

**CALIFORNIA REGIONAL WATER QUALITY CONTROL BOARD
SAN DIEGO REGION**

**ADDENDUM NO. 3
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 San Diego Water Board) finds that:

- CLEANUP AND ABATEMENT ORDER NO. R9-2004-0258.** Except as contradicted or superseded by the findings and directives set forth in this Addendum No. 3 to Cleanup and Abatement Order (CAO) No. R9-2004-0258, all of the previous findings and directives of the CAO, Addendum No. 1 and Addendum No. 2 remain in full force and effect.
- NO INDUSTRIAL ACTIVITIES.** The discharge of storm water from 2701 North Harbor Drive, San Diego (Site) is currently regulated under Order No. 97-03-DWQ, National Pollutant Discharge Elimination System (NPDES) General Permit No. CAS000001 (Industrial Storm Water General Permit). The Industrial Storm Water General Permit includes storm water pollution prevention requirements applicable to the Site. Waste Discharge Identification (WDID) No. 937I004452 is assigned to the Site. Teledyne Ryan Aeronautical (TDY) ceased its manufacturing operations in 1999 and all industrial equipment and materials have been removed from the Site.
- STORM WATER POLLUTION PREVENTION REQUIREMENTS.** In a letter dated August 28, 2003, TDY requested termination of enrollment under the Industrial Storm Water General Permit. The San Diego Water Board, however, denied the request due to the presence of polychlorinated biphenyls (PCBs) in the onsite Storm Water Conveyance System (SWCS) and continuing discharges of PCB contaminated sediments to Convair Lagoon and San Diego Bay. The onsite SWCS consists of the catch basins and laterals that drain the entire 44-acre Site including the 4 outfalls that discharge storm water from the Site to Convair Lagoon (54-inch, 30-inch west, 60-inch, and 30-inch east) and the 2 outfalls that discharge storm water from the Site to San Diego Bay (15-inch and 30-inch). The 54-inch and 60-inch outfalls also collect storm water from drainage

areas upstream from the Site. By incorporating the applicable Industrial Storm Water General Permit's storm water pollution prevention requirements into the CAO, storm water discharges from the Site will be as effectively regulated under the CAO as they have been under the Industrial Storm Water General Permit. Therefore, if the applicable storm water pollution prevention requirements of the Industrial Storm Water General Permit are incorporated in the CAO, termination of TDY's enrollment under the Industrial Storm Water General Permit is appropriate.

4. **ADDENDUM NO. 3 TO CAO NO. R9-2004-0258.** Upon issuance of Addendum No. 3 to the CAO and submission of an adequate Storm Water Pollution Prevention Plan (SWPPP) by TDY as required in Directive No. 2 below, the San Diego Water Board will terminate TDY's enrollment under the Industrial Storm Water General Permit.
5. **STORM WATER MANAGEMENT RESPONSIBILITIES.** In addition to TDY's responsibility to manage storm water as part of the cleanup, the San Diego Unified Port District (Port) and San Diego County Regional Airport Authority (Airport Authority) have responsibilities to manage storm water as Co-permittees under the San Diego County Municipal Storm Water Permit No. R9-2007-0001. Management of storm water at the Site to prevent the discharge of pollutants into the onsite SWCS, offsite Municipal Separate Storm Sewer Systems (MS4s), or receiving waters will be conducted as follows:
 - a. TDY is responsible for managing storm water for all known soil remediation areas for which TDY is responsible that are identified in the Remedial Investigation/Feasibility Study (RIFS) and/or come to be identified during demolition activities until the San Diego Water Board determines that no further remedial work is required in these areas per Directives F.1 and F.2 of the CAO.
 - b. TDY is responsible for preventing and eliminating illicit waste discharges into and through the onsite SWCS, offsite MS4s, and/or receiving waters caused by remedial actions until the San Diego Water Board determines that no further remedial work is required per Directives F.1 and F.2 of the CAO.
 - c. As described in the Final Environmental Impact Report (EIR) for the 2701 North Harbor Drive Demolition Project – Volume 1 (dated July 2009), the Port anticipates (1) obtaining coverage under the State Water Resources Control Board Statewide General Construction Activities Storm Water Permit (Order No. 99-08-DWQ) prior to the commencement of demolition activities, and (2) preparing a construction-related SWPPP pursuant to Order No. 99-08-DWQ. The construction-related SWPPP will include, but not be limited to, the following (excerpted directly from the Final EIR):
 - Self-containment of storm events during demolition/construction activities;

- Identification of pollutant sources that can affect the water quality being discharged from the Project site;
 - Identification of BMPs that will help protect the water quality being discharged from the Project site;
 - Removal of sediment or other debris from surface runoff before discharging from the Project site;
 - Protection of all storm drain/drop-inlet/catch basins on-site before the removal and abandonment during demolition activities;
 - Diversion of storm water run on from entering the excavated area;
 - Prevention of tracking materials (i.e., soils) off-site and onto public streets/highways during the entire duration of the Proposed Project;
 - Continual inspection and maintenance of all specific BMPs through the duration of demolition activities; and
 - Monitoring and Reporting Plan.
- d. After demolition activities are completed, and after the San Diego Water Board has determined that remedial actions are complete and that compliance with CAO Directives F.1 and F.2 are achieved, the San Diego County Regional Airport Authority is required to continue their management of storm water at the Site under the requirements of San Diego County Municipal Storm Water Permit No. R9-2007-0001.
6. **DEMOLITION ACTIVITIES.** The Port is responsible for demolition activities at the Site pursuant to the *2701 North Harbor Drive Site Demolition and Remediation Settlement Agreement, Releases, and Covenants Not to Sue*. The Port anticipates conducting the following demolition activities over a 24- to 30-month period beginning in April or May 2010 (excerpted directly from the Final EIR for the 2701 North Harbor Drive Demolition Project – Volume 1, dated July 2009):
- a. Removal of approximately 50 existing structures comprised of approximately 1 million square feet (sf) of floor area within the boundary of the site including office and support buildings, manufacturing buildings, warehouses, and sheds. The Project proposes to demolish, remove and dispose of all structure slabs, footings, foundations, grade beams, piles or portions of piles, and pile caps (see Section 2.1.1.1 for further description of pile removal). In addition, machinery bases, and concrete and asphalt paving will be removed. The quantity of building material to demolished and disposed of is estimated to be approximately 116,000 cubic yards (cy) of wood, metal, roofing material, and miscellaneous demolition material. To achieve sustainability

goals for the SDUPD and San Diego County Regional Airport Authority (SDCRAA), demolished materials that can be recycled will be recycled in accordance with state and local regulations. The quantity of building material to be recycled off-site is estimated to be approximately 78,300 cy; the remainder of the building material debris (approximately 37,700 cy) is estimated to require disposal at an approved off-site disposal location in compliance with regulatory requirements. Demolition materials that are not hazardous or contaminated will be disposed of in accordance with established diversion rates.

- b. Removal of all asphalt, concrete and other paving materials located within the Project site. The quantity of concrete and asphalt paving to be demolished and disposed of is estimated to be approximately 50,300 cy of concrete and asphalt material. Most of the concrete and paving contains some level of contaminants and it will be broken into approximately two-foot pieces and loaded into trucks for hauling to a local landfill or other appropriate disposal facility. All concrete anticipated to be free from contaminants will be crushed on-site and characterized for potential contaminants. The portion of crushed concrete determined to be uncontaminated will be stockpiled on-site and used by the demolition contractor for on-site grading; the quantity to be recycled on-site is estimated to be approximately 8% (or 4,000 cy) and would occur during Phase 3 of the Proposed Project. Hazardous or contaminated concrete and asphalt will not be recycled on-site and will be disposed of at a landfill or appropriate disposal facility (quantity estimated at approximately 46,300 cy). When the crushing operation occurs, a portable concrete crushing machine will be moved to the Project site, assembled, and properly permitted. The crushing operation will occur during normal working hours and will use misting systems to reduce dust created by the crushing operation. The crushed concrete will be moved via a conveyor to a nearby stockpile area which will be maintained per existing standards and regulations.
- c. Removal and disposal of all hazardous and contaminated demolition materials located at the Project site as required by regulatory agencies, including but not limited to, asbestos containing materials (ACMs), polychlorinated biphenyls (PCBs), and lead-based paint (LBP), that are attached to, affixed to, or imbedded in building materials, concrete, or other building components.
- d. Removal and disposal of chlorofluorocarbons in any refrigeration and air conditioning units remaining at the Project site.
- e. Cutting, capping, and removal, replacement or relocation of underground piping and utility systems, including sewer mains, storm drains, water mains, underground/open concrete storage vaults, and sumps and pits within the Project site boundary EXCLUDING the 54-inch and 60-inch storm drains, but including the laterals thereto. Also to be removed are any underground storage tanks that have received prior regulatory closure in accordance with

state and local regulations. The quantity of subsurface piping and utilities to be removed is estimated to be approximately 1,810 cy of material.

- f. Capping storm drain and sanitary sewer laterals entering the site at the property boundary. An existing 30-inch storm drain will be removed, replaced, and connected to the remaining 54-inch storm drain. See Sections 2.1.1.2 and 2.1.2.1 for further description.
 - g. Removal of all on-site landscaping, including associated irrigation pipes and valve boxes.
7. **CEQA EXEMPTION.** The issuance of this Addendum is an enforcement action taken by a regulatory agency and is exempt from the provisions of CEQA pursuant to section 15321(a)(2), of Title 14 of the California Code of Regulations.

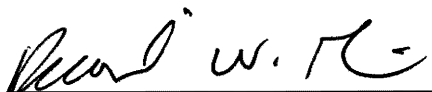
IT IS HEREBY ORDERED that, pursuant to California Water Code section 13304, CAO No. R9-2004-0258 is amended as follows:

1. **New Directive.** TDY shall be responsible for (1) managing storm water for all known soil remediation areas for which TDY is responsible that are identified in the RIFS and/or come to be identified during demolition activities, and (2) preventing and eliminating illicit waste discharges into and through the onsite SWCS, offsite MS4s, and/or receiving waters caused by remedial actions carried out pursuant to the CAO until the San Diego Water Board determines that no further remedial work is required by TDY in these areas per CAO Directives F.1 and F.2.
2. **New Directive.** TDY shall develop and implement a SWPPP in accordance with the applicable SWPPP requirements specified in the Industrial and/or Construction Storm Water General Permits. The SWPPP shall, at a minimum, include Best Management Practices (BMPs), best available technology economically achievable (BAT), and best conventional pollutant control technology (BCT) to address New Directive 1 above. The SWPPP shall be submitted to the San Diego Water Board by **October 1, 2010**.
3. **Directive A.1.c. is modified as follows:** Prevent and eliminate illicit waste discharges related to TDY's historical activities into and through the onsite SWCS, offsite MS4s, and/or receiving waters. ~~Terminate illicit waste discharges to the onsite storm water conveyance system (SWCS) and achieve compliance with the terms and conditions of Order No. 97-03-DWQ, General Permit No. CAG000001, Waste Discharge Requirements for Discharges of Storm Water Associated with Industrial Activity Excluding Construction Activities.~~

4. **Directive F.1. is modified as follows:**

Cleanup and Abatement Completion Report. ~~The Discharger(s) TDY shall submit a final Cleanup and Abatement Completion Report verifying completion of the Remedial Action Plan (RAP). through sampling or other monitoring of the soil, ground water, and SWCS for a period of at least one year. The monitoring period shall be conducted immediately~~ Groundwater monitoring shall be conducted for a period of at least one year to verify that cleanup has been achieved and shall begin after the completion of remedial action measures by TDY and be conducted at intervals proposed by the Discharger(s) TDY and agreed to by the San Diego Water Board Regional Board. The report shall provide a demonstration, based on a sound technical analysis, that:

- a. Cleanup levels for all waste constituents are attained at all monitoring points and throughout the zone affected by the waste constituents, including any portions thereof that extend beyond the Site boundary; and
- b. Illicit waste discharges related to TDY's historical activities into and through the storm water conveyance system (SWCS), offsite MS4s, and/or receiving waters at the Site are terminated. ~~and compliance is achieved with the terms and conditions of Order No. 97-03-DWQ, General Permit No. CAG000001, Waste Discharge Requirements for Discharges of Storm Water Associated with Industrial Activity Excluding Construction Activities.~~



David W. Gibson
Executive Officer

29 Sept 2010
Date