

New York State Department of Environmental Conservation
Division of Environmental Enforcement
Western Field Unit
270 Michigan Avenue, Buffalo, New York 14203-2999
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*File
Lynd.
837002*

December 21, 2000

Paul F. Mazierski, PG
Senior Project Leader
DuPont Corporate Remediation Group
Buffalo Avenue and 26th Street
Niagara Falls, New York 14302

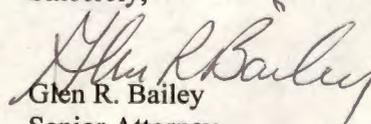
Re: Order on Consent for IRM/RI/FS and Remediation for Lyndonville

Dear Mr. Mazierski:

Enclosed is a fully endorsed original of the Order on Consent which authorizes DuPont to proceed with approved work plans, as they are developed and approved by the Department for implementation. It is my understanding that plans for the work have been presented and reviewed by DEC's technical staff in Avon, and DuPont may be ready to proceed as soon as notifications and time and weather permit.

Thank you for your cooperation to date.

Sincerely,


Glen R. Bailey
Senior Attorney

GRB:JAB
B004DUPNT11

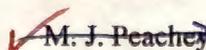
Enclosure

cc: Ross E. Austin, Esq.
DuPont Chemical Company
Legal Department
1007 Market Street
Wilmington, Delaware 19898

RECEIVED

DEC 22 2000

DER/HAZ WASTE REMED
REGION 8

/David Pratt



STATE OF NEW YORK: DEPARTMENT OF ENVIRONMENTAL CONSERVATION

In the Matter of the
Development and Implementation
of a Remedial Program for an
Inactive Hazardous Waste Disposal
Site, Under Article 27, Title 13,
and Article 71, Title 27 of the
Environmental Conservation Law
of the State of New York by:

ORDER
ON
CONSENT

Index # B8-0474-99-02

E. I. duPont de Nemours and Company
("DuPont"),

Respondent

Site Code # 8-37-002

WHEREAS,

1. The New York State Department of Environmental Conservation (the "Department") is responsible for the enforcement of Article 27, Title 13 of the Environmental Conservation Law of the State of New York ("ECL"), entitled "Inactive Hazardous Waste Disposal Sites." This Order is issued pursuant to the Department's authority under ECL Article 27, Title 13 and under ECL 3-0301.
2. DuPont ("Respondent") is a corporation doing business in the State of New York in that Respondent operates several manufacturing facilities in the State. Wastes generated at a former facility were reported to have been disposed of on property located near the facility in the Village of Lyndonville, Orleans County ("the Site").
3. The Department has determined that the Site is an inactive hazardous waste disposal site, as that term is defined at ECL 27-1301.2, and presents a significant threat to the public health or environment. The Site has been listed in the Registry of Inactive Hazardous

Waste Disposal Sites in New York State as Site Number 8-37-002. The Department has classified the Site as a Classification "2" pursuant to ECL 27-1305.4.b.

4. The Department and Respondent agree that the goals of this Order are for Respondent to (i) develop, in accordance with an approved plan, an inactive hazardous waste disposal site investigation and remedial program ("Remedial Program") for the Site; and (ii) reimburse the State's administrative costs.

5. Respondent, having waived its right to a hearing herein as provided by law, and having consented to the issuance and entry of this Order without any admission of fault or liability, agrees to be bound by its terms. Respondent consents to and agrees not to contest the authority or jurisdiction of the Department to issue or enforce this Order, and agrees not to contest the validity of this Order or its terms.

NOW, having considered this matter and being duly advised, IT IS ORDERED THAT:

I. RI/FS WORK PLAN CONTENTS AND SUBMITTALS

Within 45 days of the effective date of this Order, Respondent shall begin implementation of the work plan as approved by the Department for the Supplemental Remedial Investigation and Focused Feasibility Study ("SRI/FFS"), dated July 15, 1999, developed in conjunction with the Department (the "Work Plan".) The Work Plan, as approved by the Department on September 21, 1999, shall be incorporated into this Order as Appendix "A" and shall be an enforceable part hereof.

II. Performance and Reporting of Remedial Investigation

A. Respondent shall perform the Supplemental Remedial Investigation in

accordance with the Work Plan and the schedules contained therein and as approved by the Department.

B. During the performance of the Supplemental Remedial Investigation, Respondent shall have on-Site a full-time representative who is qualified to supervise the work done.

C. Within the time frame set forth in the approved Work Plan, Respondent shall prepare and submit a Supplemental Remedial Investigation Report that shall be an addendum to the previously submitted reports and shall:

1. include all new data generated and all other information obtained during the Remedial Investigation;
2. provide all of the assessments and evaluations set forth in the Comprehensive Environmental Response, Compensation, and Liability Act of 1980 ("CERCLA") [42 U.S.C. 9601 et seq.], as amended, the National Contingency Plan ("NCP") of March 8, 1990 [40 CFR Part 300], the USEPA guidance document entitled "Guidance for Conducting Remedial Investigations and Feasibility Studies under CERCLA," dated October 1988, and any subsequent revisions to that guidance document in effect at the time the Work Plan is approved, and appropriate USEPA and Department technical and administrative guidance documents;
3. identify any additional data that must be collected;
4. include a certification by the individual or firm with the primary responsibility for the day-to-day performance of the Supplemental Remedial Investigation that

all activities that comprised the Supplemental Remedial Investigation were performed in full accordance with the Work Plan as approved by the Department.

III. Feasibility Study

A. Within 120 days after receipt of the Department's approval of the Supplemental Remedial Investigation Report, Respondent shall submit a Focused Feasibility Study evaluating on-Site and off-Site risks related to contaminants found at the Site and proposing remedial actions to eliminate, to the maximum extent practicable, all health and environmental hazards and potential hazards attributable to hazardous wastes released at the Site. The Focused Feasibility Study shall be prepared by and have the signature and seal of a professional engineer who shall certify that the Focused Feasibility Study was prepared in accordance with this Order.

B. Respondent shall perform and prepare the Focused Feasibility Study in accordance with the Department-approved Work Plan and in a manner consistent with CERCLA, the NCP, and in accordance with the guidance and suggestions conveyed by the Department during the development of the Focused Feasibility Study.

C. After the Department's approval of the Focused Feasibility Study, Respondent shall cooperate and assist the Department in soliciting public comment on the proposed remedial action plan developed for the Site by the Department, in accordance with CERCLA, the NCP, and with any Department policy and guidance documents in effect at the time the public comment period is initiated. Respondent shall be free to exercise its right to challenge, object, or otherwise comment on the proposed remedial action plan during the public

comment period. After the close of the public comment period, the Department shall select a final remedial alternative for the site in a Record of Decision ("ROD".)

IV. Interim Remedial Measures

A. 1. Until the initiation of public comments related to the selection of the ROD, Respondent may propose one or more Interim Remedial Measures ("IRMs") for the Site on an as-needed basis.

2. In proposing each IRM, Respondent shall submit to the Department a work plan which includes a chronological description of the anticipated IRM activities together with a schedule for the performance of those activities (an "IRM Work Plan") for the Site.

3. Upon the Department's determination that the proposal is an appropriate IRM and upon the Department's approval of such work plan, the IRM Work Plan shall be incorporated into and become an enforceable part of this Order; and Respondent shall submit to the Department for its review and (as appropriate) approval, in accordance with the schedule contained in the Department-approved IRM Work Plan, detailed documents and specifications prepared, signed, and sealed by a professional engineer to implement the Department-approved IRM. Such documents shall include a health and safety plan, contingency plan, and (if the Department requires it) a citizen participation plan that incorporates appropriate activities outlined in the Department's citizen participation program for the Site. Respondent shall then carry out the IRM in accordance with the requirements of the approved IRM Work Plan, detailed documents and specifications, and this Order. Respondent

shall notify the Department of any significant difficulties that may be encountered in implementing the IRM Work Plan, and shall not modify any documents, specifications, details or obligations unless first approved by the Department.

4. During the implementation of all construction activities identified in the IRM Work Plan, Respondent shall have on-Site a full-time representative who is qualified to supervise the work done.

5. Within the schedule contained in the Department-approved IRM Work Plan, Respondent shall submit to the Department a final engineering report prepared by a professional engineer that includes a certification by that individual that all activities that comprised the IRM were performed in full accordance with the Department-approved IRM Work Plan, detailed documents and specifications, and this Order.

i. If the performance of the Department-approved IRM encompassed construction activities, the final engineering report shall include a detailed post-remedial operation and maintenance plan ("O&M Plan"); "as-built" drawings and a final engineering report (each including all changes made to the Remedial Design of IRM Work Plan during construction); and a certification by a professional engineer that the IRM was implemented and all construction activities were completed in accordance with the Department-approved detailed documents and specifications for the IRM. The O&M Plan, "as-built" drawings, final engineering report, and certification must be prepared, signed, and sealed by a professional engineer.

ii. Upon the Department's approval of the O&M Plan,

Respondent shall implement the O&M Plan in accordance with the requirements of the Department-approved O&M Plan.

6. After receipt of the final engineering report and certification, the Department shall notify Respondent in writing whether the Department is satisfied that the IRM was completed in compliance with the Department-approved IRM Work Plan and design.

V. Remedial Design Contents

A. 1. Within 90 days after publication of the ROD, Respondent shall notify the Department in writing whether or not Respondent agrees to implement the selected remedial alternative. If Respondent agrees to implement the selected remedial alternative, Respondent shall submit to the Department for its approval a schedule for development of the remedial design to implement the remedial alternative for the Site as selected by the Department in the ROD (the "Remedial Design"). In accordance with the schedule as approved by the Department, Respondent shall submit the Remedial Design for approval. The Remedial Design shall be prepared by and have the signature and seal of a professional engineer who shall certify that the Remedial Design was prepared in accordance with this Order.

2. If Respondent does not elect to implement the remedial alternative selected in the ROD, then, ten days after written notice of that decision Respondent's obligations pursuant to this Order shall terminate without prejudice or limitation to any rights of either party, except Respondent's obligations incurred pursuant to Paragraphs XI and XIII herein shall remain in full force and effect. If Respondent does not elect to implement the remedial alternative selected in the ROD pursuant to this Order then the

Department shall be deemed to have exerted all reasonable efforts to obtain Respondent's commitment to remediate the Site, and the Department shall be authorized to implement the ROD at the Site without further notice to Respondent.

B. The Remedial Design shall include the following:

1. A detailed description of the remedial objectives and the means by which each element of the selected remedial alternative will be implemented to achieve those objectives, including, but not limited to:

- a. the construction and operation of any structures;
- b. the collection, destruction, treatment, and/or disposal of hazardous wastes and substances and their constituents and degradation products, and of any soil or other materials contaminated thereby;
- c. the collection, destruction, treatment, and/or disposal of contaminated groundwater, leachate, and air;
- d. physical security and posting of the Site;
- e. health and safety of persons living and/or working at or in the vicinity of the Site;
- f. quality control and quality assurance procedures and protocols to be applied during implementation of the Remedial Design; and
- g. monitoring which integrates needs which are present on-Site and off-Site during implementation of the Department-selected remedial alternative.

2. "Biddable Quality" documents for the Remedial Design

including, but not limited to, documents and specifications prepared, signed, and sealed by a professional engineer. These plans shall satisfy all applicable local, state and federal laws, rules and regulations;

3. A time schedule to implement the Remedial Design;
4. The parameters, conditions, procedures, and protocols to determine the effectiveness of the Remedial Design, including a schedule for periodic sampling of groundwater monitoring wells on-Site and off-Site;
5. A description of operation, maintenance, and monitoring activities to be undertaken after the Department has approved construction of the Remedial Design, including the number of years during which such activities will be performed;
6. A contingency plan to be implemented if any element of the Remedial Design fails to achieve any of its objectives or otherwise fails to protect human health or the environment;
7. A health and safety plan for the protection of persons at and in the vicinity of the Site during construction and after completion of construction. This plan shall be prepared in accordance with 29 CFR 1910 by a certified health and safety professional; and
8. A citizen participation plan which incorporates appropriate activities outlined in the Department's publication, "Citizen Participation in New York's Hazardous Waste Remediation Program: A Guidebook," dated June, 1998, and any subsequent revisions thereto, and 6 NYCRR Part 375.

VI. Remedial Design Construction and Reporting

A. Within 90 days of the Department's approval to do so, Respondent shall commence construction of the Remedial Design.

B. Respondent shall implement the Remedial Design in accordance with the Department-approved Remedial Design.

C. During implementation of all construction activities identified in the Remedial Design, Respondent shall have on-Site a full-time representative who is qualified to supervise the work done.

D. Within 45 days after completion of the construction activities identified in the Remedial Design, Respondent shall submit to the Department a detailed post-remedial operation and maintenance plan ("O&M Plan"); "as-built" drawings and a final engineering report (each including all changes made to the Remedial Design during construction); and a certification by a professional engineer that the Remedial Design was implemented and all construction activities were completed in accordance with the Department-approved Remedial Design. The O&M Plan shall include the parameters, conditions, procedures and protocols to affirm the effectiveness of the Remedial Design. The O&M Plan shall include specific and measurable performance criteria and steps to be taken if the criteria are not met. The approval of the Department shall be obtained prior to any physical changes to the design of the remedy or modification to the operations and maintenance of the remedy. The O&M Plan, "as built" drawings, final engineering report, and certification must be prepared, signed, and sealed by a professional engineer.

E. Upon the Department's approval of the O&M Plan, Respondent shall implement the O&M Plan in accordance with the requirements of the Department-approved O&M Plan, and submit reports as required therein.

F. After receipt of the "as-built" drawings, final engineering report, and certification, the Department shall notify Respondent in writing whether the Department is satisfied that all construction activities have been completed in compliance with the approved Remedial Design.

G. If the Department concludes that any element of the Remedial Program fails to achieve its objectives or otherwise fails to protect human health or the environment, Respondent shall take whatever action the Department determines necessary to achieve those objectives or to ensure that the Remedial Program otherwise protects human health and the environment.

H. 1. If, after review, the Department accepts and approves the engineer's certification that construction of the remedial program was completed in accordance with the approved Remedial Design, then, unless a supplementary remedial program is required pursuant to Subparagraph VI.G, and except for the provisions of this Paragraph and of Paragraph XIII hereof, and except for the reimbursement of Department expenditures for the Site in accordance with Paragraph XI, and any obligations pursuant to the O&M Plan, and any Natural Resource Damages claims which may arise, such acceptance shall constitute a release for each and every claim, demand, remedy or action whatsoever against Respondent, its agents, successors and assigns which the Department has or may have pursuant to Article 27, Title 13

of the ECL relative to or arising from the disposal of hazardous wastes at the Site and except for the provisions of Paragraphs XI, and XIII hereof, and except as specified herein, Respondent's obligations pursuant to this Order shall be deemed satisfied and terminated; provided, however, that the Department specifically reserves all of its rights concerning, and such release and satisfaction shall not extend to, any investigation or remediation the Department deems necessary due to:

(a) environmental conditions on-Site or off-Site which are related to the disposal of wastes at the Site and were unknown to the Department at the time of its approval of the Remedial Design; or

(b) information received, in whole or in part, after the Department's approval of the Remedial Design, and such information or unknown environmental condition indicates that the Remedial Program is not sufficiently protective of human health or the environment.

2. The Department shall notify Respondent of such environmental conditions or information and its basis for determining that the remedial program is not protective of human health and the environment.

3. This release shall inure only to the benefit of Respondent, its directors, officers, employees, and agents, and to the extent that they are not otherwise parties responsible under the law, to its successors and assigns.

4. Nothing herein shall be construed as barring, diminishing, adjudicating or in any way affecting any legal or equitable rights or claims, actions, suits, causes of action or

demands whatsoever that the Department may have against anyone other than Respondent.

VII. Progress Reports

A. Respondent shall submit to the parties identified in Subparagraph XIV.B in the numbers specified therein copies of written monthly progress reports that:

1. describe the actions which have been taken toward achieving compliance with this Order during the previous month;
2. include all results of sampling and tests and all other data received or generated by Respondent or Respondent's contractors or agents in the previous month, including quality assurance/quality control information, whether conducted pursuant to this Order or conducted independently by Respondent;
3. identify all work plans, reports, and other deliverables required by this Order that were completed and submitted during the previous month;
4. describe all actions, including, but not limited to, data collection and implementation of work plans, that are scheduled for the next month and provide other information relating to the progress at the Site;
5. include information regarding percentage of completion, unresolved delays encountered or anticipated that may affect the future schedule for implementation of the Respondent's obligations under the Order, and efforts made to mitigate those delays or anticipated delays;
6. include any modifications to any work plans that Respondent has proposed to the Department or that the Department has approved; and

7. describe all activities undertaken in support of the Citizen Participation Plan during the previous month and those to be undertaken in the next month.

B. Respondent shall submit these progress reports to the Department by the fifteenth day of every month following the effective date of this Order.

C. Respondent shall notify the Department at least 10 working days in advance of any field activities to be conducted pursuant to this Order. Respondent also shall allow the Department to attend, and shall provide the Department at least seven days advance notice of, any of the following activities which are conducted in relation to the Remedial Design: prebid meetings, job progress meetings, substantial completion meeting and inspection, and final inspection and meeting.

VIII. Review of Submittals

A. 1. The Department shall review each of the submittals Respondent makes pursuant to this Order to determine whether it was prepared, and whether the work done to generate the data and other information in the submittal was done, in accordance with this Order and generally accepted technical and scientific principles. The Department shall notify Respondent in writing of its approval or disapproval of the submittal. All Department-approved submittals shall be incorporated into and become an enforceable part of this Order.

2. a. If the Department disapproves a submittal, it shall so notify Respondent in writing and shall specify the reasons for its disapproval. Within 30 days after receiving written notice that Respondent's submittal has been disapproved, Respondent shall make a revised submittal to the Department that addresses and resolves all of the

Department's stated reasons for disapproving the first submittal.

b. After receipt of the revised submittal, the Department shall notify Respondent in writing of its approval or disapproval. If the Department disapproves the revised submittal, Respondent shall be in violation of this Order and the Department may take any action or pursue whatever rights it has pursuant to any provision of statutory or common law. If the Department approves the revised submittal, it shall be incorporated into and become an enforceable part of this Order.

B. Respondent shall modify and/or amplify and expand a submittal upon the Department's direction to do so if the Department determines, as a result of reviewing data generated by an activity required under this Order or as a result of reviewing any other data or facts, that further work is necessary.

C. In the event of a dispute between the Department and Respondent regarding the disapproval of a submittal or the need for modification or amplification of a submittal pursuant to this Paragraph, the parties shall first attempt to resolve the dispute informally between them. If informal discussions and negotiations do not appear to be resolving the dispute within thirty (30) days of Respondent's receipt of the notice of the Department's disapproval of a submittal, or the Department's request for modification or amplification of a submittal, Respondent shall be entitled to invoke this Subparagraph to resolve the issues in dispute.

1. Within 30 days of the date on which the Department issues a notification to Respondent of its disapproval, Respondent may commence dispute resolution

procedures. Disputes regarding Work Plan development and revision shall be heard by the Bureau Director of the Division of Environmental Remediation's remedial bureau within which the Site is located. All other disputes subject to dispute resolution shall be heard by the Assistant Division Director of the Division of Environmental Remediation. The Bureau Director of the Division of Environmental Remediation's western remedial bureau or the Assistant Division Director, as the case may be, shall hereafter be referred to as "Director."

2. Commencement of the dispute resolution procedures shall consist of delivering a written statement of the issues in dispute along with the relevant facts upon which the dispute is based and the factual data, analyses or opinions supporting Respondent's position, and all other supporting documentation on which Respondent relies ("Statement of Position"). The papers shall be directed to the Director, Division of Environmental Remediation, Western Remediation Bureau at the Department of Environmental Conservation, 50 Wolf Road, Albany, New York, 12233-7010, with copies also delivered to Mary Jane Peachey and to Glen Bailey at the addresses provided herein at Paragraph XIV.

3. The Department staff shall deliver its Statement of Position to the Director and to Respondents no later than fifteen (15) business days after receipt of Respondent's Statement of Position.

4. The Department shall compile an administrative record of any dispute pursuant to this subparagraph. The record shall include the Statement of Position of each party and any other identified relevant information. The record shall be available for review to all parties and to the public.

5. A meeting with the Director and the presentation of any argument or statement regarding the issues in dispute shall be solely at the discretion of the Director. Upon review of the administrative record, the Director shall issue a final decision resolving the dispute. Respondent shall have the burden of proving that there is no rational basis for the Department's position giving rise to the dispute. Respondent shall have those rights available pursuant to Article 78 of the Civil Practice Laws and Rules of the State of New York ("CPLR"), provided that a petition under Article 78 is filed within ten (10) business days of receipt of the decision issued by the Director.

6. The invocation of the procedures stated in this subparagraph shall not extend, postpone, or modify Respondents' obligations under this Order with respect to any undisputed items. Respondent shall not be in violation of this Order for failure to perform tasks or obligations which are directly related to the issues in dispute or which may be altered or revised in the resolution of the issues in dispute. The invocation of the procedures provided in this subparagraph shall constitute an election of remedies by the party initiating the proceedings, and such election of this remedy shall constitute a waiver of any and all other remedies which may otherwise have been available to the party regarding the issue in dispute.

IX. Penalties

A. 1. Respondent's failure to comply with any term of this Order constitutes a violation of this Order and the ECL.

2. Respondent shall be liable for payment to the Department of the sums set forth by statute as penalties for each day or part thereof that the Respondent is in

violation of the terms of this Order.

B. Respondent shall not suffer any penalty under this Order or be subject to any proceeding or action if it cannot comply with any requirement hereof because of war, riot, or an unforeseeable disaster arising exclusively from natural causes which the exercise of ordinary human prudence could not have prevented. Respondent shall, within five days of when it obtains knowledge of any such condition, notify the Department in writing.

Respondent shall include in such notice the measures taken and to be taken by Respondent to prevent or minimize any delays and shall request an appropriate extension or modification of this Order. Failure to give such notice within such five-day period constitutes a waiver of any claim that a delay is not subject to penalties. Respondent shall have the burden of proving that an event is a defense to compliance with this Order pursuant to this Subparagraph IX.B.

Increased costs or expenses of any work to be performed under this Order, the financial inability of Respondent to perform such work, the failure of Respondent to make complete and timely application for any required approval or permit, and the nonattainment of the goals, standards, and requirements of this Order do not constitute conditions or events warranting the relief set forth in this Subparagraph IX.B.

X. Entry upon Site

Respondent hereby consents to the entry upon the Site or areas in the vicinity of the Site which may be under the control of the Respondent by any duly designated employee, consultant, contractor, or agent of the Department or any State agency for purposes of inspection, sampling, and testing and to ensure Respondent's compliance with this Order.

Respondent shall provide the Department with office space at the Site comparable to such space provided to Respondent's consultants, if any, including access to a telephone, and shall permit the Department full access to all records relating to matters addressed by this Order and to job meetings.

XI. Payment of State Costs

Within 30 days after receipt of an itemized invoice from the Department, Respondent shall pay to the Department a sum of money which shall represent reimbursement for the State's expenses including, but not limited to, direct labor, fringe benefits, indirect costs, travel, analytical costs, and contractor costs incurred by the State of New York for work performed at the Site to date, as well as for negotiating this Order, reviewing and revising submittals made pursuant to this Order, overseeing activities conducted pursuant to this Order, collecting and analyzing samples, and administrative costs associated with this Order and incurred prior to the termination of this Order. Such payment shall be made by certified check payable to the Department of Environmental Conservation. Payment shall be sent to the Bureau of Program Management, Division of Environmental Remediation, N.Y.S.D.E.C., 50 Wolf Road, Albany, NY 12233-7010. Itemization of the costs shall include an accounting of personal services indicating the employee name, title, biweekly salary, and time spent (in hours) on the project during the billing period, as identified by an assigned time and activity code. This information shall be documented by reports of Direct Personal Service. Approved agency fringe benefit and indirect cost rates shall be applied. Non-personal service costs shall be summarized by category of expense (e.g., supplies, materials, travel, contractual) and shall be

documented by expenditure reports.

XII. Department Reservation of Rights

A. Nothing contained in this Order shall be construed as barring, diminishing, adjudicating, or in any way affecting any of the Department's civil, criminal, administrative, or equitable rights or authorities.

B. Nothing contained in this Order shall be construed to prohibit the Commissioner or his duly authorized representative from exercising any summary abatement powers.

XIII. Indemnification

Respondent shall indemnify and hold the Department, the State of New York, and their representatives and employees harmless for all claims, suits, actions, damages, and costs of every name and description arising out of or resulting from the fulfillment or attempted fulfillment of this Order by Respondent, and/or Respondent's directors, officers, employees, servants, agents, successors, and assigns, except that such indemnity and hold harmless obligation shall not apply to any acts or omissions of the Department or the State of New York, or their representatives or employees, which constitute gross negligence or willful misconduct.

XIV. Communications

A. All written communications required by this Order shall be transmitted by United States Postal Service, by private courier service, or hand delivered as follows:

Communication from Respondent shall be sent to:

Mary Jane Peachey, P.E.
Division of Environmental Remediation
New York State Department of Environmental Conservation
6274 East Avon - Lima Road
Avon, New York 14414-9519

with copies thereof sent to:

1. Director, Bureau of Environmental Exposure Investigation
New York State Department of Health
Flanigan Square
547 River Street
Troy, New York 12180
2. Edward R. Belmore, P.E.
New York State Department of Environmental Conservation
Division of Environmental Remediation
50 Wolf Road
Albany, New York 12233-7010
3. Glen R. Bailey, Esq.
New York State Department of Environmental Conservation
Division of Environmental Enforcement
270 Michigan Avenue
Buffalo, New York 14203-2999

B. Copies of work plans and reports shall be submitted as follows:

1. Four copies (one unbound) to Mary Jane Peachey, Division of Environmental Remediation.
2. Two copies to the Director, Bureau of Environmental Exposure Investigation.
3. Two copies to the Division of Environmental Remediation, Albany
4. One copy to Glen Bailey, Division of Environmental Enforcement, Buffalo

C. Within 30 days of the Department's approval of any report submitted pursuant to this Order, Respondent shall submit to Mary Jane Peachey a computer readable magnetic media copy of the approved report in American Standard Code for Information Interchange (ASCII) format, or a 16 mm standard roll microfiche film copy of drawings and reports, as requested.

D. Communication to be made from the Department to Respondent shall be sent to:

Ross E. Austin, Esq.
DuPont Chemical Company
Legal Department
1007 Market Street
Wilmington, Delaware 19898

and to:

Paul F. Mazierski, PG
Senior Project Leader
DuPont Corporate Remediation Group
Buffalo Avenue and 26th Street
Niagara Falls, New York 14302

E. The Department and Respondent reserve the right to designate additional or different addressees for communication or written notice to the other.

XV. Miscellaneous

A. All activities and submittals required by this Order shall address both on-Site and off-Site contamination resulting from the disposal of hazardous wastes at the Site.

B. Respondent shall retain professional consultants, contractors, laboratories, quality assurance/quality control personnel, and data validators acceptable to the Department to perform the technical, engineering, and analytical obligations required by this Order. The experience, capabilities, and qualifications of the firms or individuals selected by

Respondent shall be submitted to the Department within 5 days after the effective date of this Order. The Department's approval of these firms or individuals shall be obtained before the start of any activities for which Respondent and such firms or individuals will be responsible. The responsibility for the performance of the professionals retained by Respondent shall rest solely with Respondent.

C. The Department shall have the right to obtain split samples, duplicate samples, or both, of all substances and materials sampled by Respondent, and the Department also shall have the right to take its own samples. Respondent shall make available to the Department the results of all sampling and/or tests or other data generated by Respondent with respect to implementation of this Order and shall submit these results in the progress reports required by this Order.

D. Respondent shall notify the Department at least 10 working days in advance of any field activities to be conducted pursuant to this Order.

E. Respondent shall obtain all permits, easements, rights-of-way, rights-of-entry, approvals, or authorizations necessary to perform Respondent's obligations under this Order.

F. Respondent and Respondent's officers, directors, agents, servants, employees, successors, and assigns shall be bound by this Order. Any change in ownership or corporate status of Respondent including, but not limited to, any transfer of assets or real or personal property shall in no way alter Respondent's responsibilities under this Order.

Respondent's officers, directors, employees, servants, and agents shall be obliged to comply

with the relevant provisions of this Order in the performance of their designated duties on behalf of Respondent.

G. Respondent shall provide a copy of this Order to each contractor hired to perform work required by this Order and to each person representing Respondent with respect to the Site and shall condition all contracts entered into in order to carry out the obligations identified in this Order upon performance in conformity with the terms of this Order.

Respondent or Respondent's contractors shall provide written notice of this Order to all subcontractors hired to perform any portion of the work required by this Order. Respondent shall nonetheless be responsible for ensuring that Respondent's contractors and subcontractors perform the work in satisfaction of the requirements of this Order.

H. All references to "professional engineer" in this Order are to an individual registered as a professional engineer in accordance with Article 145 of the New York State Education Law. If such individual is a member of a firm, that firm must be authorized to offer professional engineering services in the State of New York in accordance with Article 145 of the New York State Education Law.

I. All references to "days" in this Order are to calendar days unless stated to be a "working day." "Working day" means a day other than Saturday, Sunday, or official State holiday. In computing any period of time under this Order, where the last calendar day would fall on a Saturday, Sunday, or State holiday, the period shall run until the close of business on the next working day.

J. The paragraph headings set forth in this Order are included for

convenience of reference only and shall be disregarded in the construction and interpretation of any of the provisions of this Order.

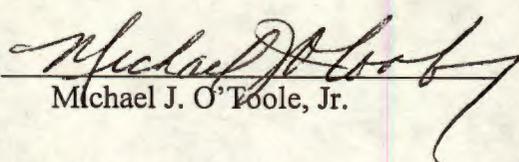
K. 1. The terms of this Order shall constitute the complete and entire Order between Respondent and the Department concerning the Site. No term, condition, understanding, or agreement purporting to modify or vary any term of this Order shall be binding unless made in writing and subscribed by the party to be bound. No informal advice, guidance, suggestion, or comment by the Department regarding any report, proposal, plan, specification, schedule, or any other submittal shall be construed as relieving Respondent of Respondent's obligation to obtain such formal approvals as may be required by this Order.

2. If Respondent desires that any provision of this Order be changed, Respondent shall make timely written application, signed by Respondent, to the Commissioner setting forth reasonable grounds for the relief sought. Copies of such written application shall be delivered or mailed to Mary Jane Peachey and to Glen R. Bailey.

L. The effective date of this Order shall be the date it is signed by the Commissioner or his designee.

DATED: Albany; New York
12/13, 2000

JOHN P. CAHILL
Commissioner
New York State Department of
Environmental Conservation

By: 
Michael J. O'Toole, Jr.

