in size from coarse gravel to fine-grained sands. Total thickness of water-bearing sediments ranges from about 300 feet to more than 2,000 feet. The depth to groundwater is present beneath the Site at approximately 185 feet bgs.

On a regional scale, the general groundwater flow in the Area 3 OU has been from the West to the East, however groundwater production in the Eastern portion of the Area 3 OU has resulted in a separation between the western and the eastern alluvial aquifers.

As set forth in the *Water Quality Control Plan* for the Los Angeles Region (Basin Plan), which was adopted on June 13, 1994, the Regional Board has designated beneficial uses for groundwater among which include Municipal and Domestic drinking water supplies (MUN) in the Main San Gabriel Basin and has established water quality objectives for the protection of these beneficial uses.

The existing beneficial uses designated by the Regional Board for Main San Gabriel Groundwater Basin are Municipal and Domestic Supply (MUN), Agricultural Supply (AGR), Ground Water Recharge (GWR), Water Contact Recreation (REC-1), Non-contact Water Recreation (REC-2), Warm Freshwater Habitat (WARM), Cold Freshwater Habitat (COLD), Wildlife Habitat (WILD), and Rare, Threatened, or Endangered Species (RARE).

SITE HISTORY

4. **Site Description and Activities:** The former Agere Systems facility (Site) is located on West Chestnut Street between South Palm Avenue and South Raymond Avenue in Alhambra. This area is designated as an industrial area by the City of Alhambra. The property is currently owned by Mr. Wayne C. Tam and Ms. Millicent J. Tam.

Prior to 1981, the Site was used for various industrial purposes. Aerial photographs indicate the site was occupied for industrial purposes as early as the 1950s. Sanborn Maps from the 1950s and 1960s indicate that Norris Thermador (approximately 1952-1966) conducted electric motor manufacturing, transformer manufacturing, and machine shop operations at the site.

Since late 1981, the Site has been occupied by electronic and laser optics equipment manufacturing businesses.

5. **Property Ownership and Leasehold Information:** Based on the information submitted to the Regional Board, and clarified by the Dischargers, the property has the following property ownership and leasehold history, as summarized in Table 1 below:

Table 1 - Site Ownership and Leasehold History

APPROXIMATE PERIOD	OWNER/ OPERATOR	MANUFACTURING OPERATION	CURRENT SUCCESSOR
1954 to 1979	Norris Thermador	electric motor manufacturing, transformer manufacturing, and machine shop operations	Trimas ^a
1979-1980	City of Alhambra	None	None ^a
1980	Wayne C. Tam and Millicent J. Tam	Leasing Property	None ^b
1981-2000	Ortel /Lucent/Agere System, Inc. ^d	laser optics equipment; integrated circuit components	LSI Corporation ^{c,d,e,f}
2000-2003	Lucent/Agere System, Inc. ^d	laser optics equipment; integrated circuit components	LSI Corporation ^{c,d,e,f,g}

- a) Norris Thermador owned the facility/Site from 1954 until 1979 when the City of Alhambra Redevelopment Agency took the property through eminent domain.
- b) In 1980, Wayne C. Tam and Millicent J. Tam bought the property from the City of Alhambra.
- c) In December 1981, Ortel began to occupy the property, and used the facility on the property for office space, warehousing, and manufacturing laser optics equipment for telecommunications.
- d) In June 2000, Lucent Technologies, Inc. acquired Ortel.
- e) On August 1, 2000, Agere Systems, Inc. was incorporated in Delaware, as a wholly-owned subsidiary of Lucent Technologies, Inc. Ortel Corporation was subsequently transferred to Agere Systems, Inc., an integrated circuit components company based in Allentown, Pennsylvania.
- f) On December 5, 2000, pursuant to a Certificate of Merger, Agere Systems, Inc. was merged into Lucent ME. Corp, a company incorporated in Delaware on August 1, 2000. The name of the surviving corporation was, as of that date, changed to Agere Systems, Inc.
- g) On April 2, 2007, Agere Systems, Inc. and LSI Logic Corporation merged and operated under a new name LSI Corporation.

6. **Chemical Usage and Storage during Manufacturing Operations at the Site:** Historical records indicate that this property was used for several, independent industrial operations. Records also indicate that Buildings I through IV on the property were constructed in 1981:

- a. **Building I – 2015 West Chestnut:** This area was formerly occupied by “Santon Reed Company” (approximately 1950s through 1960s) and operated as a contractor’s storage yard. In 1981, the building was used for wafer fabrication and for office use. Since 2001, hazardous wastes have been stored in a segregated area in the northern “renovated” portion of this building.
- b. **Building II – 2001 West Chestnut:** Three businesses operated in this area: “Roton Manufacturing” (approximately 1946 through 1950s) manufactured electric motors; “Thermador Electrical” (approximately 1958 through 1966) manufactured transformers; and “Spatron Inc.” (through the 1970s) operations are unknown. Ortel first occupied portions of this building in 1985. In 1990, the building housed manufacturing, light assembly and offices. From 1990 through 2001, all hazardous waste was stored in an outside storage area immediately located to the north of this building. 1,1,1-trichloroethane (TCA) was used at the site from approximately 1985 through 1990 as a degreaser. The TCA was stored in a 200-gallon above ground storage tank (AST) located north of this building. Vapo-Kleen and Ensolve were used to clean circuit boards and laser equipment in the vapor degreaser room, located in the northern portion of the

Building II. From 1990 through 1995, this building included one vapor degreaser and in 1995 the facility added 2 additional vapor degreasers.

- c. **Building III – 706 South Palm:** Three separate businesses operated here: “Alhambra Machine & Tool (approximately 1950 through the late 1970s) operated a small machine shop; “West Coast Refinisher” (approximately 1970s), operations are unknown; and “House of Rubber” (approximately 1970s), operations are also unknown. During the period from 1990 to 1992, the building was used for engineering, research and development and office operations.
- d. **Building IV – 707 South Raymond:** This was a residential area from approximately 1925 through 1980. This location is also believed to have been used for the assembly of speakers. This location was used for shipping, receiving, a small machine shop operation, manufacturing of equipment used in the facility, and break and exercise rooms.
- e. **710 South Palm Avenue:** Based on a review of Los Angeles County Department of Health Services (DOHS) historical records, Sam Yocum, Inc. was an occupant who in 1971 applied to install a degreaser (2.5 feet x 6 feet) in which tetrachloroethylene (PCE) would be used. Sam Yocum, Inc. was a welding and metal fabrication plant that appears to have been at this location at least until 1976.

EVIDENCE OF WASTE DISCHARGES AND BASIS FOR SECTION 13304 ORDER

7. **Waste Discharges:** Site investigations conducted at the Site since 2000 indicate that there were waste discharges to the soil and groundwater at the Site. The Site investigations reveal that VOCs have been detected in the subsurface soil, soil vapor, and groundwater underlying the Site.
 - a. The initial subsurface investigation was conducted in May 2000 pursuant to information obtained from a Regional Board section 13267 Order requiring the submittal of a Chemical Use and Storage Questionnaire. A total of 17 soil vapor probes, SV1 through SV17, were installed at 5 feet below ground surface (bgs) and at 15 feet bgs. The probes were placed adjacent to the areas of concern, namely: i) a former above ground storage tank, AST, (SV12 through SV16), (ii) the degreasers (SV1 and SV11), (iii) the sump, (iv) the chemical storage area (SV2 through SV9), and (v) the sewer vault (SV17). The results of the soil vapor sampling indicated the presence of trichloroethylene (TCE), PCE, 1,1-dichloroethene (1,1-DCE), Freon, benzene, toluene, and xylenes (components of gasoline). The primary VOC detected was TCE at concentrations ranging from less than one (<1) microgram per liter ($\mu\text{g/L}$) to 31 $\mu\text{g/L}$ (SV11 at 5 feet bgs). On June 7, 2000, soil vapor probes SV1, SV11, and SV12 were re-sampled. The results again indicated the presence of TCE, PCE, 1,1-DCE, Freon, and gasoline components toluene and (total) xylenes. The primary VOC detected was TCE at concentrations ranging from 43 $\mu\text{g/L}$ (collected from SV12 at 5 feet bgs) to 180 $\mu\text{g/L}$ (collected from SV11 at 5 feet bgs).
 - b. Further soil assessment was conducted in October 2000. This phase of work included the installation and sampling of six multi-depth soil vapor monitoring wells: VW1-A, VW1-B, and VW2 through VW5. The probes were placed in the area of the former AST and degreasers, (Figure 2, Site Plan). A total of 15 soil vapor samples were collected from probes placed at 10 feet bgs to 105 feet bgs. TCE was detected in the soil vapor samples at concentrations ranging from 3 $\mu\text{g/L}$ (VW2) to 1,500 $\mu\text{g/L}$ (VW1-B). The highest concentration of TCE was detected in the soil vapor sample collected from vapor sample probe VW1- B at 85-foot bgs, a nested soil vapor monitoring well (angled well) located near the former degreaser.

- c. On June 13, 2001 a multi-depth soil vapor well (VMPW), designated as "VW6" was installed in a soil boring to a depth of approximately 202 feet bgs. This well was located in the immediate area of the former degreaser. Soil vapor probes were placed at 120-, 140-, 160-, 180-, and 200-foot bgs. Soil vapor sample collection at VW6 was conducted on August 7, 2001. TCE was the primary VOC detected in the samples ranging from 1,100 µg/L (VW6 at 120 feet bgs) to 140 µg/L (VW6 at 200 feet bgs (Figure 2, Site Plan).
- d. Three groundwater-monitoring wells, EMW-1, EMW2, and EMW-3 have been installed onsite. The first groundwater well installed at the Site, EMW-1, was sampled on August, 29, 2005 (Figure 3, Ground Water Elevation Contour Map). The depth to groundwater was measured at approximately 187 feet bgs. Soil samples were collected at approximately 180 feet bgs and 190 feet bgs for VOC analysis. The results of the analysis indicated the presence of TCE at 283 micrograms per kilogram (µg/kg) at 80 feet bgs. An initial groundwater sample was collected and analyzed for VOCs, and screened for the emergent chemicals 1,4-dioxane and 1,2,3-trichloropropane (1,2,3-TCP). Concentrations of TCE were detected in the groundwater sample at 1,700 µg/L, 1,2,3-TCP at 9.1 nanograms per liter (ng/L), and 1,4-dioxane at 0.002 µg/L. The California Maximum Contaminant Level (MCL) for TCE is 5 µg/L. There are no established MCLs for 1,2,3-TCP and 1,4-dioxane, but the California Department of Public Health (CDPH) has adopted drinking water notification levels (NLs) of 5 (ng/L and 1.0 µg/L for 1,2,3-TCP and 1,4-dioxane, respectively (Table 2. Summary of Groundwater Analytical Results).

Groundwater monitoring wells, EMW-2 and EMW-3 were installed in November 2006. The wells were sampled on November 30, 2006. Results of VOCs of the groundwater analysis remained relatively consistent through the sampling periods for wells EMW-1 through EMW-3: 1,1 dichloroethane (1,1-DCE) at levels ranging from less than (<) 40 µg/L to 29 µg/L; cis-1,2-dichloroethene (cis - 1,2-DCE) at levels ranging from < 1 µg/L to 28 µg/L; PCE at levels ranging from < 40 µg/L to 46 µg/L; and TCE at levels ranging from 30 µg/L to 3,200 µg/L. Concentrations of 1,2,3-TCP were consistently detected in monitoring well EMW-1 at levels ranging from 6 ng/L to 14 ng/L. Concentrations of 1,2,3-TCP were not detected in monitoring well EMW-3 and only in three of ten sampling events in monitoring well EMW-2 (6.2 ng/L, 8.3 ng/L, and 9.1 ng/L). Concentrations of 1,4-dioxane were detected in the groundwater samples collected from monitoring well EMW-1 at levels ranging from 2 µg/L to 8 µg/L. Two sampling events for monitoring wells EMW-2 and EMW-3 did not yield detectable concentrations of 1,4-dioxane (Table 2. Summary of Groundwater Analytical Results).

- e. Groundwater sampling results from May 2011 indicate that the maximum concentrations of TCE were detected at 1,900 µg/L (in EMW-2), and 1,2,3-TCP at 6 ng/L (in EMW-1).
- f. The general groundwater flow direction is to the southeast with a hydraulic gradient of 0.03 foot/foot (Figure 3. Groundwater Elevation Contour Map).
- g. The emergent chemicals, 1,4-dioxane and 1,2,3-TCP are known chlorinated solvent stabilizer ingredients. According to the Regional Board records, the Dischargers have screened the groundwater samples for 1,4-dioxane and 1,2,3-TCP using USEPA Method 8270C and USEPA Method 524.5, respectively. The California NLs for 1,4-dioxane and 1,2,3-TCP in groundwater is 1 µg/L and 0.005 µg/L (or 5 nanograms per liter), respectively. The maximum concentration of 1,2,3-TCP detected in the groundwater samples collected from EMW-1 were measured at levels up to 14 ng/L. The maximum concentration of 1,4-dioxane measured in the groundwater samples collected from EMW-1 was 8 µg/L.

- h. The waste constituents present at the Site include TCE in the groundwater, collected from EMW-2 at concentrations detected as high as 3,200 µg/L.
- 8. **Source Elimination and Remediation Status:** No remediation or cleanup has occurred on-site.
- 9. **Summary of Findings from Site Investigations**

Based on the technical reports and records contained in the Regional Board files pertaining to the Site history and the discharge, detection, and distribution of wastes on the Site and its vicinity:

- a. The Dischargers have stored, used, and/or discharged VOCs, including TCE and various solvent stabilizers, on the Site. Elevated levels of TCE and other waste constituents have been detected in soil vapor, soil, and groundwater beneath the Site, especially near the former degreaser and in the vicinity of Building II, Figure 2. Site Plan.
- b. The sources for the evidence summarized above include, but are not limited to:
 - i. Various technical reports and documents submitted by the Dischargers or their representatives to USEPA and the Regional Board to date.
 - ii. Site inspections, meetings, regulatory letters, electronic mails, and telephone communications between USEPA and the Regional Board, and the Dischargers or their representatives to date.
- 10. **Regulatory Compliance Status:** Prior to issuance of this Order, the Dischargers complied with all Orders issued pursuant to the California Water Code section 13267.
- 11. **Impairment of Drinking Water Wells:** The Regional Board has the authority to require the Dischargers and other dischargers to pay for or provide uninterrupted replacement water service to each affected public water supplier or private well owner in accordance with Water Code section 13304.
- 12. **Sources of Information:** The sources for the evidence summarized above include but are not limited to: reports and other documentation in Regional Board files, telephone calls and e-mail communication with responsible parties, their attorneys and consultants, and Site visits.

AUTHORITY - LEGAL REQUIREMENTS

- 13. Section 13304(a) of the Water Code provides that:

"Any person who has discharged or discharges waste into the waters of this state in violation of any waste discharge requirements or other order or prohibition issued by a regional board or the state board, or who has caused or permitted, causes or permits, or threatens to cause or permit any waste to be discharged or deposited where it is, or probably will be, discharged into the waters of the state and creates, or threatens to create, a condition of pollution or nuisance, shall upon order of the regional board cleanup the waste or abate the effects of the waste, or, in the case of threatened pollution or nuisance, take other necessary remedial action, including, but not limited to, overseeing cleanup and abatement efforts. A cleanup or abatement order issued by the state board or a regional board may require the provision of, or payment for, uninterrupted replacement water service, which may include wellhead treatment, to each affected public water supplier or private well owner. Upon failure of any person to comply with the cleanup and abatement order, the Attorney General, at the

request of the regional board, shall petition the superior court for that county for the issuance of an injunction requiring the person to comply with the order. In the suit, the court shall have jurisdiction to grant a prohibitory or mandatory injunction, either preliminary or permanent, as the facts may warrant."

14. Section 13304(c)(1) of the California Water Code provides that:

"... the person or persons who discharged the waste, discharges the waste, or threatened to cause or permit the discharge of the waste within the meaning of subdivision (a), are liable to that government agency to the extent of the reasonable costs actually incurred in cleaning up the waste, abating the effects of the waste, supervising cleanup or abatement activities, or taking other remedial actions. ..."

15. Section 13267(b)(1) of the California Water Code provides that:

"In conducting an investigation..., the regional board may require that any person who has discharged, discharges, or is suspected of having discharged or, discharging, or who proposes to discharge waste within its region . . . shall furnish, under penalty of perjury, technical or monitoring program reports which the regional board requires. The burden, including costs, of these reports shall bear a reasonable relationship to the need for the report and the benefits to be obtained from the reports. In requiring those reports, the regional board shall provide the person with a written explanation with regard to the need for the reports, and shall identify the evidence that supports requiring that person to provide the reports."

16. The State Water Resources Control Board (hereafter State Board) has adopted Resolution No. 92-49, the *Policies and Procedures for Investigation and Cleanup and Abatement of Discharges Under Water Code Section 13304*. This Policy sets forth the policies and procedures to be used during an investigation and cleanup of a polluted site and requires that cleanup levels be consistent with State Water Resources Control Board Resolution 68-16, the *Statement of Policy With Respect to Maintaining High Quality of Waters in California*. Resolution 92-49 and the Basin Plan establish the cleanup levels to be achieved. Resolution 92-49 requires the waste to be cleaned up to background, or if that is not reasonable, to an alternative level that is the most stringent level that is economically and technologically feasible in accordance with Title 23, California Code of Regulations (CCR) Section 2550.4. Any alternative cleanup level to background must (1) be consistent with the maximum benefit to the people of the state; (2) not unreasonably affect present and anticipated beneficial use of such water; and (3) not result in water quality less than that prescribed in the Basin Plan and applicable Water Quality Control Plans and Policies of the State Board.
17. As set forth in the Water Quality Control Plan for the Los Angeles Region (Basin Plan), which was adopted on June 13, 1994, the Regional Board has designated beneficial uses for groundwater in the Main San Gabriel Basin and has established water quality objectives for the protection of these beneficial uses. The existing beneficial uses designated by the Regional Board for the Main San Gabriel Groundwater Basin are Municipal and Domestic Supply (MUN), Industrial Service Supply (IND), Industrial Process Supply (PROC), and Agricultural Supply (AGR). Water quality objectives that apply to the groundwater at the Site include the state MCLs. The California and USEPA established MCL's for TCE and PCE is 5 µg/L. TCE, PCE and other VOCs and waste constituents discharged at the Site constitute "waste" as defined in Water Code section 13050(d).

The concentrations of both PCE and TCE in groundwater at the Site exceed the water quality objectives for the wastes. The exceedance of applicable water quality objectives in the Basin Plan constitutes pollution as defined in California Water Code Section 13050(1)(1). The wastes detected in groundwater, soil matrix and vapor at the Site threaten to cause pollution, including contamination,

and nuisance.

DISCHARGER LIABILITY

18. As described in Findings of this Order, the Dischargers are subject to an order pursuant to Water Code section 13304 because the Dischargers have caused or permitted waste to be discharged or deposited where it has discharged to waters of the state and has created, and continues to threaten to create, a condition of pollution or nuisance. The condition of pollution is a priority violation and issuance or adoption of a cleanup or abatement order pursuant to Water Code Section 13304 is appropriate and consistent with policies of the Regional Board.
19. Due to the activities described in this Order, the Dischargers have caused or permitted wastes, including VOCs, particularly TCE and PCE, to be discharged or deposited where the wastes are, or probably will be discharged into the waters of the State which creates a condition of pollution or nuisance. The Dischargers have caused or permitted VOCs, particularly TCE and PCE, to be discharged or deposited where the wastes are or probably will pose a potential human health threat to occupants of the building onsite through direct contact exposure to contaminated soil and/or groundwater or through vapor intrusion into indoor air. The Dischargers, as the former operators of historical facilities on the property and the owners of the property, are responsible for complying with this Order.
20. This Order requires investigation and cleanup of the Site in compliance with the Water Code, the applicable Basin Plan, Resolution 92-49, and other applicable plans, policies, and regulations.
21. As described in Findings in this Order, the Dischargers are subject to an order pursuant to Water Code section 13267 to submit technical reports because existing data and information about the Site indicate that waste has been discharged, is discharging, or is suspected of discharging, at the property, which is or was owned and/or operated by the Dischargers named in this Order, LSI Corporation (Former Agere Systems), Mr. Wayne C. and Mrs. Millicent J. Tam, and the Trimas Corporation, their agents, successors, and assigns. The technical reports required by this Order are necessary to assure compliance with Section 13304 of the Water Code, including to adequately assess and cleanup the Site to protect the beneficial uses of waters of the state, to protect against nuisance, and to protect human health and the environment.

CONCLUSIONS

22. The Regional Board is declining to name additional potentially responsible parties (PRPs) for the Site in this Order at this time. Substantial evidence indicates that the Dischargers caused or permitted waste to be discharged into waters of the state and are therefore appropriately named as responsible parties in this Order. The Regional Board will continue to investigate whether additional PRPs caused or permitted the discharge of waste at the Site and whether these or other persons should be named as additional responsible parties to this Order. The Regional Board may amend this Order or issue a separate order or orders in the future as a result of this investigation and as more information becomes available. Although investigation concerning additional PRPs is ongoing, the Regional Board desires to issue this Order as waiting will only delay remediation of the Site.
23. Issuance of this Order is being taken for the protection of the environment and as such is exempt from provisions of the California Environmental Quality Act (CEQA) (Public Resources Code section 21000 et seq.) in accordance with California Code of Regulations, title 14, sections 15061(b)(3), 15306, 15307, 15308, and 15321. This Order generally requires the Dischargers to submit plans for approval prior to implementation of cleanup activities at the Site. Mere submittal of plans is exempt from CEQA as submittal will not cause a direct or indirect physical change in the environment and/or

is an activity that cannot possibly have a significant effect on the environment. CEQA review at this time would be premature and speculative, as there is simply not enough information concerning the Dischargers' proposed remedial activities and possible associated environmental impacts. If the Regional Board determines that implementation of any plan required by this Order will have a significant effect on the environment, the Regional Board will conduct the necessary and appropriate environmental review prior to Executive Officer's approval of the applicable plan.

24. Pursuant to section 13304 of the California Water Code, the Regional Board may seek reimbursement for all reasonable costs to oversee cleanup of such waste, abatement of the effects thereof, or other remedial action.
25. Any person aggrieved by this action of the Regional Water Board may petition the State Water Board to review the action in accordance with Water Code section 13320 and California Code of Regulations, title 23, sections 2050 and following. The State Water Board must receive the petition by 5:00 p.m., 30 days after the date of this Order, except that if the thirtieth day following the date of this Order falls on a Saturday, Sunday, or state holiday, the petition must be received by the State Water Board by 5:00 p.m. on the next business day. Copies of the law and regulations applicable to filing petitions may be found on the Internet at:

http://www.waterboards.ca.gov/public_notices/petitions/water_quality

or will be provided upon request.

REQUIRED ACTIONS

THEREFORE, IT IS HEREBY ORDERED, pursuant to section 13304 and 13267 of the California Water Code, that the Dischargers shall investigate, cleanup the waste and abate the effects of waste forthwith discharging at and from 2015 West Chestnut Street, between South Palm Avenue and South Raymond Avenue, in Alhambra, California. "Forthwith" means as soon as reasonably possible, but in any event no later than the compliance dates below. More specifically, the Dischargers shall:

1. **Develop and update a Site Conceptual Model:** The Site Conceptual Model (SCM) should include a written presentation with graphic illustrations of discharge scenario, geology and hydrogeology, waste fate and transport in soil matrix, soil gas and groundwater, distribution of wastes, exposure pathways, sensitive receptors and other relevant information. The SCM shall be constructed based upon actual data collected from the former Agere site and any other nearby sites that add to the accuracy of the SCM.

The SCM shall include a preliminary human health risk assessment (HHRA), considering all waste constituents in the soil matrix, soil gas and groundwater, all exposure pathways and sensitive receptors. The SCM shall be updated and submitted upon request by the Regional Board as new information becomes available.

If interpretation of the SCM suggests that assessment, characterization and delineation of waste constituents is incomplete, you shall prepare and submit a work plan to complete assessment and characterization of VOCs and other potential waste constituents in soil vapor, soil matrix and groundwater and to fully delineate the vertical and lateral extent of wastes in the soil and groundwater onsite and offsite as set forth in paragraph 2.

The due date for the first SCM is included in Attachment B, Time Schedule.

2. **Indoor Air Sampling:** Conduct indoor air sampling at various locations inside the buildings located on the Site, and completely delineate as appropriate to assess human health threat posed to the occupants of the buildings from potential vapor intrusion as result of volatilization of VOCs from the underlying impacted soil. Air samples should be collected in Summa canisters, and analyzed for VOCs using USEPA Method TO-15 by a State certified laboratory.

Air sample results shall be compared to the California Human Health Screening Levels (CHHSLs) for indoor air to evaluate the threat posed by the potential vapor intrusion to human health. Both indoor and outdoor ambient air data shall be collected in accordance with the California EPA/Department of Toxic Substances Control (DTSC) 2011, *Guidance for the Evaluation and Mitigation of Subsurface Vapor Intrusion to Indoor Air*, October, 2011.

Before implementing the indoor air sampling, you shall prepare and submit a work plan to the Regional Board for review and approval by the due date included in Attachment B, Time Schedule.

3. **Develop and Submit a Site Assessment Work Plan to Assess, Characterize and Delineate the Extent of Wastes in Soil and Groundwater:**
 - a. Fully assess and characterize the vertical and horizontal extent of wastes onsite and offsite in the soil matrix and soil vapor including VOCs, such as TCE and PCE.
 - b. Identify the locations of all waste sources at the Site such as USTs, clarifiers, sumps, and other sources to allow for full assessment of the extent of waste discharged at the Site.
 - c. Update the current concentrations of waste constituents in the soil vapor by conducting a site-wide soil vapor survey.
 - d. Include a time schedule for implementation of the Site Assessment Work Plan within the Plan.
 - e. Upon Executive Officer approval of the Site Assessment Work Plan(s), you shall implement the Site Assessment Work Plan in accordance with the approved time schedule.
 - f. Completion of the site assessment may require multiple work plans.
4. **Conduct Remedial Action:** Implement a cleanup and abatement program for the cleanup of wastes in the soil and soil vapor and the abatement of the effects of the discharges of waste on beneficial uses of water. Specifically, you shall:
 - A. Develop a comprehensive Remedial Action Plan (RAP) for cleanup of wastes in the soil and soil vapor, originating from the Site and submit it for Regional Board review and approval. Groundwater cleanup will be addressed under the USEPA Superfund program. The RAP shall include, at a minimum:
 - i. Preliminary cleanup goals for soil and groundwater in compliance with State Water Board Resolution 92-49 (*"Policies and Procedures for Investigation and Cleanup and Abatement of Discharges Under Water Code Section 13304"*). Resolution 92-49, Section III.G. requires cleanup to background, unless that is not reasonable. Alternative cleanup levels to background must comply with California Code of Regulations, Title 23, sections 2550.4, and be consistent with maximum benefit to the people of the state, protect beneficial uses, and

result in compliance with the Basin Plan. Alternative cleanup levels for groundwater shall not exceed water quality objectives in the Basin Plan, including California's MCLs and Notification Levels for drinking water as established by the State Department of Public Health. Alternative cleanup levels for soil and soil vapor shall not exceed levels that will result in groundwater exceeding water quality objectives in the Basin Plan, including California's MCLs and NLs for drinking water as established by the State Department of Public Health.

- ii. Discussion of the technology(ies) proposed for remediation of soil matrix and the soil vapor.
- iii. Description of the selection criteria for choosing the proposed method over other potential remedial options. Discuss the technical merit, suitability of the selected method under the given site conditions and waste constituents present, economic and temporal feasibility, and immediate and/or future beneficial results.
- iv. Estimation of cumulative mass of wastes to be removed with the selected method. Include all calculations and methodology used to obtain this estimate.
- v. A proposed time schedule for completion of the remedial action plan.

The following information shall be considered when establishing preliminary cleanup goals:

- a. Soil cleanup levels set forth in the Regional Board's *Interim Site Assessment and Cleanup Guidebook*, May 1996.
- b. Human health protection levels set forth in the current USEPA Region IX's Regional Screening levels (RSLs)
- c. Protection from vapor intrusion and protection of indoor air quality based on the California EPA's January 2005 (or later version) *Use of Human Health Screening Levels (CHHSLs) in Evaluation of Contaminated Properties*. Soil vapor sampling requirements are stated in the Department of Toxic Substances Control (DTSC) and Regional Board January 2003 *Advisory - Active Soil Gas Investigations*, and the DTSC February 2005 (or latest version) *Guidance for the Evaluation and Mitigation of Subsurface Vapor Intrusion to Indoor Air*.

Revisions to or additional RAPs may be needed if the implemented remedial measure does not completely achieve all Site cleanup goals.

- B. Upon Regional Board approval of the Remedial Action Plan(s), you shall implement the RAP in accordance with the approved time schedule.
 - C. You shall submit quarterly remediation progress reports to this Regional Board as set forth in the Monitoring and Reporting Program (Attachment C). The quarterly remediation progress reports shall document all performance data associated with the operating systems.
5. **Conduct Groundwater Monitoring:** Implement a groundwater monitoring program as set forth in the Monitoring and Reporting Program (Attachment C). The next groundwater monitoring report shall be due by the due date included in Attachment B, Time Schedule.

6. **Time Schedule:** The Dischargers shall submit all required work plans and reports and complete work within the time schedule listed in Attachment B attached hereto and incorporated herein by reference, which may be revised by the Executive Officer without revising this Order.
7. The Regional Board's authorized representative(s) shall be allowed:
 - a. Entry upon premises where a regulated facility or activity is located, conducted, or where records are stored, under the conditions of this Order.
 - b. Access to copy any records that are stored under the conditions of this Order.
 - c. Access to inspect any facility, equipment (including monitoring and control equipment), practices, or operations regulated or required under this Order.
 - d. The right to photograph, sample, and monitor the Site for the purpose of ensuring compliance with this Order, or as otherwise authorized by the California Water Code.
8. **Contractor/Consultant Qualification:** As required by the California Business and Professions Code Sections 6735, 7835, and 7835.1, all reports shall be prepared by, or under the supervision of, a California registered professional engineer or geologist and signed by the registered professional. All technical reports submitted by the Dischargers shall include a statement signed by the authorized representative certifying under penalty of law that the representative has examined and is familiar with the report and that to his knowledge, the report is true, complete, and accurate. All technical documents shall be signed by and stamped with the seal of the above-mentioned qualified professionals that reflects a license expiration date.
9. This Order is not intended to permit or allow the Dischargers to cease any work required by any other Order issued by the Regional Board, nor shall it be used as a reason to stop or redirect any investigation or cleanup or remediation programs ordered by the Regional Board or any other agency. Furthermore, this Order does not exempt the Dischargers from compliance with any other laws, regulations, or ordinances which may be applicable, nor does it legalize these waste treatment and disposal facilities, and it leaves unaffected any further restrictions on those facilities which may be contained in other statutes or required by other agencies.
10. The Dischargers shall submit a 30-day advance notice to the Regional Board of any planned changes in name, ownership, or control of the Site and shall provide a 30-day advance notice of any planned physical changes to the Site that may affect compliance with this Order. In the event of a change in ownership or operator, the Dischargers also shall provide a 30-day advance notice, by letter, to the succeeding owner/operator of the existence of this Order, and shall submit a copy of this advance notice to the Regional Board.
11. Abandonment of any groundwater well(s) at the Site must be approved by and reported to the Executive Officer at least 30 days in advance. Any groundwater wells removed must be replaced within a reasonable time, at a location approved by the Executive Officer. With written justification, the Executive Officer may approve the abandonment of groundwater wells without replacement. When a well is removed, all work shall be completed in accordance with California Department of Water Resources Bulletin 74-90, "California Well Standards," Monitoring Well Standards Chapter, Part III, Sections 16-19.

12. In the event compliance cannot be achieved within the terms of this Order, the Dischargers have the opportunity to request, in writing, an extension of the time specified. The extension request shall include an explanation why the specified date could not or will not be met and justification for the requested period of extension. Any extension request shall be submitted as soon as the situation is recognized and no later than the compliance date. Extension requests not approved in writing with reference to this Order are denied.
13. Reference herein to determinations and considerations to be made by the Regional Board regarding the terms of the Order shall be made by the Executive Officer. Decisions and directives made by the Executive Officer in regards to this Order shall be as if made by the Regional Board.
14. The Regional Board, through its Executive Officer, may revise this Order as additional information becomes available. Upon request by the Dischargers, and for good cause shown, the Executive Officer may defer, delete or extend the date of compliance for any action required of the Dischargers under this Order. The authority of the Regional Board, as contained in the California Water Code, to order investigation and cleanup, in addition to that described herein, is in no way limited by this Order.
15. Continue any remediation or monitoring activities until such time as the Regional Board determines that sufficient cleanup has been accomplished and this Order has been rescinded.
16. Reimburse the Regional Board for reasonable costs associated with oversight of the investigation and cleanup of the Site soils and groundwater emanating from the Site. Provide the Regional Board with the name or names and contact information for the person to be provided billing statements from the State Water Resources Control Board.
17. A Public Participation Plan shall be prepared and/or updated when directed by the Executive Officer as necessary to reflect the degree of public interest in the investigation and cleanup process.
18. The Regional Board, under the authority given by Water Code section 13267(b)(1), requires you to include a perjury statement in all reports submitted under this Order. The perjury statement shall be signed by a senior authorized representative (not by a consultant). The perjury statement shall be in the following format:

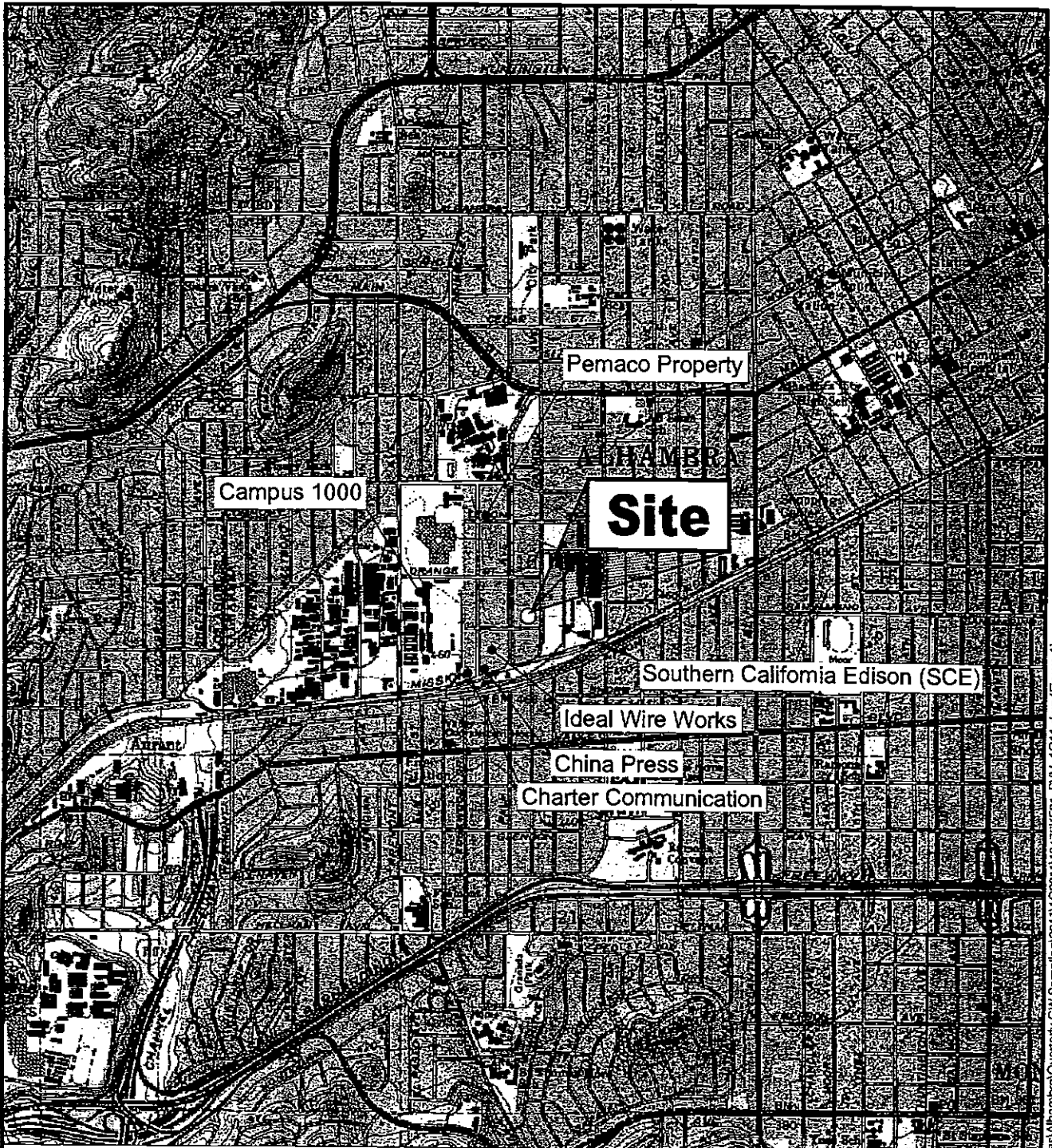
“I, [NAME], certify under penalty of law that this document and all attachments were prepared by me, or under my direction or supervision, in accordance with a system designed to assure that qualified personnel properly gathered and evaluated the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations.”
19. The State Water Board adopted regulations requiring the electronic submittals of information over the internet using the State Water Board GeoTracker data management system. You are required not only to submit hard copy reports required in this Order, but also to comply by uploading all reports and correspondence prepared to date on to the GeoTracker data management system. The text of the regulations can be found at the URL:

http://www.waterboards.ca.gov/ust/cleanup/electronic_reporting/docs/final_electronic_regs_dec04.pdf

20. Failure to comply with the terms or conditions of this Order may result in imposition of civil liabilities, imposed either administratively by the Regional Board or judicially by the Superior Court in accordance with sections 13268, 13304, 13308, and/or 13350 of the California Water Code, and/or referral to the Attorney General of the State of California.
21. None of the obligations imposed by this Order on the Dischargers are intended to constitute a debt, damage claim, penalty or other civil action which should be limited or discharged in a bankruptcy proceeding. All obligations are imposed pursuant to the police powers of the State of California intended to protect the public health, safety, welfare, and environment.

Ordered by: Samuel Unger
Samuel Unger, P.E.
Executive Officer

Date: July 30, 2013



Map Created with TOPO! (tm) (c)2001 National Geographic Holdings (www.topo.com)
 0 1/2 1 MILE
 2000 0 2000 4000 FEET
 CONTOUR INTERVAL 20 FEET
 NATIONAL GEODETTIC VERTICAL DATUM OF 1929
 SCALE 1:24000

SOURCE:
 U.S.G.S. 7.5 minute series (topographic)
 Los Angeles Quadrangle, version 1991, current as 1994
 El Monte Quadrangle, version 1991, current as 1994



ENVIRON

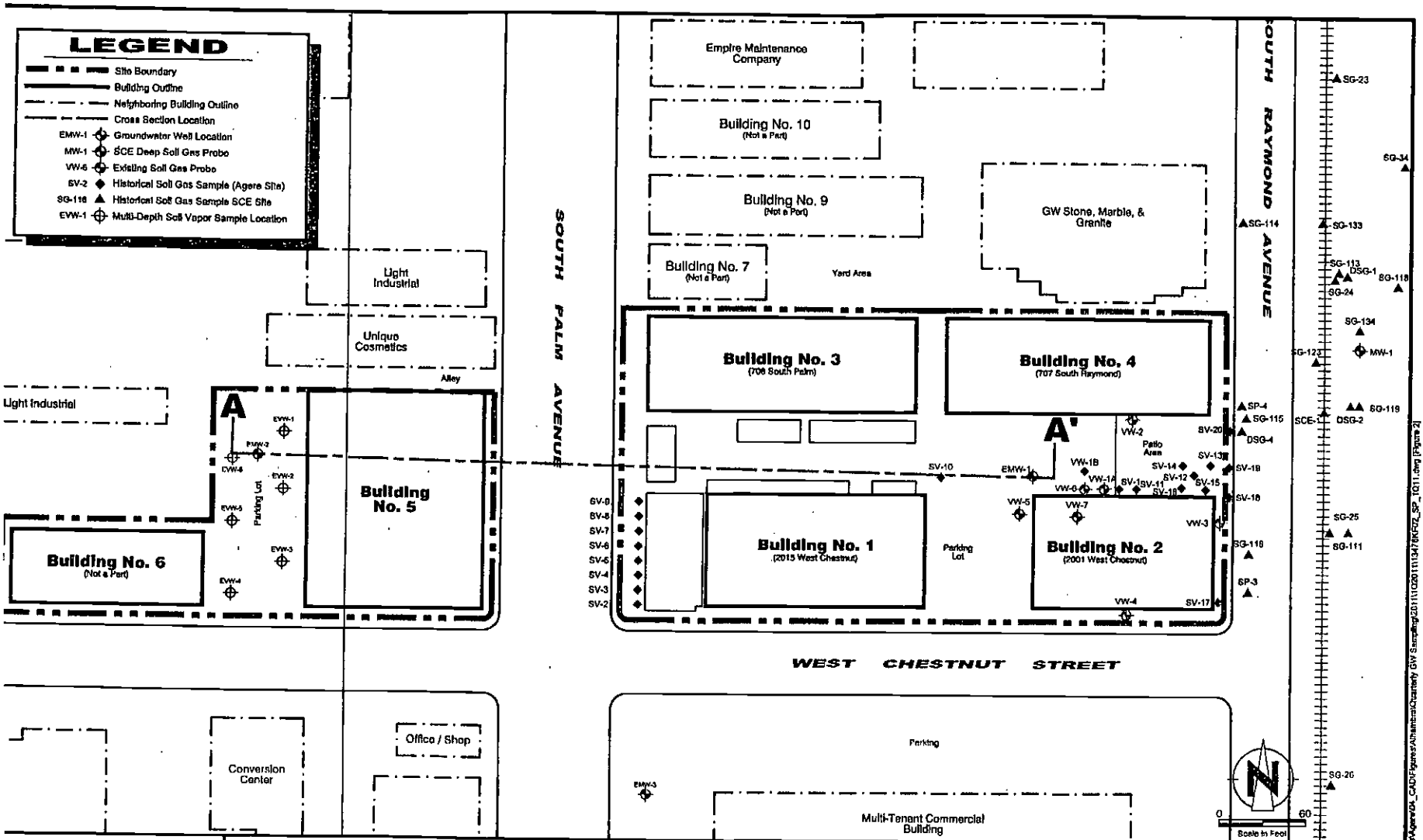
Site Vicinity Map

Figure 1

2015 W. Chestnut Street, Alhambra, California

Drafter: SSS Date: 3/23/09 Contract Number: 04-13476K Approved: Revised: 6/22/11

File: Z:\01_Projects\Agere\04_CAD\Figures\Alhambra\Quarrenty GW Sampling\2011\102011\13476K\FD_SWM_1011.dwg [Figure 1]

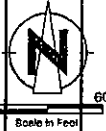


ENVIRON

WB BY: 656 DATE: 3/23/09 REVISED: 8/22/11

Site Plan

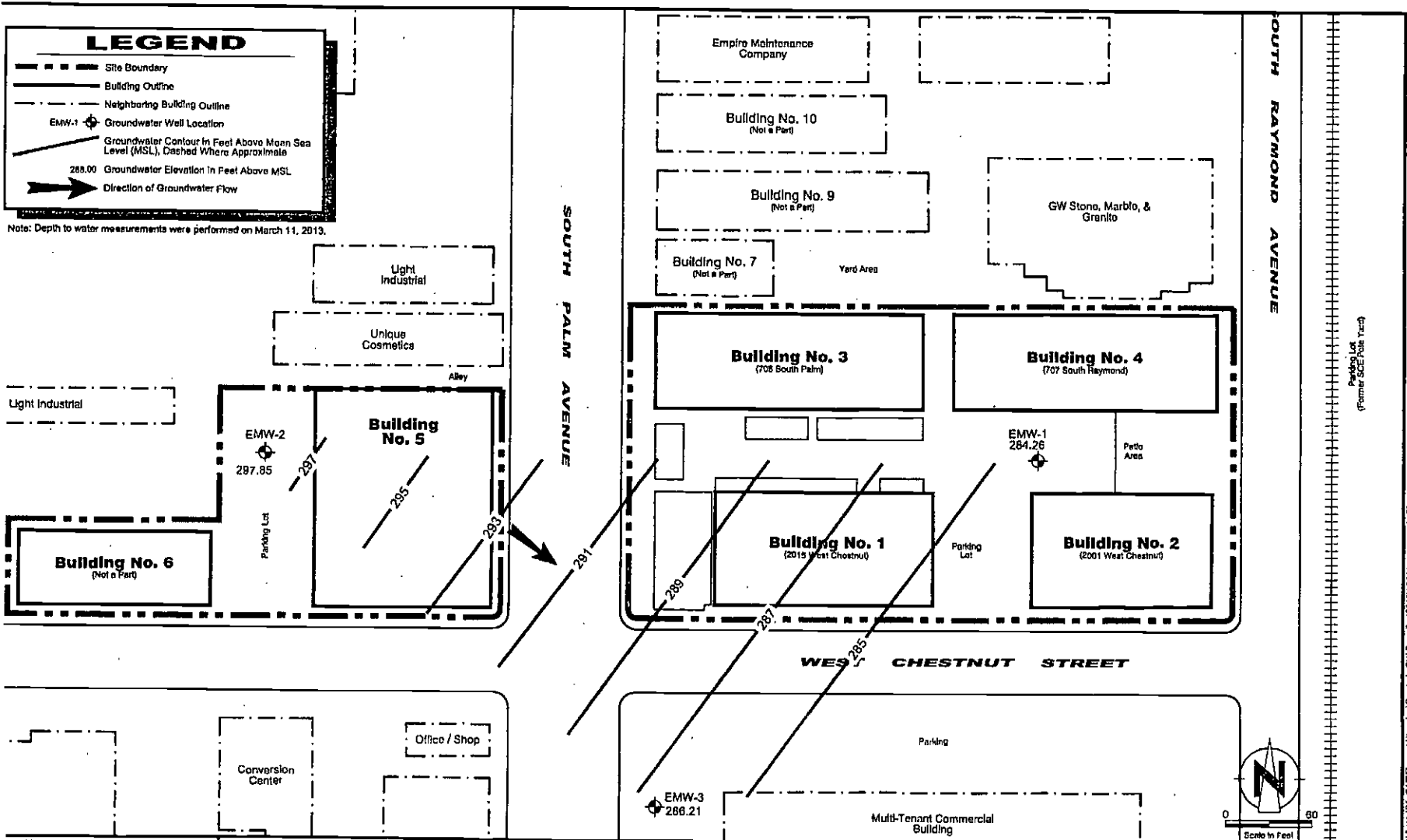
2015 W. Chestnut Street, Alhambra, California



PROJECT NO: 04-13476K

Figure
2

File: Z:\01_Proyectos\Agencia_CAD\Figuras\Alhambra\Quaternary_GW_Survey\20111020\1114746562_SP_1011.dwg [Figure 2]



LEGEND

- Site Boundary
- Building Outline
- - - Neighboring Building Outline
- EMW-1 Groundwater Well Location
- Groundwater Contour In Feet Above Mean Sea Level (MSL), Dashed Where Approximate
- 285.00 Groundwater Elevation In Feet Above MSL
- Direction of Groundwater Flow

Note: Depth to water measurements were performed on March 11, 2013.

ENVIRON

BY: JJC DATE: 3/23/09 REVISED: 3/27/13

Groundwater Elevation Contour Map

2015 W. Chestnut Street, Alhambra, California

PROJECT NO.: 04-13476Q

Figure
3

File: Z:\01_Projects\enviro\CA\04\figure\subarea\Quarterly GW Sampling\0413102013\0413476Q_03_GWCont_1013.dwg [Figure 3]

Table 2: Summary of Groundwater Analytical Results
 Agere Systems
 Alhambra, California

Sample Number	Date Sampled	Benzene	CT	Chloroform	1,1-DCA	1,2-DCA	1,1-DCE	cis-1,2-DCE	PCE	TCE	1,2,3-TCP	1,4-Dioxane
EMW-1	8/29/2005	<20	<20	<40	<40	<20	<40	<40	<40	1,700	9.1	2
	2/16/2006	<0.5	0.72	3.5	3.6	<0.5	17	17	5.1	2,200	N/A ¹	3.3
	11/30/2006	<10	<10	<20	<20	<10	20	<20	<20	2,200	12	8
	11/30/2006	<5	<5	<10	<10	<5	18	13	<10	2,200	11	7.6
	2/27/2007	<20	<20	<40	<40	<20	<40	<40	<40	2,500	14	6.2
	2/27/2007	<10	<10	<20	<20	<10	20	<20	<20	2,600	13	6
	6/27/2007	<0.5	1.1	3.6	2.7	0.5	17	10	10	2,200	11	--
	6/27/2007	<2.5	<5	<5	<5	<2.5	16	13	9.4	2,100	12	--
	9/18/2007	<2.5	<2.5	<5	<5	<2.5	16	9	8.6	1,800	12	--
	9/18/2007	<2.5	<5	<5	<5	<2.5	14	9.3	9.2	1,800	9.1	--
	12/12/2007	<0.5	0.58	2.50	2.0	<0.5	11	8.0	7.6	1,300	8.8	--
	12/12/2007	<2.5	<2.5	<5	<5	<2.5	9	7.4	8.8	1,400	8	--
	2/28/2008	<2.5	<2.5	<5	<5	<2.5	16	11	13	2,400	10	--
	2/28/2008	<2.5	<2.5	<5	<5	<2.5	16	8.6	13	2,300	9.6	--
	2/26/2009	<5	<5	<5	<5	<5	18	17	11	2,200	14	--
	2/26/2009	<5	<5	<5	<5	<5	19	17.0	11	2,200	14	--
3/3/2010	<2.5	3.8	<5	<5	<2.5	18	17	9.2	2,100	11	--	
5/11/2011	<2.0	<2.0	<4	<4	<2	11	12	7.6	1,400	8.4	--	
5/11/2011	<2.0	<2.0	<4	<4	<2	11	12	7.4	1,400	6	--	
EMW-2	11/30/2006	<0.5	2.2	1.3	4.1	11	15	17	33	2,300	<5	<0.48
	2/27/2007	<20	<20	<40	<40	<20	<40	<40	<40	1,900	<5	<0.47
	6/27/2007	<2.5	3.0	<5	<5	11	21	15	27	1,700	<5	--
	9/18/2007	<0.5	3.2	1.2	3.1	10	15	12	25	2,100	<5	--
	12/12/2007	<2.5	<2.5	<5	<5	10	16	17	28	1,700	<5	--
	2/28/2008	<5	<5	<10	<10	15	29	26	46	3,200	<5	--
	2/26/2009	<5	<5	<10	<10	11	22	28	26	2,700	6.2	--
	3/3/2010	<2.5	4.2	<5	5.4	4.1	16	21	23	2,400	8.3	--
	3/3/2010	<2.5	4.2	<5	5.8	3.7	16	22	25	2,600	9.1	--
5/11/2011	<2.5	<2.5	<5	<5.0	4.4	16	13	23	1,900	<5	--	
EMW-3	11/30/2006	0.54	0.60	<1	<1	<0.5	3.2	<1	3.2	51	<5	<0.47
	2/27/2007	<0.5	<0.5	<1	<1	<0.5	3.9	<1	2.9	63	<5	<0.48
	6/27/2007	<0.5	<0.5	<1	<1	<0.5	3.7	<1	3.1	63	<5	--
	9/18/2007	<0.5	0.63	<1	<1	<0.5	2.3	<1	3.3	66	<5	--
	12/12/2007	<0.5	<0.5	<1	<1	<0.5	1.7	<1	4.2	30	<5	--
	2/28/2008	<0.5	0.61	<1	<1	<0.5	1.5	<1	6.7	42	<5	--
	2/26/2009	<0.5	<0.5	<1	<1	<0.5	1.8	<1	3.8	35	<5	--
	3/3/2010	<0.5	1.1	<1	<1	<0.5	2.3	<1	3.3	44	<5	--
5/11/2011	<0.5	<0.5	<1	<1	<0.5	2.3	<1	3.3	39	<5	--	
CDHS MCL		1.0	0.5	-	5.0	0.5	6.0	6.0	5.0	5.0	5.0 ²	3.0 ²

Q:\IA\Agere\Alhambra\Quarterly GW Sampling\0413476N - 2011 GW Sampling\Tables\All Tables2011.xlsx\Table 2

Notes:

CT = Carbon Tetrachloride
 DCA = Dichloroethane
 DCE = Dichloroethene
 PCE = Tetrachloroethene
 TCE = Trichloroethene
 TCP = Trichloropropane

µg/l = micrograms per liter
 ng/l = nanograms per liter
 FD = field duplicate
 <1 = not detected above reporting limit shown

CDHS MCL = California Department of Health Services Maximum Contaminant Level

N/A¹ = Not Available – The laboratory report indicated that the 40 mL vials with hydrochloric acid supplied for sample collection were contaminated with 1,2,3-trichloropropane. As a result all 1,2,3-trichloropropane results reported for this set of samples are potentially biased high and cannot be used as an accurate measure of analyte concentration from the sample sources

-- = Not analyzed per requirements of the March 20, 2007 RWQCB letter

2 = California Action Level

Bold = Analytical result exceeding a regulatory limit

Italics = Duplicate sample analytical results

Attachment B: Time Schedule

REQUIREMENT	DUE DATE
<p>1. VOCs in the Unsaturated and Saturated Zones:</p> <p>Prepare and submit work plans to completely characterize the extent of waste in soil and soil vapor.</p> <hr/> <p>Indoor Air Sampling</p> <p>Prepare and submit a work plan for indoor air sampling to assess the ambient indoor air for VOCs inside the buildings at the Site at areas where previous soil vapor assessments detected shallow soil vapors at levels that exceed or threaten on-site workers. A baseline soil vapor assessment may be included in the proposed workplan to evaluate contemporary data and incorporate historical investigative data.</p> <p>Implement the approved Indoor Air Sampling work plan.</p>	<p>October 1, 2013</p>
<p>2. Site Conceptual Model: The Site Conceptual Model (SCM) should include a written presentation with graphic illustrations of the release scenario and the dynamic distribution of wastes from the former Agere site and vicinity. You shall construct the SCM based on actual data collected from the Site and any other nearby sites that add to the accuracy of the SCM.</p>	<p>February 1, 2014</p>
<p>3. Soil Remedial Action Plan (RAP)</p> <p>Prepare and submit a Remedial Action Plan (RAP) to clean up the VOCs in the Unsaturated Zone (Source removal) onsite and offsite.</p>	<p>March 1, 2014</p>
<p>4. Implementation of the approved Remedial Action Plans for VOCs in the Unsaturated Zone:</p> <p>Implement RAP.</p> <p>Submit post-remedial technical reports.</p>	<p>December 31, 2013</p>

Attachment B: Time Schedule (Cont.)

<p>6.</p>	<p>Indoor Air Sampling:</p> <p>Prepare and submit a work plan for indoor air sampling to assess the ambient indoor air for VOCs inside the buildings at the Site at areas where previous soil vapor assessments detected shallow soil vapors at levels that exceed or threaten on-site workers. A baseline soil vapor assessment may be included in the proposed workplan to evaluate contemporary data and incorporate historical investigative data.</p> <p>Implement the approved Indoor Air Sampling work plan.</p>	<p>As directed by the Assistant Executive Officer</p>
<p>7.</p>	<p>Groundwater Monitoring</p> <p>Conduct annual groundwater monitoring according to the current monitoring and reporting schedule. However, if remedial work is implemented, the Regional Board typically requires groundwater monitoring to be conducted on a quarterly basis.</p>	<p>The next groundwater monitoring report is due on May 15, 2014.</p>

**ATTACHMENT C
MONITORING AND REPORTING PROGRAM FOR
CLEANUP AND ABATEMENT ORDER NO. R4-2013-0099**

This Monitoring and Reporting Program is part of Cleanup and Abatement Order No. R4-2013-0099 (CAO). Failure to comply with this program constitutes noncompliance with the CAO and California Water Code, which can result in the imposition of civil monetary liability. All sampling and analyses shall be by USEPA approved methods. The test methods chosen for detection of the constituents of concern shall be subject to review and concurrence by the California Regional Water Quality Control Board, Los Angeles Region (Regional Water Board).

Laboratory analytical reports to be included in technical reports shall contain a complete list of chemical constituents which are tested for and reported on by the testing laboratory. In addition, the reports shall include both the method detection limit and the practical quantification limit for the testing methods. All samples shall be analyzed allowable holding time. All quality assurance/quality control (QA/QC) samples must be run on the same dates when samples were actually analyzed. Proper chain of custody procedures must be followed and a copy of the completed chain of custody form shall be submitted with the report. All analyses must be performed by a California Department of Public Health accredited laboratory.

The Regional Board's *Quality Assurance Project Plan, September 2008*, can be used as a reference and guidance for project activities involving sample collection, handling, analysis and data reporting. The guidance is available on the Regional Board's web site at:

http://www.waterboards.ca.gov/rwqcb4/water_issues/programs/remediation/Board_SGV-SFVCleanupProgram_Sept2008_QAPP.pdf

GROUNDWATER MONITORING

The Dischargers shall collect groundwater samples from groundwater monitoring wells installed for the purpose of site investigation and monitoring. Any monitoring wells installed in the future shall be added to the groundwater monitoring program and sampled quarterly. The groundwater surface elevation (in feet above mean sea level [MSL]) in all monitoring wells shall be measured and used to determine the gradient and direction of groundwater flow.

The following shall constitute the monitoring program for groundwater.

Constituent	EPA Method
Volatile Organic Compounds (full scan)	EPA 8260B
Total petroleum hydrocarbons as gasoline	EPA 8015 modified
Metals	EPA 6010B
Hexavalent Chromium	EPA 7199
Ammonium Perchlorate	EPA 314.0
1,4-dioxane	EPA 8270C
N-Nitrosodimethylamine (NDMA)	EPA 1625C
Temperature	Field*
pH	Field*
Electrical Conductivity	Field*
Dissolved oxygen	Field*
Oxidation-Reduction Potential (ORP)	Field*
Turbidity	Field*

*Field - To be measured in the field.

REMEDATION SYSTEMS

Reports on remediation systems shall contain the following information regarding the site remediation systems:

1. Maps showing location of all remediation wells and groundwater monitoring wells, if applicable;
2. Status of each remediation system including amount of time operating and down time for maintenance and/or repair;
3. Air sparge well operating records including status of each well and volume and pressure of air being injected;
4. Soil vapor extraction well records including status of each well and PID readings or other acceptable methods of determining relative volatile concentrations taken at a minimum quarterly. Readings of volatile concentrations drawn from SVE wells need to be taken at a frequency that allows the efficient operation and evaluation of the SVE system;
5. The report shall include tables summarizing the operating and performance parameters for the remediation systems; and
6. System inspection sheets shall document field activities conducted during each Site visit and shall be included in the quarterly reports.

MONITORING FREQUENCIES

Specifications in this monitoring program are subject to periodic revisions. Monitoring requirements may be modified or revised by the Executive Officer based on review of monitoring data submitted pursuant to this Order. Monitoring frequencies may be adjusted or parameters and locations removed or added by the Executive Officer if Site conditions indicate that the changes are necessary.

REPORTING REQUIREMENTS

1. The Dischargers shall report all monitoring data and information as specified herein. Reports that do not comply with the required format will be REJECTED and the Dischargers shall be deemed to be in noncompliance with the Monitoring and Reporting Program.
2. Quarterly groundwater monitoring reports while remedial systems are in operation shall be submitted to the Regional Water Board according to the schedule below or on an alternative schedule approved by Executive Officer. Otherwise continue annual groundwater monitoring and reporting on May 15 of each year .

Monitoring Period

July - September
October - December
January - March (2014)
April - June

Report Due

October 15
January 15
April 15
July 15

Groundwater monitoring reports shall include a contour map showing groundwater elevations at the Site and the groundwater flow direction. The quarterly groundwater monitoring reports shall include tables summarizing the historical depth-to-water, groundwater elevations and historical analytical results for each monitoring well. The results of any monitoring done more frequently than required at the locations specified in the Monitoring and Reporting Program shall be reported

to the Regional Water Board. Field monitoring well sampling sheets shall be completed for each monitoring well sampled and included in the report.

Quarterly remediation progress reports shall be submitted to the Regional Water Board according to the schedule below.

<u>Monitoring Period</u>	<u>Report Due Date</u>
July - September	October 31
October - December	January 31 (2014)
January - March	April 30
April - June	July 30

3. Remediation progress reports shall include an estimate of the cumulative mass of contaminant removed from the subsurface, system operating time, the effectiveness of the remediation system, any field notes pertaining to the operation and maintenance of the system and, if applicable, the reasons for and duration of all interruptions in the operation of any remediation system and actions planned or taken to correct and prevent interruptions.
4. In reporting the monitoring data, the Dischargers shall arrange the data in tabular form so that the date, the constituents, and the concentrations are readily discernible. The data shall be summarized to demonstrate compliance with the requirements. All data shall be submitted in electronic form in a form acceptable to the Regional Water Board.

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

Regional Board - Los Angeles Regional Water Quality Control Board
TCE - Tetrachloroethylene
USEPA - United States Environmental Protection Agency
MCLs - maximum contaminant levels
CAO- Cleanup and abatement order
SCAQMD - South Coast Air Quality Management District
1,2,3-TCP - 1,2,3-Trichloropropane
SSLs - Soil Screening levels
VOCs - volatile organic compounds
SCM - Site Conceptual Model
SGVB - San Gabriel Valley Basin
CDHS - California Department of Health Services
µg/l – micrograms per liter - µg/kg – micrograms per kilogram

No.	Author	Date	Comment	Response
	LSI/ Agere <u>Introduction/ Summary</u>	09/25/12	<p>As discussed in a conference call with Regional Board staff on September 13, 2012, the issuance of a CAO to LSI/Agere Systems would be petitioned to the fullest extent possible.</p> <p>Claims that LSI/Agere is not a “discharger” under State Water Board policy and California State Law.</p> <p>No additional facts have been placed in the administrative record that show LSI caused or permitted any wastes to be discharged or deposited where the waste is or probably will be discharged into the waters of the State.</p>	Regional Board staff acknowledges comment.

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

No.	Author	Date	Comment	Response
	<p><u>Introduction/</u> <u>Summary</u> <u>(Com. 1.)</u></p> <p>LSI / Agere</p>	09/25/12	<p>For all of the reasons set forth in the 2010 Comments, LSI is not a "discharger" under State Water Board policy and California law. LSI is not a current Facility owner or a current lessee and neither LSI nor the RWQCB has identified any evidence that LSI or its subsidiaries or corporate predecessors actively discharged wastes to the soil or groundwater at the Facility. Based on the available evidence, LSI is simply a former lessee, and a former parent corporation of a former lessee. We have not identified any State Water Board opinions or California case law upholding a CAO against a former lessee that was not involved in the activity that created the pollution problem.</p>	<p><i>In re Wenwest, Inc.</i>, Order No. WQ 92-13, does not support the commenter's assertion. In that case, Wendy's International, which purchased the property to build a restaurant, did not own or operate the gas station, and was not held liable.</p> <p>In addition, Wendy's only owned the site for a few months. The State Water Board has held former lessees responsible for waste discharges. The Regional Board staff agrees that there are also other sources of wastes in groundwater and has been conducting extensive investigation to determine the sources and responsible parties for such discharges. The existence of other sources of waste does not preclude the Regional Board from naming LSI/Agere in a cleanup and abatement order where LSI leased the property and used chemicals of the type found at the site.</p>

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

No.	Author	Date	Comment	Response
	<p data-bbox="289 337 453 428"><u>Introduction/</u> <u>Summary</u> <u>(Cont.)</u></p> <p data-bbox="289 493 432 521">LSI / Agere</p>	<p data-bbox="499 337 611 365">09/25/12</p>	<p data-bbox="646 337 1377 651">LSI has provided substantial evidence to the RWQCB that the chlorinated solvent plume observed in groundwater beneath the site comes from an offsite up-gradient source (or sources). LSI also has provided substantial evidence to the RWQCB that the solvents and stabilizers observed in soil gas at the site, and any incremental contribution of such materials to the groundwater plume, resulted from the activities of the pre-1980 electric transformer/component manufacturers previously occupying the land that is now occupied in part by Building 2 of the Ortel facility, including but not limited to Trimas.</p>	<p data-bbox="1398 337 1850 841">Regional Board acknowledges comment. LSI/Agere and its predecessors operated and used chemicals found at the Site. Trichloroethylene has been detected in subsurface soil, soil vapor, and groundwater at the Site. A copy of a waste manifest dated and signed February 28, 1995 indicates that a waste containing TCE was generated at the Site (Attached). In addition, the National Biennial RCRA Hazardous Waste Report, based on 1997 Data, documents that the Site was designated as a large quantity generator of hazardous waste. (Attached).</p> <p data-bbox="1398 878 1850 997">The Regional Board Issued the Draft CAO to the known tenants, current tenants, landowners, and former viable businesses for the burdened property.</p> <p data-bbox="1398 1034 1850 1312">The Regional Board staff did not issue the draft CAO based on the groundwater plume emanating from an offsite up-gradient source. Soil vapor sample results collected from 6 soil vapor monitoring wells between buildings No. 5 and Building No. 6 (Figure 2. Site Map). Nested soil vapor probes (EMW-1 through EMW-6) were</p>

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

No.	Author	Date	Comment	Response
1.0	<p><u>Discussion Comments)</u></p> <p>LSI / Agere</p>	09/25/12	<p>Mr. (Hank) Blauvelt was employed by Ortel and worked at the facility From January 1985 until September 2001. ("Ortel") at 2015 West Chestnut Street (a.k.a. Chestnut Street), Alhambra, California. Mr. Blauvelt provided a affidavit dated December 15, 2012, that primarily addressed Building 5, (711-721 South Palm Avenue), and Building 6 (718 South Date Avenue). Mr. Blauvelt stated that the only possible solvent use by Ortel in Building 5 would have been limited to the final assembly process, for the cleaning of circuit boards after the hand soldering of a small number of components (e.g., finished laser modules) to the circuit boards. To the extent that this occurred, solvent would have been applied to the circuit boards with cotton swabs or similar applicators (e.g., to remove soldering flux). The quantity of solvent stored and used in this area for this purpose</p>	<p>placed from 5 feet bgs to 50 feet bgs did not yield results that would suggest the area was a source of a discharge of VOCs to the soils. However, phases of soil vapor investigations conducted in the vicinity of groundwater monitoring well EMW-1 (located between Building No. 2 and Building No. 4) indicated VOCs in the soil vapor at concentrations and at depths that suggest a track of VOCs to the groundwater beneath the Site. The TCE wastes have been detected in the soil vapor, soil, and groundwater near EMW-1.</p> <p>Regional Board staff acknowledges comment.</p>

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

No.	Author	Date	Comment	Response
1.0	LSI/Agere (Cont).	09/25/12	<p>would have been very small. He was not aware of any reason why chlorinated solvents, rather than solvents like isopropyl alcohol or acetone, would have been used for this purpose.</p> <p>Mr. Blauvelt stated that after he had worked with Ortel for two years when the company had purchased a vapor degreaser and placed it in Building 2.</p> <p>The Law Continues to Support LSI's Position</p> <p>Paragraph 9(a) of the 2012 draft CAO makes a broad finding about the "Dischargers" and lumps them all together. No specific findings are made regarding discharges by Ortel. The 2012 draft CAO also states that the "Dischargers have, used, and/or discharged VOCs, including TCE and various solvent stabilizers, on the Site." Without more, neither storage nor use of VOCs gives rise to liability under California law for the cleanup of VOCs found in subsurface soil or groundwater. There must be some connection between the VOC storage or use and a release of VOCs to the subsurface.</p> <p>The State Water Board has never approved the issuance of a CAO to an entity solely because it is located over a groundwater plume emanating from an offsite up-gradient source or solely because it is a former lessee of property that was contaminated by an unrelated prior lessee or prior owner. Moreover, in <i>Redevelopment Agency of the City of Stockton v. BNSF Railway Company, et al.</i>, 643 F.3d 668 (9th Cir. 2011), the Ninth Circuit Court of Appeals followed <i>City of Modesto Redevelopment Agency v. Superior Court</i>, 119 Cal. App. 4th 28, 13 Cal. Rptr. 3d</p>	<p>See above response in Introduction/ Summary</p> <p>The Regional Board disagrees that the Ninth Circuit Court of Appeals decision in <i>Redevelopment Agency of the City of Stockton v. BNSF Railway Co.</i> (9th Cir. 2011) 643 F.3d 668, applies to this matter. The facts and decision in that case can be distinguished from the facts in this matter. The Regional Board agrees that there is likely an up-gradient source of waste in the groundwater under the site as demonstrated by the data from EMW2, however, the Regional Board's record supports the conclusion that the Site, particularly in the area of EMW1, is a source of waste discharges and that waste remains in the soil and soil vapor. This Order has been modified to clarify that US EPA will be addressing the regional groundwater plumes. The Order focuses</p>

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

No.	Author	Date	Comment	Response
2.0	<p>LSI/Agere</p> <p><u>Discussion Comments</u></p>	09/25/12	<p>865 (2004) in holding that railroads were not liable for a petroleum spill that had occurred on other property but then had migrated through a french drain constructed by the railroads.</p> <p>Certain Requirements in the Draft CAO Are Technically Unsupported and Should be Modified</p> <p>a. Sequencing of Required Actions -</p> <p>b. Scope of Required Actions -</p> <p> i. <u>Task 2 -Indoor Air Sampling at All Site Buildings and Adjacent Properties</u>, First, the requirement should be modified to start with the buildings in the vicinity of the highest soil gas concentrations.</p> <p>The clause referring to indoor air sampling outside at adjacent properties should be deleted. During our September 13 telephone conference, RWQCB representatives suggested that the approach in the 2012 draft CAO may be modified to address this point as well.</p>	<p>on completing the investigation and cleanup of waste in soil and soil vapor at the site.</p> <p>The Regional Board acknowledges the comment and has modified the schedule.</p> <p>The Regional Board acknowledges the conference call dialogue on September 13th and concurs with a revised scope of work approach. Indoor air sampling could be conducted starting at the areas where VOC plumes are in close proximity to the buildings. In addition, baseline soil vapor data should be generated as part of the workplan. Past investigative data should be evaluated to provide the basis for additional delineation of the vapor concentrations as necessary.</p>

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

No.	Author	Date	Comment	Response
2.0	LSI/Agerc <u>Discussion</u> <u>Comments</u>	09/25/12	<p>ii. Characterization and Delineation of Contaminants in Soil. - Task 3 of the 2012 draft CAO requires delineation of "the vertical and horizontal extent of wastes onsite and offsite in the soil matrix" There has not been any showing, however, that onsite soils contain hazardous substances or pose a risk to human health or groundwater.</p> <p>iii. Task 3 of the 2012 draft CAO appears to require the delineation of various substances other than VOCs, such as TPH, heavy metals, and various emergent chemicals like NDMA and perchlorate. (But see comment 2(b)(v), below.) Based on the available site data and site use history, there is no evidence that these substances were released at the facility. Nor is there any evidence that TPH, heavy metals, NDMA, or perchlorate are present or constitute a risk in soil, soil gas, or groundwater at the site. Accordingly, the requirements in the draft CAO for delineation and remediation of these substances in soil, soil gas, and groundwater should be deleted.</p>	<p>The Regional Board acknowledges the comment. Typically soil investigations and assessments for site closure requires a minimal number of "companion" soil and/or soil vapor samples be collected and screened for various VOCs, heavy metals, and emergent compounds depending on site specific uses.</p> <p>Regional Board staff acknowledges comment, refer to above response ii.</p>
2.0			<p>iv. Cleanup of Wastes In Groundwater, Task 4 of the 2012 draft CAO appears to require the remediation of substances in groundwater beneath the Site to levels that meet water quality objectives in the Basin Plan, including California's MCLs and notification levels for drinking water. This requirement appears to ignore the available Site data showing that the chlorinated solvent plume in groundwater beneath the Site originates at one or more offsite up-gradient</p>	<p>Groundwater cleanup will be overseen and coordinated under the US EPA Superfund program. Regional Board staff understands that there is Regional groundwater contamination. The cleanup efforts cost, liability, are issues that would be determined as a participating "discharger" responsible in a US EPA Superfund scenario.</p>

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

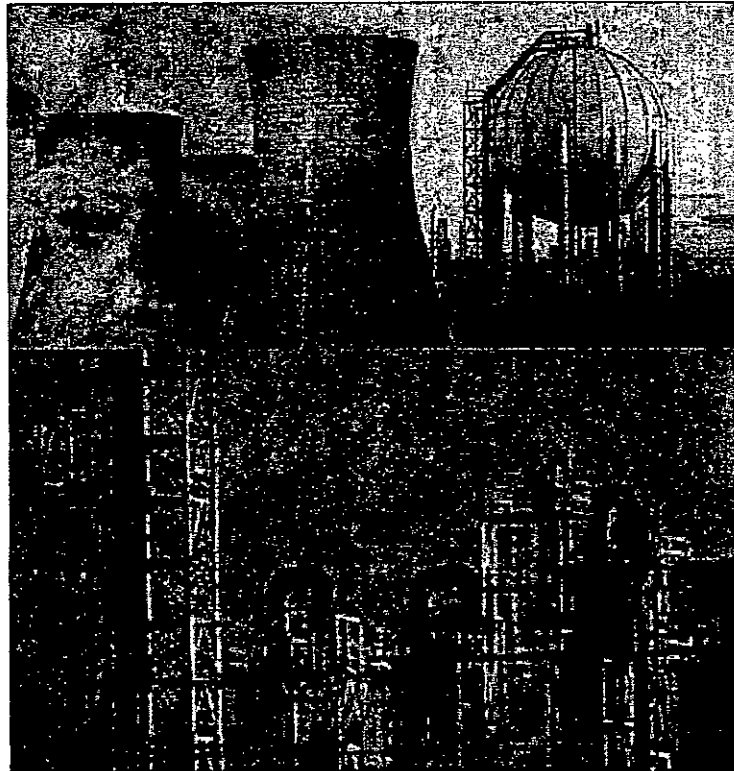
No.	Author	Date	Comment	Response
3.0	LSI/Agere	09/25/12	<p>sources rather than from the Site.</p> <p>v. Cleanup of Wastes in Groundwater - There is no technical basis to require persons associated with the Site to remediate this plume simply because it passes beneath the Site. (It also passes beneath many other properties, likely including properties side-gradient to the Site.) The available Site data do not support the feasibility of remediating groundwater at the Site as long as this plume continues to arrive from one or more offsite up-gradient sources. The requirement to remediate groundwater beneath the Site should be deleted from this CAO pending elimination of the plume resulting from offsite up-gradient source(s). During our September 13 telephone conference, RWQCB representatives suggested that the approach in the 2012 draft CAO may be modified to clarify that the RWQCB does not expect potentially responsible parties at the Site to address the groundwater plume emanating from more up-gradient sources.</p> <p>vi. Quarterly Groundwater Sampling - Task 5 of the 2012 draft CAO requires quarterly groundwater monitoring. As explained in the 2010 Comments, LSI performed quarterly groundwater monitoring from the first quarter of 2007 through the first quarter of 2008. Based on the consistency of the groundwater data collected during those five quarterly monitoring events, LSI requested and received approval to modify the frequency of</p>	<p>(See response iv).</p> <p>Regional Board staff agrees with the reduced frequency for groundwater monitoring based on the consistency of the past monitoring results and for feasibility sake however, if cleanup is performed and a RAP is implemented, a groundwater monitoring schedule will be considered to demonstrate the success of the remedial efforts</p>

RESPONSE TO COMMENTS FOR DRAFT CLEANUP AND ABATEMENT ORDER R4-2012-0020

No.	Author	Date	Comment	Response
	LSI/Agere	09/25/12	<p>groundwater monitoring and reporting from a from a quarterly period to an annual basis.</p> <p>vii. Time schedule - The deadlines in Attachment B (Time Schedule) are infeasible, for the reasons set forth in the 2010 Comments. LSI assumes that these deadlines are “placeholders” and would be replaced by feasible deadlines if and when any final CAO were issued. LSI also notes that the required actions listed in Attachment B are not entirely consistent with the required actions set forth on pages 9-11 of the 2012 draft CAO.</p> <p>Other Factual Statements in the Draft CAO Are Incorrect.</p> <p>1. As stated in footnote 1, above, note (h) to Table 1 on page 3 of the 2012 draft CAO is incorrect, as Agere is not the current lessee of the buildings on the Property and Emcore is not currently subleasing the buildings from Agere. As of October 2005, Agere ceased leasing the facility and subleasing it to Emcore. LSI is not a current owner, operator, or lessee of the subject property. (Emcore, the lessee of the facility since October 2005, is not a predecessor or affiliate of Agere/LSI; it is an independent and unaffiliated entity.)</p> <p>2. Paragraph 7.d, Groundwater data – for 1,2,3-TCP is stated as micrograms per liter instead of nanograms per liter.</p> <p>(END OF COMMENTS)</p>	<p>Regional Board acknowledges comment and has revised schedule.</p> <p>Regional Board acknowledges comment and has revised Table 1.</p> <p>Regional Board staff has corrected units.</p>

 **List of Large Quantity Generators
in the United States**

The National Biennial RCRA
Hazardous Waste Report
(Based on 1997 Data)



Printed on paper that contains at least
30 percent postconsumer fiber.

NATIONAL BIENNIAL RCRA HAZARDOUS WASTE REPORT: BASED ON 1997 DATA

CALIFORNIA

REPORTED LARGE QUANTITY GENERATORS (LQG) GROUPED BY RCRA GENERATION QUANTITIES

GENERATORS WHO REPORTED:

- AT LEAST 13.2 TONS RCRA HAZARDOUS WASTE, OR
- AT LEAST 26.4 POUNDS RCRA ACUTE HAZARDOUS WASTE, OR
- MORE THAN 220 POUNDS OF ACUTE SPILL CLEANUP MATERIAL

EPA ID	GENERATOR NAME	LOCATION CITY	RCRA TONS GENERATED	RCRA ACUTE LBS GENERATED	ACUTE SPILL LBS GENERATED
CA2170023152	NAVAL AIR WEAPONS STATION	CHINA LAKE	311.67	76.00	.00
CA9170023130	NAVAL AMPHIBIOUS BASE CORONADO, CA	SAN DIEGO	122.12	.00	.00
CA4170090456	NAVAL AUXILIARY LANDING FIELD	SAN CLEMENTE IS	17.45	.00	.00
CA2170024382	NAVAL COMMUNICATION STATION STOCKTO	STOCKTON	15.97	.00	.00
CA6170023323	NAVAL CONSTRUCTION BATTALION CENTER	PORT HUENEME	35.49	7.00	.00
CA6170024289	NAVAL STATION SAN DIEGO	SAN DIEGO	61,569.08	.00	.00
CA2170023236	NAVY TRANSITION OFFICE - ALAMEDA PO	ALAMEDA	1,262.91	6.00	.00
CA8170024261	NEBO, MCLB, BARSTOW, CA	BARSTOW	163.44	.00	.00
CAD980881510	NEC ELECTRONICS INC.	ROSEVILLE	593.12	.00	.00
CAD042138032	NELCO PRODUCTS	ANAHEIM	74.78	.00	.00
CAD981642804	NELCO PRODUCTS	FULLERTON	34.17	.00	.00
CAD008329963	NELSON NAME PLATE CO.	LOS ANGELES	26.12	.00	.00
CAD008254617	NEUTROGENA CORPORATION	LOS ANGELES	38.87	.00	.00
CAD981982721	NEUTRON PLATING, INC.	ANAHEIM	524.33	.00	.00
CAD008364150	NEVILLE CHEMICAL COMPANY	ANAHEIM	20.43	.00	.00
CAD046468195	NEW HAMPSHIRE BALL BEARING, INC	CHATSWORTH	49.06	.00	.00
CAD000051433	NEW UNITED MOTOR MANUFACTURING, INC	FREMONT	1,081.30	.00	.00
CAD048456941	NORTH AMERICAN CHEMICAL COMPANY	TRONA	30.25	.00	.00
CAD044867604	NORTH AMERICAN TRANSFORMER	MILPITAS	15.15	.00	.00
CA0000892232	NORTHROP GRUMMAN CORPORATION - CAD	COMPTON	24.99	.00	.00
CAD008268302	NORTHROP GRUMMAN CORPORATION - CAD	HAWTHORNE	432.88	.00	.00
CAD000627273	NORTHROP GRUMMAN CORPORATION- W. CO	EL SEGUNDO	135.46	.00	.00
CAD001864081	NORTHROP GRUMMAN MARINE SYSTEMS	SUNNYVALE	58.13	.00	.00
CAD980735302	NORTHROP GRUMMAN PICO RIVERA	PICO RIVERA	65.89	.00	.00
CAD009105958	NORTON PACKAGING, INC.	OAKLAND	30.82	.00	.00
CAD982465320	NOVACAP, INC.	VALENCIA	409.44	.00	.00
CAR000005512	NOVATO #141	NOVATO	31.09	.00	.00
CAD008259558	NT QUALITY HARDWARE	HAWTHORNE	64.80	.00	.00
CAD980818488	NU-METAL FINISHING, INC.	SANTA CLARA	62.14	.00	.00
CAT080013733	NUSIL TECHNOLOGY	CARPINTERIA	80.90	.00	.00
CAD982503328	O.C ALPHANETICS INC.	SANTA ANA	155.10	.00	.00
CAD050116995	OAKITE PRODUCTS, INC.	CITY OF INDUSTRY	14.33	.00	.00
CAD009184508	OCCIDENTAL CHEMICAL CORP.	LATHROP	205.62	.00	.00
CAD087210019	ODYSSEY TRANSPORTATION, INC.	CARSON	157.47	.00	.00
CAD009559618	OEA AEROSPACE, INC.	FAIRFIELD	18.50	.00	.00
CAD981989551	OFFICE OF STATE PUBLISHING	SACRAMENTO	14.15	.00	.00
CAR000014159	OGDEN POWER PACIFIC, INC. OTAY FACI	CHULA VISTA	42.57	.00	.00
CAD029409224	OLOCCO AG SERVICES	SANTA MARIA	.10	200.00	.00
CAR000042085	ONYX PHARMACEUTICALS	RICHMOND	2.90	946.00	.00
CAD058230582	ORANGE COUNTY PLATING, CO.	ORANGE	14.34	.00	.00
CAT080012008	ORBIT SEMICONDUCTOR	SUNNYVALE	20.53	.00	.00
CAD981420557	ORCON CORPORATION	UNION CITY	33.99	.00	.00
CAR000016972	OREAD	PALO ALTO	28.02	.00	.00
CAD000631036	ORMOND BEACH GENERATING STATION	OXNARD	18.93	.00	.00
CAD038071643	ORTEL CORPORATION	ALHAMBRA	13.77	.00	.00
CAD008256562	OWENS-BROCKWAY GLASS CONTAINER	VERNON	251.46	.00	.00
CAD009151663	OWENS-BROCKWAY GLASS CONTAINER	ANTIOCH	111.48	.00	.00
CAD051903847	OWENS-BROCKWAY GLASS CONTAINER	HAYWARD	54.80	.00	.00
CAT000618918	OWENS-BROCKWAY GLASS CONTAINER	OAKLAND	47.52	.00	.00
CAD041160672	P.B. FASTENERS	GARDENA	51.35	.00	.00
CAD983647520	PACESETTER, INC. A ST. JUDE MEDICAL	SYLMAR	13.60	.00	.00
CAD063036776	PACIFIC COAST PRODUCERS CAN PLANT	Lodi	233.57	.00	.00
CAT080011679	PACIFIC GAS & ELECTRIC CO. OAKLAND	OAKLAND	13.50	.00	.00
CA0000047258	PACIFIC IMAGE COMPANY	ANAHEIM	140.25	.00	.00
CAR000020057	PACIFIC PAC INTERNATIONAL, INC.	HOLLISTER	170.63	.00	.00

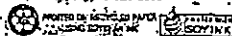
Note: Please refer to the introduction for an explanation of this list.

The RCRA Generation Quantities reported in this Volume were determined AFTER the wastewater quantities were removed from the total generation quantities reported by the Generator.

Changes to the 1997 Biennial Reporting requirements will make cursory comparisons of the 1997 National Biennial Report to earlier National Biennial Reports misleading. Refer to the Executive Summary (ES-2) for a complete explanation.

E0946

UNIFORM HAZARDOUS WASTE MANIFEST (Continuation Sheet)		21. Generator's US EPA ID No. CA D 0 3 B 0 7 1 5 4 3 1 6 2 6 0	Manifest Document No. 2092	22. Page 2 of 2	Information in the shaded areas is not required by Federal law.		
23. Generator's Name Ortel Corp 2015 W. Chestnut St. Alhambra, CA 91803-1542		24. Transporter's Company Name Findly Chemical Disposal, Inc.		25. US EPA ID Number CAD081157166		27. US EPA ID Number	
28. US DOT Description (Including Proper Shipping Name, Hazard Class, and ID Number)		29. Container No.	29. Container Type	30. Total Quantity	31. Unit Wt/Vol	32. Special Handling Instructions and Additional Information	
a.	Waste Oxidizing Substances, Liquid, N.O.S., S.1, UN 3139, PG II	0.01	D F	0.005	g	Wear Proper Safety Equipment. Keep Away From Sparks and Flames. ERG 29, 31, 32, 35, 53, 55, 60 Load 4/10	
b.	Waste Poisonous Liquids, N.O.S., (Hydroquinone, Trichloroethylene), 6.1, UN 2810, PG II	0.01	D F	0.001	g		
c.	Waste Poisonous Solids, N.O.S., (Arsenic), 6.1, UN 2811, PG II	0.02	D F	0.015	g		
d.	Hazardous Waste, Liquid, N.O.S., 9, NA 3082, PG III	0.01	D F	0.005	g		
33. Special Handling Instructions and Additional Information		34. Transporter's Acknowledgment of Receipt of Materials		34. Transporter's Acknowledgment of Receipt of Materials		35. Discrepancy Indication Space	
		Printed/Typed Name Terrence Burnett		Signature Terrence Burnett		Date 02/28/75	
		Printed/Typed Name		Signature		Date	



ORIGINAL RETURN TO GENERATOR

AG-05336