California Regional Water Quality Control Board
Santa Ana Region

Remedial Investigation Order by Consent No. R8-2005-0121
For
Goodrich Corporation

160-acre Site located in the City of Rialto,
San Bernardino County

The California Regional Water Quality Control Board, Santa Ana Region ("Regional Board"), finds that:

1. Perchlorate and TCE have been detected in certain monitoring wells and drinking water wells within the Rialto Groundwater Management Zone.

2. Municipal water supply wells in the Rialto Groundwater Management Zone have been, or are likely to be, affected by the perchlorate and/or TCE pollution. Regional Board staff has identified numerous parties, and continues in its efforts to identify all parties, that may have discharged perchlorate and/or TCE in the Rialto Groundwater Management Zone.

3. The Regional Board has jurisdiction over the Rialto Groundwater Management Zone, has been conducting an investigation of the perchlorate contamination, and has issued a number of orders pursuant to its authority under Water Code Sections 13304 and/or 13267.

4. The beneficial uses of the Rialto Groundwater Management Zone include:

(a) Municipal and domestic supply,

(b) Agricultural supply,

(c) Industrial service supply, and

(d) Industrial process supply.

5. Goodrich Corporation ("Goodrich") formerly owned property and conducted operations at a 160-acre parcel located in the southwest quadrant of Section 21, Township 1 North, and Range 5 West, of the United States Geological Survey (USGS), 7.5 minute series "Devore, California" quadrangle map (1956, photo revised 1980) (hereafter, the "160-acre Site"). The 160-acre Site is bounded by West Casa Grande Drive on the north, Locust Avenue on the east, the extension of Alder Avenue on the west, and the extension of Summit Avenue on the south in the City of Rialto, San Bernardino County, California. Numerous other parties have operated at and/or are currently operating on the 160-acre Site. Goodrich's operations, as well as those of other parties, allegedly involved the use of perchlorate.

6. Pursuant to Unilateral Administrative Order 2003-11, issued by the United States Environmental Protection Agency ("EPA") to Goodrich and Emhart Industries, Inc.,

Goodrich has conducted a remedial investigation at the 160-acre Site, including the installation of four groundwater monitoring wells. Goodrich submitted a draft Remedial Investigation Report to EPA on March 24, 2005.

7. EPA has deferred to the Regional Board regarding oversight of Goodrich's investigation of perchlorate contamination potentially emanating from the 160-acre Site.

8. Based on the facts presented herein, the Regional Board suspects Goodrich of having discharged waste, or depositing waste where it may have been discharged, into the waters of the state and creating a condition of pollution or nuisance. At this time, the Regional Board has not made a final determination as to the actual contribution of perchlorate contamination that Goodrich may be responsible for in the Rialto Groundwater Management Zone.

9. The Regional Board finds that additional investigation is necessary to investigate the lateral and vertical extent of perchlorate that is discharging, has been discharged, or threatens to be discharged from the 160-acre Site. The necessity of this investigation is to protect the public health and the environment, and particularly the groundwater of the State of California.

10. It is appropriate to order Goodrich to conduct additional investigation regarding the lateral and vertical extent of perchlorate that is discharging, has been discharged, or threatens to be discharged from the 160-acre Site.

11. Other orders may be issued at a later date by the Regional Board to other parties associated with the 160-acre Site, or other area properties, if Regional Board staff obtains additional information indicating that other parties have discharged perchlorate that is present in the soil or groundwater.

12. Water Code Section 13304 allows the Regional Board to recover reasonable expenses for overseeing investigation or cleanup and abatement activities. It is the Regional Board's intent to recover such costs for regulatory oversight work conducted in accordance with this order.

13. This enforcement action is being taken by a regulatory agency to enforce a water quality law. Such action is exempt from the provisions of the California Environmental Quality Act (Public Resources Code, Section 21000, et seq.) in accordance with Section 15321, Article 19, Division 3, Title 14, California Code of Regulations.

14. The Regional Board and Goodrich have entered into an Administrative Settlement Agreement on December 22, 2005, pursuant to which Goodrich consents to the following order subject to the terms of said agreement.

IT IS HEREBY ORDERED THAT, pursuant to the Administrative Settlement Agreement between the Regional Board and Goodrich approved by the Regional Board on December 22, 2005 and Section 13267(b)(1), Article 4, Chapter 4, Division 7 and Section 13304, Article 1, Chapter 5, Division 7, of the California Water Code, Goodrich shall investigate the effects of the discharge of waste at the 160-acre Site, as follows:

1. Goodrich shall implement the Work Plan, attached hereto as Exhibit A, which is subject to approval by the Executive Officer, to install groundwater monitoring wells, perform specified groundwater monitoring and prepare an additional remedial investigation report (the "Remedial Investigation Report").

2. The Work Plan shall be implemented in accordance with time schedules set forth in the Work Plan or otherwise approved by the Executive Officer.

3. The Regional Board shall develop a community relations plan consistent with applicable regulations, including the National Oil and Hazardous Substance Pollution Contingency Plan, Title 42, United States Code, Section 9605 and Code of Federal Regulations, Title 40, Part 300. Goodrich shall assist the Regional Board, as requested, to implement the community relations plan.

4. The Regional Board hereby rescinds its investigation order of September 24, 2002, issued to Goodrich pursuant to Water Code Section 13267.

5. The Executive Officer is hereby authorized to enforce this order as set forth in the Administrative Settlement Agreement and to seek judicial enforcement of this order as permitted under the Water Code in the event of Goodrich's failure to comply with it.

I, Gerard J. Thibeault, Executive Officer, do hereby certify that the foregoing is a full, true and correct copy of an order adopted by the California Regional Water Quality Control Board, Santa Ana Region, on November 16, 2005.

Gerard J. Thibeault
Executive Officer

Agreed to by Goodrich Corporation

By: _____
Director Remediation

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Date: 12/22/05