CALIFORNIA REGIONAL WATER QUALITY CONTROL BOARD
SAN DIEGO REGION

ADDENDUM NO. 1
TO
CLEANUP AND ABATEMENT ORDER NO. R9-2004-0258

TDY INDUSTRIES, INC.
(f/k/a TELEDYNE INDUSTRIES, INC.)
TDY HOLDINGS, LLC
AND
TELEDYNE RYAN AERONAUTICAL COMPANY

2701 NORTH HARBOR DRIVE, SAN DIEGO, CALIFORNIA

SAN DIEGO COUNTY

The California Regional Water Quality Control Board, San Diego Region (hereinafter Regional Board) finds that:

1. **CLEANUP AND ABATEMENT ORDER NO. R9-2004-0258.** Except as contradicted or superceded by the findings and directives set forth in this Cleanup and Abatement Order Addendum, (Addendum No. 1) all of the previous findings and directives of Cleanup and Abatement Order No. R9-2004-0258 remain in full force and effect.

2. **SITE INVESTIGATION AND CHARACTERIZATION WORKPLAN.** Directive 2 of CAO R9-2004-0258 required Teledyne Ryan Aeronautical Company, TDY Holdings LLC, and TDY Industries, Inc., (hereinafter Discharger(s)) to submit a workplan by January 28, 2005 to guide the collection of information to produce a Site Investigation and Characterization Report. The Discharger(s) submitted various versions of workplans on January 28, 2005, March 30, 2005, May 20, 2005 and July 8, 2005. By letters dated February 28, 2005, March 9, 2005, April 21, 2005, and June 15, 2005 the Regional Board provided comments and requested revisions on the workplan submittals. By letter dated July 20, 2005 the Regional Board directed the Discharger(s)) to implement the Site Characterization Work Plan (including subsequent addenda).

3. **SITE INVESTIGATION AND CHARACTERIZATION REPORT SCHEDULE.** Directive B.3. of the CAO provides that, "The Discharger(s) shall prepare and submit a Site Investigation and Characterization Report (Report) describing the results of the Site investigation and characterization study on a schedule to be established by the Regional Board in a subsequent amendment to this CAO based on the Characterization Workplan." The Regional Board has reviewed the Discharger's time schedule for submission of the Report contained in Figure 7 of their January 28, 2005 workplan submittal and met with the Discharger on June 15, 2005 to discuss the schedule in further detail. This addendum establishes a schedule for completion of the Site Investigation and Characterization Report by December 19, 2005. This schedule takes into consideration the threat to the public health and water quality posed by the unauthorized discharges from the Site, the need to mitigate that threat, and the financial and technical resources available to TDY.

4. **TDY PETITION.** Based on information presented in the Discharger's June 13, 2005 petition to the State Water Resources Control Board, CAO Finding 1 should be revised to provide additional corporate history detail and CAO Finding 12 should be revised to remove an inaccurate reference to the time period when sediment samples were collected.

5. **LEGAL AND REGULATORY AUTHORITY.** This CAO Addendum is based on Section 13267 and Chapter 5, Enforcement and Implementation commencing with Section 13300 of the Porter-Cologne Water Quality Control Act (Division 7 of the Water Code, commencing with Section 13000).

IT IS HEREBY ORDERED that CAO R9-2004-0258 is amended as follows:

GEOSYNTEC DEC 19, 2005

1. **SITE INVESTIGATION AND CHARACTERIZATION REPORT.** The Discharger(s) shall prepare and submit the Site Investigation and Characterization Report containing the information described in Directive 3 of CAO R9-2004-0258 by **December 19, 2005**.

2. **Finding No. 2 is deleted and replaced by the following:**
"PERSONS RESPONSIBLE. The Ryan Aeronautical Company operated at the Site from its inception in the early 1940s until approximately 1969. In approximately January 1969, Teledyne, Inc. bought the outstanding stock of the Ryan Aeronautical Company. In approximately February 1969, the Ryan Aeronautical Company was merged into Teledyne United Corporation and Teledyne United Corporation changed its name to Ryan Aeronautical Company. In approximately December 1969, Ryan Aeronautical Company merged into Teledyne, Inc. and Teledyne, Inc. transferred the assets of Ryan Aeronautical Company to Teledyne Industries, Inc., a wholly owned subsidiary of Teledyne, Inc. In 1999, Teledyne, Inc., was dissolved. TDY Holdings, LLC became the successor to certain liabilities of Teledyne, Inc. and Teledyne Industries, Inc. changed its name to TDY Industries, Inc. (TDY). Teledyne Ryan Aeronautical Company, Teledyne Industries, Inc., TDY Holdings, LLC, and TDY Industries, Inc. are jointly referred to as "Discharger(s)" in this Order. The Dischargers may not be the only persons responsible for discharges of PCBs and other waste into Convair Lagoon and San Diego Bay, or for deposits of PCBs and other waste into the storm drains serving the Site and for cleanup and abatement. PCBs have been detected in the SWCS upgradient from the Site as well as in storm drains and catch basins at the Site. After obtaining access to the Site, TDY can proceed, within the limits of the Site, with site investigation and characterization, as well as cleanup and abatement of pollution in areas not subject to discharges from up-gradient sources, without assistance from up-gradient contributors."

3. **Finding No. 12 is deleted and replaced by the following:**
"PCB ACCUMALATION ON SAND CAP. PCBs discharged from the SWCS at the Site are being deposited on the surface of the Convair Lagoon Sand Cap in San Diego Bay at concentrations in excess of 1 mg/kg. PCB concentrations have ranged from 1.77 mg/kg up to 20.44 mg/kg."

I, John H. Robertus, Executive Officer, do hereby certify the forgoing is a full, true, and correct copy of a Cleanup and Abatement Order Addendum issued on July 22, 2005.

JOHN H. ROBERTUS

Executive Officer

Date Issued: July 22, 2005