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1 I. INTRODUCTION AND JURISDICTION

2 A. This Administrative Order (the "Order") is issued by the  
3 United States Environmental Protection Agency ("EPA") under the  
4 authority vested in the President of the United States by Section  
5 106(a) of the Comprehensive Environmental Response, Compensation,  
6 and Liability Act of 1980, as amended ("CERCLA"), 42 U.S.C. §  
7 9606(a). This authority was delegated to the Administrator of  
8 EPA on January 23, 1987 by Executive Order 12580 (52 Fed. Reg.  
9 2926, January 29, 1987), and was further delegated to EPA Region-  
10 al Administrators on September 13, 1987 by EPA Delegation No. 14-  
11 14-B. On October 26, 1988, this authority was re-delegated to  
12 the Director of the Hazardous Waste Management Division, EPA  
13 Region IX, by Order R1290.43. This Order is issued to the above-  
14 captioned Respondents (the "Respondents") to perform a portion of  
15 the interim remedial design and remedial action described in the  
16 Record of Decision ("ROD"), dated June 30, 1989, and the Explana-  
17 tion of Significant Differences ("ESD"), dated November 21, 1990,  
18 for the Burbank Operable Unit (the "Site," when capitalized) of  
19 the San Fernando Valley Superfund sites.

20 B. The Director of the Hazardous Waste Management Division,  
21 EPA Region IX, has determined that there may be an imminent and  
22 substantial endangerment to the public health, welfare or the  
23 environment because of the release and threatened release of  
24 hazardous substances at or from the Site. This Order directs  
25 Respondents to undertake actions that EPA has determined to be  
26 necessary to protect the public health, welfare, and the environ-  
27 ment at the Burbank Operable Unit Site.

1 C. This Order applies to the following persons, each of  
2 which is a "Respondent:"

3 1. Aeroquip Corporation, a Michigan corporation  
4 1715 Indian Wood Circle  
5 Maumee, OH 43537

6 Service Agent:

7 CT Corporation System  
8 818 West Seventh Street  
9 Los Angeles, CA 90017

10 2. Antonini Family Trust  
11 3050 N. San Fernando Blvd.  
12 Burbank, CA 91504

13 Trustee:

14 Mario E. Antonini  
15 11374 Tuxford Street  
16 Sun Valley, CA 91352

17 3. Crane Company, (Inc.) a Delaware corporation  
18 3000 Winona Avenue  
19 Burbank, CA 91504

20 Service Agent:

21 CT Corporation System  
22 818 West Seventh Street  
23 Los Angeles, CA 90017

24 4. Janco Corporation, a California corporation  
25 3111 Winona Avenue  
26 Burbank, CA 91504

27 Service Agent:

28 Joan A. McKenzie  
3111 Winona Ave.  
Burbank, CA 91504

5. Ocean Technology Inc., a California corporation  
2835 N. Naomi Street  
Burbank, CA 91504

Service Agent:

Thomas E. Ross  
2835 N. Naomi Street  
Burbank, CA 91504

6. Sargent Industries, Inc., a Delaware Corporation  
3010 N. San Fernando Boulevard  
Burbank, CA 91504

Service Agent:

CT Corporation System  
818 West Seventh Street  
Los Angeles, CA 90017

1 II. FINDINGS OF FACT

2 A. Site Description and Background

3 1. The Burbank Operable Unit Site (the "Site") consists  
4 of the areal extent of groundwater contaminated with hazardous  
5 substances that is presently located in the vicinity of the  
6 Burbank Well Field and includes any areas to which such  
7 contamination migrates. This Site is part of the much larger  
8 area of contamination which makes up the San Fernando Valley  
9 Superfund sites. The Burbank Well Field consists of ten  
10 production wells owned by the City of Burbank which are located  
11 in the eastern half of the San Fernando Valley Groundwater Basin  
12 (the "Basin"), Los Angeles County, California. These production  
13 wells were used by the City as a major source of drinking water  
14 for its 95,000 residents until contamination forced their  
15 closure.

16 2. The Basin has been an important drinking water  
17 resource for the Los Angeles metropolitan area, including the  
18 Cities of Burbank, Glendale and Los Angeles. In addition to  
19 supplying inexpensive water to a significant portion of Los  
20 Angeles county, the Basin can serve as a very large water storage  
21 facility. The ability to store excess water allows water  
22 purveyors to efficiently use the variable water supply of arid  
23 southern California. In times of drought, this capability  
24 becomes even more important.

25 3. Before the groundwater was contaminated, the City used  
26 the Burbank Well Field as a major component of its drinking water  
27 supply. The City must now purchase water from more expensive  
28 surface water supplies. The groundwater contamination which

1 forced the closure of Burbank's public drinking water supply  
2 wells was caused by the release of volatile organic compounds  
3 ("VOCs"). The contaminants with the highest concentration levels  
4 are trichloroethene ("TCE") and tetrachloroethene ("PCE"). These  
5 chemicals are commonly used for machinery degreasing, dry clean-  
6 ing, and metal plating.

7 4. Groundwater contamination was first discovered in the  
8 Basin in 1980. In 1984, four sites in the Basin were proposed  
9 for inclusion on the National Priorities List ("NPL"). In 1986,  
10 in accordance with CERCLA Section 105, 42 U.S.C. § 9605, the four  
11 San Fernando sites were listed on the NPL. The sites are: a)  
12 North Hollywood (San Fernando Valley Area 1), b) Crystal Springs  
13 (San Fernando Valley Area 2), c) Verdugo (San Fernando Valley  
14 Area 3), d) Pollock (San Fernando Valley Area 4).

15 5. The Burbank Operable Unit Site is part of the North  
16 Hollywood Area Superfund site, also known as San Fernando Valley  
17 Area 1. The Site presently includes the northeast corner of the  
18 North Hollywood Area Superfund site, as well as the areas to  
19 which the plume of TCE and PCE has spread beyond the original  
20 boundaries drawn at the time the North Hollywood (Area 1)  
21 Superfund site was listed on the NPL.

22 6. Based on the extensive scope of the groundwater  
23 contamination in the Basin, EPA decided to institute an interim  
24 remedial action at the Burbank Site as an operable unit prior to  
25 the completion of the Remedial Investigation/Feasibility Study  
26 for the Basin as a whole. This approach allows the clean-up of  
27 heavily contaminated areas to start sooner, rather than waiting  
28 for the completion of extensive, Basin-wide studies and decisions

1 on what further remedial action may be necessary in the Basin  
2 and/or at the Site.

3 7. The Los Angeles Department of Water and Power, under a  
4 cooperative agreement with EPA, completed an Operable Unit  
5 Feasibility Study ("OUFS") for the Burbank Operable Unit Site in  
6 October 1988. This OUFS set forth and analyzed a range of  
7 interim remedial action alternatives for the Site.

8 8. On June 30, 1989, EPA issued a Record of Decision  
9 ("ROD") for the Burbank Operable Unit Site, which is attached  
10 hereto as Appendix A to the Consent Decree attached as Attachment  
11 B, and incorporated herein by reference. The interim remedial  
12 alternative selected in the ROD includes design, construction,  
13 and operation of a groundwater extraction and treatment system at  
14 the Site. The system includes groundwater extraction, steam or  
15 air stripping units, vapor-phase granular activated carbon  
16 adsorption units and monitoring wells. The remedy selected in  
17 the ROD is designed to inhibit the migration of contamination in  
18 the Basin where additional downgradient public water supply wells  
19 are threatened, and to aid in aquifer restoration in the immedi-  
20 ate area of the Site. The ROD also provided for the treated  
21 water to be delivered to the City's public water supply system.

22 9. In November 1990, EPA issued an Explanation of  
23 Significant Differences ("ESD"), which modified the ROD. The ESD  
24 is attached hereto as Appendix B to the Consent Decree attached  
25 as Attachment B, and incorporated herein by reference. The ESD  
26 analyzed alternatives for addressing elevated nitrate levels,  
27 which were discovered in the groundwater after the ROD was  
28 signed. The ESD selected blending of water with high nitrate

1 levels with water not containing nitrate in excess of the Maximum  
2 Contaminant Level for all water to be delivered to the City's  
3 public water supply system. The ESD also states that water not  
4 accepted by the City into its public water supply system will be  
5 reinjected into the groundwater aquifer in a manner that does not  
6 exacerbate the existing contamination.

7 10. The ROD and ESD are supported by an Administrative  
8 Record which includes comments by the public on the Feasibility  
9 Study and EPA's proposed plan for the remedy, as well as EPA's  
10 response to these comments, as required by CERCLA Section 117, 42  
11 U.S.C. § 9617.

12 11. The California State Regional Water Quality Control  
13 Board, Los Angeles Region ("RWQCB"), has been overseeing sub-  
14 surface investigations at properties owned or operated by Respon-  
15 dents in the Burbank area. The results of these investigations  
16 and other evidence show that Respondents have contributed to the  
17 groundwater contamination at the Site.

18 12. The following list contains some of the individual  
19 properties at the Site at which contamination has been detected.  
20 Because TCE and PCE are the primary contaminants of concern to  
21 date, the discussion of contamination at each facility focuses  
22 primarily on the presence of these two substances. This listing  
23 of facilities, chemicals and releases of hazardous substances is  
24 not meant to be in any way exhaustive and does not constitute a  
25 limitation of the liability of any Respondent or any other  
26 person.

27 a. 3015 Winona Avenue. From 1951 to 1960 this property  
28 was used by Aero-Coupling Corporation (a subsidiary of Aeroquip

1 Corporation) for the manufacture of hose couplings. Aero-Coupling  
2 Corporation was dissolved in 1971 and at that time Aeroquip  
3 Corporation ("Aeroquip") acquired full title to the property.  
4 Aeroquip used the property for the manufacture of aerospace and  
5 industrial hardware (1960-69), assembly, warehousing and shipping  
6 of hose assemblies (1971-86), and manufacture of pneumatic and  
7 hydraulic cylinders (1975-86). The property was vacant from 1986-  
8 88. In 1988 the property was sold to Winona Community  
9 Associates. The facility includes or formerly included: two  
10 buildings (addresses: 3015 Winona Avenue and 2929 Floyd Street),  
11 six underground storage tanks for storing raw and waste mineral  
12 spirits and waste solvents, and five groundwater monitoring  
13 wells. Aeroquip generated wastes such as spent solvents, spent  
14 nitric acid solutions, waste oils, and spent mineral spirits at  
15 the facility. Samples of soil taken at this property indicate  
16 concentrations of trichloroethene ("TCE") as high as 61 parts per  
17 billion ("ppb"). TCE has been detected at depths of 30.5 feet.  
18 Laboratory tests on soil samples recovered from the property also  
19 detected petroleum hydrocarbons, acetone, toluene, and 2-  
20 butanone. Samples of groundwater recovered from monitoring wells  
21 located at the facility have detected levels of tetrachloroethene  
22 ("PCE") as high as 4,500 ppb and TCE as high as 3,600 ppb. The  
23 contamination at this facility may have resulted from one or more  
24 of the following: leaking underground tanks and/or pipelines,  
25 and/or surface spills.

26           b. 3000 Winona Avenue. From 1946 to the present, Crane  
27 Co. (Inc.) ("Crane") has been the owner and operator of the  
28 facility located at 3000 Winona Avenue. The facility was and is

1 presently used by Crane for the manufacture of aviation and  
2 aerospace equipment. The facility formerly included sixteen  
3 underground storage tanks for storing lubricating oils, hydraulic  
4 oils, solvents, jet fuel, fuel oil, coolants, and gasoline.  
5 Crane generates chemical wastes, such as used solvents, including  
6 PCE, methyl ethyl ketone ("MEK"), kerosene, trichloroethane  
7 ("TCA"), and freon; in the past Crane has generated TCE waste.  
8 Samples of the soil taken at this facility indicate  
9 concentrations of PCE as high as 490,000 ppb. PCE has been  
10 detected at this facility at depths of 70 feet. Chemical  
11 analysis of soil samples recovered from the facility have also  
12 detected TCA, trichlorotrifluoroethane, MEK, acetone,  
13 bromodichloromethane, dibromochloromethane, 1,2-dichloroethane  
14 ("1,2-DCA"), dichloroethene ("DCE"), methylene chloride,  
15 chloroform, oil and grease, and toluene. Samples of the  
16 groundwater taken from the five monitoring wells at the facility  
17 indicate concentrations of TCE as high as 3,200 ppb and PCE as  
18 high as 19,000 ppb. The contamination at this facility may have  
19 resulted from one or more of the following: leaking underground  
20 tanks and/or pipelines, and/or surface spills.

21 c. 3111 Winona Avenue. From 1947 to the present, Janco  
22 Corporation ("Janco") has been the owner and operator of the  
23 facility located at 3111 Winona Avenue. The facility has been  
24 and is currently used for the fabrication and assembly of  
25 switching devices and passive electrical components and hardware  
26 for aircrafts. The facility either includes or formerly included  
27 the following: barrel storage area, TCA dip degreaser, and an  
28 above ground storage tank. TCE, TCA, trichlorotrifluoroethane,

1 | toluene, MEK, acids, grease, and paints are among the numerous  
2 | chemicals known to have been present at this facility. Samples  
3 | of the soil taken at this facility indicate concentrations of TCE  
4 | as high as 16 ppb. TCE has been detected in the soil at this  
5 | facility at depths of 75 feet. Concentrations of PCE as high as  
6 | 230 ppb have been detected in the soil. Other chemicals found in  
7 | soil and soil gas samples include petroleum hydrocarbons, TCA,  
8 | toluene, 1,1-Dichlorethane, chloromethane, and methylene  
9 | chloride. The contamination at this facility may have resulted  
10 | from mismanagement or spills of chemicals and/or wastes.

11 |       d. 2835 North Naomi Street. Since 1973 Ocean  
12 | Technology, Inc. has been the owner and operator at this  
13 | facility. The facility has been used for the manufacture of  
14 | signal processing systems. The facility formerly included an  
15 | underground storage tank used to store machine cutting oil and  
16 | waste solvents. Samples of the soil taken at this facility  
17 | indicate concentrations of TCE as high as 15 ppb at a depth of 30  
18 | feet. Concentrations of PCE as high as 550 ppb have been  
19 | detected in the soil. PCE has been detected at depths of 35  
20 | feet. Laboratory analyses of soil samples have also detected  
21 | TCA, acetone, oil and grease, toluene, dioxane, and MEK. Four  
22 | groundwater monitoring wells have been constructed at or near  
23 | this facility to determine the chemical composition of  
24 | groundwater below this facility. Samples of groundwater from the  
25 | monitoring wells have shown levels of TCE as high as 1,400 ppb.  
26 | One of the monitoring wells was constructed "upgradient" of the  
27 | facility; samples from this well give an indication of the  
28 | quality of groundwater coming from sources other than the

1 facility. Three of the monitoring wells were constructed  
2 "downgradient" of the facility; samples from these wells give an  
3 indication of the quality of groundwater after it has flowed  
4 beneath the facility. Samples from the wells have consistently  
5 shown an increase in TCE in the groundwater after it has moved  
6 beneath the facility (i.e., lower TCE levels detected from the  
7 upgradient wells, higher TCE levels detected from the  
8 downgradient wells), indicating that the facility is a source of  
9 TCE contamination in the groundwater. The contamination at this  
10 facility may have resulted from leakage from the underground tank  
11 and/or piping, and/or surface spills.

12 e. 3010 North San Fernando Boulevard. From 1963 to the  
13 present, the Kahr Bearing Division of Sargent Industries, Inc.  
14 ("Sargent") has been the operator of the facility located at 3010  
15 N. San Fernando Boulevard; the Antonini Family Trust is the owner  
16 of the facility. Sargent has used the facility for the  
17 manufacturing of precision spherical bearings used primarily in  
18 the aerospace industry. The facility either includes or formerly  
19 included drums and underground storage tanks. As part of  
20 Sargent's manufacturing process, a variety of wastes such as  
21 solvents TCE, TCA, trichlorotrifluoroethane, and water soluble  
22 coolants, and various oils are generated. Samples of the soil  
23 taken at this facility indicate concentrations of TCE as high as  
24 52 ppb and PCE as high as 12,000 ppb. Both TCE and PCE have been  
25 detected at depths of 75 feet at this facility. Laboratory  
26 analyses of soil samples recovered from this facility have  
27 detected petroleum hydrocarbons, TCA, dichloroethene ("DCE"),  
28 methylene chloride, and chloroform. The contamination at this