

**SETTLEMENT AGREEMENT REGARDING
PERMITS FOR TILLMAN, LA-GLENDALE AND BURBANK
WATER RECLAMATION PLANTS**

This Settlement Agreement ("Agreement") is made by and between the California Regional Water Quality Control Board, Los Angeles Region (the "Regional Water Board"), by and through its Executive Officer, and the City of Los Angeles ("LA") and the City of Burbank ("Burbank") (collectively, the "Cities"). All parties to this Agreement are herein known as "Parties")

RECITALS

- A. In July of 1998, the Regional Water Board adopted NPDES permits for LA's Donald C. Tillman Water Reclamation Plant ("Tillman"), the Los Angeles-Glendale Water Reclamation Plant ("LA-G"), and Burbank's Water Reclamation Plant ("Burbank"), Orders No. 98-046, No. 98-047, and No. 98-052 (collectively "Permits").
- B. LA and Burbank (collectively, the "Cities") subsequently and separately appealed their own Permits to the State Water Resources Control Board ("State Board"). However, the State Board dismissed the administrative appeals of these permits without review.
- C. In response to these dismissals, the Cities filed petitions for writ of mandate in 1999 with the Los Angeles County Superior Court ("Superior Court") against the Regional Water Board and the State Board (collectively "Water Boards"). These petitions challenged the Permits as being inconsistent with the Clean Water Act (commencing with United States Code, title 33, section 1251) ("Clean Water Act"), California's Porter-Cologne Water Quality Control Act (commencing with Water Code section 13000) ("Porter-Cologne Act"), California's Administrative Procedures Act (commencing with Government Code section 11340), and the California Environmental Quality Act (commencing with Public Resources Code section 21000). Certain numeric effluent limitations set forth in the Permits contested by the Cities were stayed pending resolution of the Cities' petitions for writ of mandate.
- D. On April 4, 2001, the Superior Court issued its judgments and Statement of Decisions granting the Cities' petitions for writ of mandate.
- E. The State Board and Regional Water Board filed an appeal of several issues in the Superior Court's judgment with the Court of Appeals, which resulted in an initial decision being filed on December 24, 2002. The Cities filed a Petition for Rehearing, which was denied, but the Court of Appeal took up the matter on rehearing by its own motion and vacated the December 24th decision.
- F. The Court of Appeal issued a new decision on August 14, 2003, in the Water Boards' favor, and the Cities filed petitions for review with the California Supreme Court on September 23, 2003.

- G. On November 19, 2003, the Supreme Court granted review of the Cities' Petition for Review of the underlying Court of Appeal decision.
- H. On April 4, 2005, the California Supreme Court issued its decision reinstating the contested provisions of the Permits to the extent that the specified numeric effluent limitations on chemical pollutants are necessary to satisfy federal Clean Water Act requirements for treated wastewater. However, the Court remanded one issue back to the Superior Court for resolution. The Superior Court was required to determine whether or not the contested effluent limitations were "more stringent" than required by federal law and, therefore, subject to additional analysis under Water Code section 13263, which includes a requirement to consider the factors listed in Water Code section 13241.
- I. Both the Water Boards and the Cities filed petitions for rehearing. The Supreme Court reviewed the petitions for rehearing and denied the petitions on June 29, 2005.
- J. On June 28, 2006, the trial court judge signed Statements of Decision after a hearing on remand. The Court found that the following constituents had numeric effluent limitations more stringent than required by federal law existing at the time that the Regional Water Board adopted the Permits: benzene, bis(2-ethylhexyl)phthalate, cadmium, chromium VI, 1,2-dichloroethane, ethylbenzene, lead, selenium, tetrachlorethylene, toluene, and toxaphene. The Superior Court ordered that these contested effluent limits contained in the Permits be vacated; that the Water Boards revise or reissue the NPDES permits and file a return with the Superior Court by December 31, 2006; and that the stay of contested effluent limitations remain in effect until the return is served and filed by the Respondents with the Superior Court. This determination was because the limitations for these constituents were expressed as daily maximum concentrations, without a determination that average weekly and average monthly effluent limitations were impracticable, as required by section 122.45(d)(2) of title 40 of the Code of Federal Regulations, and because the Regional Water Board imposed some of these effluent limitations based upon the "P* MUN" beneficial use, which, in separate litigation, had been subsequently determined to be a conditional use designation, which has no legal effect until such time as the Regional Water Board undertakes additional study and amends the Basin Plan.
- K. New permits were thereafter adopted by the Regional Water Board in November (Order No. R4-2006-0085 for Burbank) and December of 2006 (Order Nos. R4-2006-0091 and R4-2006-0092 for LA) ("Revised Permits"). The effective dates of these Revised Permits were December 29, 2006 for Burbank and February 2, 2007 for LA.
- L. The Regional Water Board filed a return to the Cities' writs of mandate with the Superior Court on January 1, 2007.
- M. The Cities petitioned the State Board to review the Revised Permits on December 11, 2006 and on January 16, 2007, respectively. At the request of the Cities, the State Board placed those petitions in abeyance, and they currently remain in abeyance.

- N. On March 29, 2007, the Cities moved to strike the return filed by the Regional Water Board. At the hearing, the Superior Court determined that the motion was not ripe because Cities had not exhausted their administrative remedies by completing State Board review under Water Code section 13320, by way of the pending petitions. Accordingly, the Superior Court stayed the Cities' motion until the State Board has ruled on the Cities' pending petitions for review.
- O. The Parties agree that resolution of the pending petitions for review and litigation is in the best interests of all the Parties.
- P. Without admitting anything, the Parties enter into this Agreement to resolve the lawsuits and petitions challenging the Permits and Revised Permits adopted in 1998 and 2006, and to avoid the expense and uncertainty of continued administrative hearings and litigation.

In consideration of the foregoing and the following, the Parties agree as follows:

AGREEMENT

1. Effluent Limits/Permit Requirements - Permit Amendments

The Executive Officer of the Regional Water Board ("Executive Officer") agrees to propose and advocate for the changes described in this Agreement as amendments to the Cities' Revised Permits, as applicable:

- a. Maximum Contaminant Levels ("MCLs") and Reasonable Potential. The Cities dispute that the Permits should include effluent limitations based on Title 22 standards to protect the groundwater aquifer underlying the Los Angeles River because the Cities believe that data shows that the Los Angeles River does not normally recharge the underlying groundwater aquifer. Thus, the Cities contend that the Regional Water Board failed to support imposition of Title 22 MCL-based effluent limitations with findings supported by evidence in the administrative record. The Regional Water Board staff disputes this belief and points to information in the administrative record that supports the use of MCL-based limitations expressed as monthly averages, including but not limited to information that diversions exist in the lower river that recharge the groundwater. In order to settle this dispute, the Executive Officer agreed that staff would re-calculate the reasonable potential for the priority pollutant effluent limitations that were challenged by the Cities, including those based on MCLs, and remove those limitations where the concentrations do not show reasonable potential to cause or contribute to an exceedance of the water quality standards. The re-calculation was based upon the Executive Officer's agreement that data obtained prior to each facility's implementation of nitrification/de-nitrification (NDN) treatment processes was not representative of the existing treatment systems. These effluent limitations include limits for tetrachloroethylene, bis(2-ethylhexyl)phthalate, arsenic, iron, and total trihalomethanes.

The Regional Water Board staff has completed the reasonable potential analysis, and pursuant thereto, the Executive Officer will recommend for approval the removal of the following effluent limitations from the following Revised Permits, because they have been determined to lack reasonable potential:

Facility	Constituent	Effluent Limitation		Source of Limitation
		Mo. Ave	Daily Max.	
Burbank	Arsenic	10 µg/L		MCL
		0.75 lbs/day		Calculated
	Iron	300 µg/L		MCL
		22 lbs/day		Calculated
	Dibromochloromethane	34 µg/L	45 µg/L	CTR
		2.6 lbs/day	3.4 lbs/day	Calculated
	Interim limit	110 µg/L		
	Dichlorobromomethane	46 µg/L	61 µg/L	CTR
		3.5 lbs/day	4.6 lbs/day	Calculated
	Interim limit	67 µg/L		
	Bis(2-ethylhexyl) phthalate	*	17 µg/L	CTR
		*	1.3 lbs/day	Calculated
	Interim limit	28 µg/L		
DCT	Cyanide	3.8 µg/L	9.4 µg/L	SIP/CTR
		2.5 lbs/day	6.3 lbs/day	Calculated
	Interim limit	6.4 µg/L	15 µg/L	
	Tetrachloroethylene	5 µg/L	no limit	MCL
		3.3 lbs/day	no limit	Calculated
	Bis(2-ethylhexyl) phthalate	4 µg/L	16 µg/L	MCL for mo. avg. and SIP/CTR for daily max
		2.7 lbs/day	11 lbs/day	Calculated
	Interim limit	9.0 µg/L	21.8 µg/L	
	Gamma-BHC	0.063 µg/L	0.17 µg/L	SIP/CTR
		0.042 lbs/day	0.11 lbs/day	Calculated
LAG	Cyanide	3.4 µg/L	9.6 µg/L	SIP/CTR
		0.57 lbs/day	1.6 lbs/day	Calculated
	Interim limit	47 µg/L		
	Tetrachloroethylene	5.0 µg/L	no limit	MCL
		0.83 lbs/day		Calculated
	Benzo(a)Anthracene	0.049 µg/L	0.12 µg/L	SIP/CTR
		0.0082 lbs/day	0.02 lbs/day	Calculated
	Interim limit	0.27 µg/L		

Facility	Constituent	Effluent Limitation		Source of Limitation
		Mo. Ave	Daily Max.	
	Chrysene	0.049 µg/L	0.11 µg/L	SIP/CTR
		0.0082 lbs/day	0.11 lbs/day	Calculated
	<i>Interim limit</i>	0.17 µg/L		
	N-Nitrosodi-n-Propylamine	1.4 µg/L	3.3 µg/L	SIP/CTR
		0.23 lbs/day	0.55 lbs/day	Calculated
	Bis(2-ethylhexyl) phthalate	*FN 22	16 µg/L	SIP/CTR for Daily Max
		*FN 22	2.7 lbs/day	Calculated
	<i>Interim limit</i>	24 µg/L		

- * The monthly average concentration-based and the corresponding mass-based limits for Bis(2-ethylhexyl)phthalate remain in the Burbank and LA-G permits because a determination has been made that the discharge has reasonable potential to exceed the Basin Plan water quality objectives. These limitations do not have CTR-related compliance schedules or interim limits because they were derived from the Basin Plan. Therefore, footnote 22 in the LA-G permit, which relates to a CTR-based compliance schedule, will be removed.

- b. Temperature. The Executive Officer will recommend for approval the modification of the Revised Permits to include language equivalent to that in the Los Angeles County Sanitation District's Long Beach Permit that excludes temperature exceedances caused by external ambient temperatures. This revised language for the Burbank permit shall read: "The temperature of wastes discharged shall not exceed 86°F except as a result of external ambient temperature." The revised language for the LA-G and Tillman permits shall read: "The effluent temperature shall not exceed 86°F except as a result of external ambient temperature."
- c. Footnotes. The Executive Officer will recommend for approval the following changes to the Revised Permits:
1. In the Tillman permit, revise the mass limit footnote [3] on page 33, in Section I.1.B.a, making it consistent with the mass limit footnote [10] on page 32 of the LA-G permit;
 2. In the Burbank permit, replace footnote [6] with footnote [9] in the table on page 32 in Section I.A.2.b. to the monthly average and daily maximum effluent limits for copper and any other applicable metals covered by the Metals TMDL;
 3. In the Tillman permit, replace footnote [10] with footnote [7] on page 34 in Section I.1.B.b. to the monthly average and daily maximum effluent

limits for copper and any other applicable metals covered by the Metals TMDL;

4. In the LA-G permit, replace footnote [22] with footnote [19] on page 34 in Section I.I.B.b. to the monthly average and daily maximum effluent limits for copper and any other applicable metals covered by the Metals TMDL; and
 5. Make corresponding correction to the compliance date for constituents covered by the Metals TMDL in the LA-G permit on page 37, Section I.I.I. and in the Burbank permit on page 34, Section I.A.9.
- d. Industrial Stormwater Permit Mandates. The Executive Officer will recommend for approval removal of the provisions of the Revised Permits requiring compliance with the Industrial Stormwater Permit, but the Revised Permits will retain the findings referencing the Industrial Stormwater Permit.
- e. Sanitary Sewer Overflow Requirements. The Executive Officer will recommend for approval modification to the Revised Permits clarifying that the Permits supersede the State Board's General Sanitary Sewer Overflow Waste Discharge Requirements (SSO-WDR) by revising Section IV.J. as follows:
- "The requirements contained in this Order in Sections IV.G.2], IV.H, and IV.I are intended to be consistent with the requirements of the SSO WDR. The Regional Board recognizes that there may be some overlap between the NPDES permit provisions and SSO WDR requirements, at least as related to the collection systems. The requirements of the SSO WDR are considered the minimum thresholds (see Finding 11 of State Board WQ Order No. 2006-0003-DWQ). To encourage efficiency, the Regional Board will accept the documentation prepared by the Permittees under the SSO WDR for compliance purposes, as satisfying the requirements in Sections IV.G.2], IV.H, and IV.I, provided any more specific or stringent provisions enumerated in this Order, have also been addressed the monitoring requirements contained in this Order in sections IV.I.2(d) and IV.I.2(e) are also addressed. Pursuant to the SSO WDR, State Board Order No. 2006-0003-DWQ, Section D., Provision 2.(iii) and (iv), the provisions of this NPDES permit supersede the SSO WDR, for all purposes, including enforcement, to the extent the requirements may be deemed duplicative."*
- f. Monitoring. In the Burbank Permit, the Executive Officer will recommend for approval the following modifications from the permit amendment date forward:
1. The Executive Officer will recommend for approval the reduction of cyanide monitoring frequency to quarterly sampling;

2. The Executive Officer will recommend for approval the reduction of monitoring frequency for 2,4-D, 2,4,5-TP (silvex), and diazinon to annual sampling because the latter are not priority pollutants and no reasonable potential exists; and
3. The Executive Officer will recommend for approval the reduction of the monitoring frequency of cobalt thiocyanate active substances (CTAS) to quarterly sampling because there is no numeric water quality objective for CTAS.

- g. Compliance Determination Language. The Executive Officer will recommend for approval the replacement of the compliance determination language in Burbank's Permit at section IV.E., the LA-G Permit at section IV.5., and the Tillman Permit at section IV.5. with the following language, with adjustments made to the sections highlighted to correspond to the permit numbering:

E Compliance Determination

"1. Compliance with single constituent effluent limitation – If the concentration of the pollutant in the monitoring sample is greater than the effluent limitation and greater than or equal to the reported Minimum Level (see Reporting Requirement III.E of MRP), then the Discharger is out of compliance.

"2. Compliance with monthly average limitations - In determining compliance with monthly average limitations, the following provisions shall apply to all constituents:

"a. If the analytical result of a single sample, monitored monthly, quarterly, semiannually, or annually, does not exceed the monthly average limit for that constituent, the Discharger has demonstrated compliance with the monthly average limit for that month.

"b. If the analytical result of a single sample, monitored monthly, quarterly, semiannually, or annually, exceeds the monthly average limit for any constituent, the Discharger shall collect four additional samples at approximately equal intervals. All five analytical results shall be reported in the monitoring report for that month, or the subsequent month.

"c. When all sample results are greater than or equal to the reported Minimum Level (see Reporting Requirement III.E of MRP), the numerical average of the analytical results of these five samples will be used for compliance determination.

- "d. When one or more sample results are reported as "Not-Detected (ND)" or "Detected, but Not Quantified (DNQ)" (see Reporting Requirement III.4.10) of M&RP, the median value of these four samples shall be used for compliance determination. If one or both of the middle values is ND or DNQ, the median shall be the lower of the two middle values.
- "e. In the event of noncompliance with a monthly average effluent limitation, the sampling frequency for that constituent shall be increased to weekly and shall continue at this level until compliance with the monthly average effluent limitation has been demonstrated.
- "f. If only one sample was obtained for the month or more than a monthly period and the result does not exceeds the monthly average, then the Discharger is in violation of compliance with the monthly average limit."
- "3. Compliance with effluent limitations expressed as a sum of several constituents – If the sum of the individual pollutant concentrations is greater less than or equal to the effluent limitation, then the Discharger is out of in compliance. In calculating the sum of the concentrations of a group of pollutants, consider constituents reported as ND or DNQ to have concentrations equal to zero, provided that the applicable ML is used.
- "4. Compliance with effluent limitations expressed as a median – in determining compliance with a median limitation, the analytical results in a set of data will be arranged in order of magnitude (either increasing or decreasing order); and
- "a. If the number of measurements (n) is odd, then the median will be calculated as $= X_{(n+1)/2}$ or
- "b. If the number of measurements (n) is even, then the median will be calculated as $= [X_{n/2} + X_{(n/2)+1}]/2$, i.e. the midpoint between the $n/2$ and $n/2+1$ data points.
- "Consecutive exceedances of the coliform 7-day median effluent limitation, which take place within a calendar week and result from a single operational upset, shall be treated as a single violation.
- "5. Compliance with the receiving water temperature limitation – If the receiving water temperature, downstream of the discharge, exceeds 86 °F as a result of:

"a. high temperature in the ambient air, or

"b. high temperature in the receiving water upstream of the discharge.

then the exceedance shall not be considered a violation."

- h. Groundwater Monitoring. The Regional Water Board agrees to delete all existing groundwater monitoring requirements from the Revised Permits. The Regional Board retains the authority to impose such requirements in the future, if such requirements become warranted. The Cities retain the right to challenge such requirements on the merits, if and when that occurs, as a part of the permitting process.
- i. From its letter dated June 6, 2007, LA requested modification to the Tillman and LA-G Revised Permits. The Executive Officer will recommend for approval the following modifications to LA's Revised Permits:
 - 1) Change Method 8270c to Method 8270M on pg. T-9, footnote 12 of LA-G MRP and on pg. T-28, footnote 11 of DCT MRP.
 - 2) Change units for TCDD from ug/l to pg/l on pgs. T-6 and T-21 of the LA-G MRP and on page T-8 of the DCT MRP.
 - 3) Change "within 15 days of the trigger" to "within 15 days of completion of the Initial Investigation Workplan" on pg. T-11, item D.a. of the DCT MRP and on pg. T-14 to T-15, item D.a. of the LA-G MRP.
 - 4) Change from mg/kg to ug/kg for priority pollutants only on pg. T-22 for the DCT MRP.

2. Dismissals

- a. If the Regional Water Board adopts the recommendations of the Executive Officer to amend the Revised Permits, in accordance with this Agreement, then within ten days of the adoption of the amendments to the Revised Permits contemplated herein, the Cities will dismiss their petitions for writ of mandate against the Regional Water Board and the State Board, and request to withdraw petitions for review currently pending or in abeyance with the State Board. Pursuant to the terms of this Agreement, the conclusion of Regional Water Board's obligations under this Agreement shall terminate all challenges to Order Nos. 98-046, 98-047, 98-052, 98-070, 98-071, 98-072, R4-2006-0085, R4-2006-0091, R4-2006-0092 including administrative, judicial, or other challenges in other fora.
- b. Should the Regional Water Board fail to incorporate some or all of the language recommended by the Executive Officer pursuant to this Agreement, then the Cities need not dismiss their petitions for writ of mandate or petitions for review. In such an event, this Agreement shall become voidable, including any obligation

or requirement imposed on either party under any provision of this Agreement, but the Cities shall either notify the Regional Water Board of its decision to either void this Agreement or present the Regional Water Board with documentation that the petitions for writ of mandate and petitions for review have been dismissed, with prejudice, not later than 45 days after the adoption of the permit amendments.

- c. The Executive Officer agrees to actively defend the amendments to the Revised Permits in any challenge thereto by a third party, and before U.S. EPA should it have any concerns. In the event that a third party files a petition for review with the State Board related to the amendments to the Revised Permits, the Regional Water Board shall include in the administrative record prepared for any such petition the complete administrative and judicial records related to the Cities' challenges of Order Nos. 98-046, 98-047, 98-052, 98-070, 98-071, 98-072, R4-2006-0085, R4-2006-0091, and R4-2006-0092.

3. Miscellaneous

- a. Preservation of Cities' Legal Remedies. Except for the amendments to the Revised Permits explicitly provided for in this Agreement, the Cities reserve the right to appeal or challenge any other new or modified permit provision in the amended Revised Permits or other new order of the Regional Water Board or State Board. However, the Cities expressly waive their right (if any) to raise any other challenge to Order Nos. 98-046, 98-047, 98-052, 98-070, 98-071, 98-072, R4-2006-0085, R4-2006-0091, and R4-2006-0092. Settlement of this case does not prejudice the Cities' rights, and the Cities expressly preserve their rights (if any) and ability, to raise the same legal issues and defenses that are implicated here in other litigation or administrative proceedings on any future new permit or order of the Regional Board, except as to the amended Revised Permits at issue in this Agreement, and nothing in this Agreement shall be construed to alter, narrow or expand the viability of any such legal issue or defense. This Agreement shall not constitute a waiver by the Water Boards of the application of the doctrines of res judicata and collateral estoppel. This Agreement, and any dismissal pursuant to this Agreement, shall not be construed as the Cities' acceptance of or agreement with each of the underlying facts or findings contained in the respective Permits, or in the Revised Permits.
- b. Preservation of Regional Water Board's Discretion. Nothing in this Agreement shall limit the regulatory discretion of the Regional Water Board under the Porter-Cologne Act, the Clean Water Act, or other applicable laws. The Parties understand that the Regional Water Board must consider the evidence before it and exercise its authority consistent with applicable laws, the record before it, and the discretion vested in it by applicable laws. No recommendation of the Executive Officer binds the Regional Water Board in considering whether to adopt the recommendation, and no action by the Regional Water Board binds the State Board. Settlement herein does not prejudice the Regional Water Board's rights, and the

Regional Water Board expressly preserves its rights (if any) and ability to raise the same legal issues and defenses that are implicated here in other litigation or administrative fora, and nothing in this Agreement shall be construed to alter, narrow, or expand the viability of any such legal issue or defense.

- c. Change in Law. If there are relevant changes in applicable federal or state law or in an applicable water quality control plan, the Executive Officer of the Regional Water Board may modify the recommendations agreed to in this Agreement to be consistent with those changes in the applicable laws. However, the Cities preserve any rights they possess to challenge such changes in the law or in the Revised Permits that were not expressly provided for under this Agreement.
- d. No Admission of Liability. Nothing in this Agreement shall be construed as an admission of liability by any of the Parties, or as a waiver of any future claims or causes of action, or as an agreement on the appropriate standard of review or causes of action or claims that may be asserted in future proceedings.
- e. Notices. Notices contemplated by this Agreement shall be sent to the following:

<p>City of Los Angeles:</p> <p>Traci Minamide City of Los Angeles Bureau of Sanitation 1149 S. Broadway, 9th Floor Los Angeles, CA 90015 Facsimile: (213) 473-8544</p> <p>Christopher Westhoff City Attorney's Office 700 City Hall East, 200 N. Main Street Los Angeles, CA 90012 Facsimile: (213) 978-8211</p>	<p>With a Copy to:</p> <p>Melissa A. Thorne Downey Brand LLP 621 Capitol Mall, 18th Floor Sacramento, CA 95814 Facsimile (916) 444-2100</p>
<p>City of Burbank:</p> <p>Bonnie Teaford City of Burbank Public Works 275 E. Olive Ave. P.O. Box 6459 Burbank, CA 91510-6459 Facsimile: (818) 238-3918</p>	<p>With a Copy to:</p> <p>Melissa A. Thorne Downey Brand LLP 621 Capitol Mall, 18th Floor Sacramento, CA 95814 Facsimile (916) 444-2100</p>

Carolyn Barnes Office of the City Attorney 275 E. Olive Avenue Burbank, CA 91502 Facsimile: (818) 238-5724	
Regional Water Board: Tracy Egoscue, Executive Officer Regional Water Quality Control Board 320 West 4th St., Ste. 200 Los Angeles, CA 90013 Facsimile (213) 576-6640	With a Copy to: Michael Levy Office of Chief Counsel 1001 I St., 22nd Fl. Sacramento, CA 95814 Facsimile (916) 341-5199

- f. Attorneys' Fees and Costs. The Parties acknowledge and agree that each of them will bear their own attorneys' fees, costs, and expenses arising out of and/or connected with the lawsuits appealing the Permits and/or Revised Permits, appeals thereof, and this Agreement, except for the trial court costs that were awarded to the Cities, and the Court of Appeals' costs (not including attorneys' fees) that were awarded to the Water Boards, all of which have already been paid.
- g. Representation by Counsel. The Parties understand and agree that this Agreement has been freely and voluntarily entered into by the Parties, each of which has been fully represented by counsel at every stage of these proceedings, and that no representations or promises of any kind other than as contained herein have been made by any part to induce any other party to enter into this Agreement.
- h. Integrated Agreement. This Agreement contains the entire understanding of the Parties concerning the matters discussed herein and constitutes an integrated agreement.
- i. No Third Party Rights. This Agreement is made for the sole benefit of the Parties, and no other person or entity shall have any rights or remedies under or by reason of this Agreement, unless otherwise expressly provided for herein.
- j. Severability. In the event that any provision of this Agreement is determined by a court of competent jurisdiction to be invalid, the remainder of this Agreement shall not be affected thereby and shall remain in full force and effect.
- k. Subsequent Amendment. This Agreement may not be altered, amended, modified, or otherwise changed except by a writing executed by each of the Parties.
- l. Signatures. This Agreement may be signed in counterparts. Signatures transmitted by facsimile or electronically shall be deemed to have the same force and effect as original signatures. Photocopies, scans, and facsimiles of counterparts shall be binding and admissible as originals.

- m. Effective Date of Agreement: This Agreement is effective when signed by all Parties and the effective date shall be date of the last signature.
- n. Authority: Each party to this Agreement warrants that the individual executing this Agreement is duly authorized to do so and that execution is the act and deed of the party.
- o. Applicable Law: This Agreement shall be interpreted according to California law.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement.

CALIFORNIA REGIONAL WATER QUALITY
CONTROL BOARD, LOS ANGELES REGION

Date:

1/25/10

By: _____

Tracy Egoscue, Executive Officer

CITY OF LOS ANGELES, Bureau of Sanitation

Date:

1/11/2010

By: _____

Enrique C. Zaldivar, Director, Bureau of Sanitation

Date:

01/11/10

By: _____

Cynthia M. Ruiz, Board President
Los Angeles Board of Public Works

CITY OF BURBANK

Date:

12/16/09

By: _____

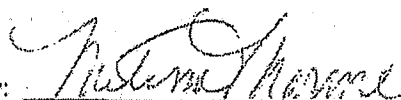
Bonnie Teasford, Department of Public Works

Approved as to form:

DOWNEY BRAND LLP

Date:

By:



Melissa A. Thorne,

Attorneys for Cities of Los Angeles and Burbank

Date:

1/2/10

By:



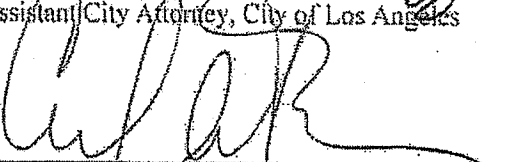
Christopher M. Westhoff,

Assistant City Attorney, City of Los Angeles

Date:

12/16/09

By:



Carolyn Baynes,

Assistant City Attorney, City of Burbank

CALIFORNIA REGIONAL WATER QUALITY
CONTROL BOARD, LOS ANGELES REGION

Date:

1/25/10

By:



Michael Levy, Senior Staff Counsel