

1 ROGERS JOSEPH O'DONNELL  
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6 San Francisco, California 94104  
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9 Attorneys for Petitioner  
10 Senior Aerospace SSP

11 STATE WATER RESOURCES CONTROL BOARD  
12 STATE OF CALIFORNIA

13 In the Matter of

PETITION NO.

14 SENIOR AEROSPACE SSP,

**PETITION FOR REVIEW**

15 Petitioner

16 Revised Order to Provide a Technical  
17 Report for Subsurface Soil Investigation  
18 California Water Code Section 13267 Order  
19 No. R4-2012-0069-A01 of the Regional  
20 Water Quality Control Board, Los Angeles  
21 Region

22 Pursuant to California Water Code section 13320 and Title 23 of the California  
23 Code Regulations §§ 2050 *et seq.*, Petitioner Senior Aerospace SSP (“Petitioner”) hereby  
24 petitions the State Water Resources Control Board (“State Board”) for review of *Revised*  
25 *Order to Provide a Technical Report for Subsurface Soil Investigation California Water Code*  
26 *Section 13267 Order No. R4-2012-0069-A01* (“Revised Order”) adopted by the California  
27 Regional Water Quality Control Board, Los Angeles Region (“Regional Board”) on June 20,  
28 2013. The Revised Order purports to require Breeze-Eastern Corporation, Mr. William  
Zimmerman, Mr. James Galbraith, and Petitioner to prepare and submit a Subsurface Soil  
Investigation Workplan (“Workplan”) to evaluate the conditions at the property located at  
2980 North San Fernando Boulevard, Burbank, California (“the Site”). Among other things,  
the Revised Order contains serious factual errors that render it legally defective, including but

1 not limited to improperly naming Petitioner as an entity “responsible for the suspected  
2 discharges of waste” at the Site. Petitioner requests a hearing in this matter.

3 **I. PETITIONER**

4 The name and address of Petitioner is:

5 Senior Aerospace SSP  
6 2980 North San Fernando Boulevard  
7 Burbank, CA 91504-2566  
8 Attn: Mr. Steven Loye

9 Petitioner should be contacted through its legal counsel:

10 ROGERS JOSEPH O’DONNELL  
11 ROBERT C. GOODMAN  
12 311 California Street, 10th Floor  
13 San Francisco, CA 94104  
14 Telephone: (415) 956-2828  
15 Facsimile: (415) 956-6457  
16 E-mail: rgoodman@rjo.com

17 **II. ACTION OF THE REGIONAL BOARD TO BE REVIEWED**

18 The Petitioner requests that the State Board review the *Revised Order to*  
19 *Provide a Technical Report for Subsurface Soil Investigation California Water Code Section*  
20 *13267 Order No. R4-2012-0069-A01*, which improperly names Petitioner and requires  
21 Petitioner and Breeze-Eastern Corporation, Mr. William Zimmerman, and Mr. James  
22 Galbraith to prepare and submit a Subsurface Soil Investigation Workplan for the Site. A  
23 copy of the Revised Order is attached as Exhibit A. This Petition is a protective filing, and  
24 pursuant to 23 Cal. Code Regs. § 2050.5(d), Petitioner requests that this Petition be held in  
25 abeyance by the State Board until further notice.

26 **III. DATE OF THE REGIONAL BOARD ACTION**

27 The Regional Board adopted the Revised Order to Provide a Technical Report  
28 for Subsurface Soil Investigation California Water Code Section 13267 Order No. R4-2012-  
0069-A01 on June 20, 2013.

**IV. STATEMENT OF REASONS WHY THE REGIONAL BOARD’S  
ACTION WAS INAPPROPRIATE OR IMPROPER**

As set forth more fully below, the action of the Regional Board was not supported by the record, and was arbitrary, capricious, and in violation of law and policy.

1 **A. Background**

2 The Site is located in Burbank, California, and is occupied by a manufacturing  
3 operation. The Revised Order alleges that Stainless Steel Products/Industries has operated on  
4 the Site since approximately 1952, and that the Site currently is owned by First Industrial  
5 Real Estate, Inc. of Chicago, Illinois.

6 On September 21, 2012, the Regional Board adopted an *Order to Provide a*  
7 *Technical Report for Subsurface Soil Investigation California Water Code Section 13267*  
8 *Order No. R4-2012-0069* (“Original Order”) in connection with the Site. A copy of the  
9 Original Order is attached as Exhibit B. The Original Order states that “[o]perations at the  
10 Stainless Steel Products/Industries facility included the use of hexavalent chromium, sodium  
11 dichromate, and chromic acid and that [m]etal coating and finishing processes were part of  
12 the on-site operations.” (Original Order, Paragraph 2). The Original Order also notes that  
13 the “Regional Board file information indicates that past operations consisted of Metal coating  
14 and finishing processes” and that the “file information indicates that [Stainless Steel  
15 Products/Industries] used 450 pounds of chromic acid (Alodine 120) to coat parts and 600  
16 pounds of sodium dichromate to clean parts.” (Original Order, Paragraphs 4-5, cited in part).  
17 The Original Order identified Stainless Steel Products and Breeze Eastern Corporation as “the  
18 responsible parties for the discharges and potential discharges of wastes identified in  
19 paragraphs (1) and two (2), because they were/are owners and operators of the facility  
20 directly responsible for the industrial processes involved in the use and storage of wastes at  
21 the property.” (Original Order, Paragraph 6).

22 The Revised Order was adopted by the Regional Board on June 20, 2013. Like  
23 the Original Order, the Revised Order points to Stainless Steel Products/Industries as a  
24 suspected discharger. Specifically, the Revised Order states that “Stainless Steel  
25 Products/Industries is among the suspected sources of waste discharge in the USEPA  
26 Superfund Site because of the chemicals used and the operations conducted at the Site.”  
27 (Revised Order, Paragraph 4). Additionally, the Revised Order states that “Stainless Steel  
28 Products/Industries’ operations at the site included the use of hexavalent chromium, sodium  
dichromate, and chromic acid. Metal coating and metal finishing processes were part of

1 the on-site operations conducted by Stainless Steel Products/Industries.” (Revised Order,  
2 Paragraph 2).

3 In contrast to the Original Order, the Revised Order identifies Breeze-Eastern  
4 Corporation, Mr. William Zimmerman, Mr. James Galbraith and Petitioner as “the entities  
5 responsible for the suspected discharges of waste identified in paragraph (2) and (4) because  
6 Mr. William Zimmerman and Mr. James Galbraith were the owners/operators of the facility  
7 [Stainless Steel Products/Industries] where the activities occurred that resulted in the  
8 suspected discharges of waste were performed and [Petitioner] is a subsidiary of Breeze-  
9 Eastern Corporation and successor to Stainless Steel Products/Industries.” (Revised Order,  
10 Paragraph 5).<sup>1</sup>

11 The Revised Order’s allegations concerning Petitioner are incorrect. Petitioner  
12 has no corporate relationship whatsoever to Breeze-Eastern Corporation. (*See Declaration of*  
13 *Steven Loye in Support of Petition for Review* (“Loye Decl.”), Paragraph 3).<sup>2</sup> Petitioner is  
14 also not a “successor to Stainless Steel Products/Industries.” Rather, in 1995, Senior  
15 Flexonics, Inc. purchased the assets of Stainless Steel Products, Inc., and Petitioner  
16 subsequently operated those assets. (Loye Decl., Paragraph 4)

17 **B. The Regional Board’s Action Was Inappropriate and**  
18 **Improper**

19 **The factual basis for naming Petitioner in the revised order is defective**  
20 **because Petitioner is not a subsidiary of Breeze-Eastern Corporation or a successor to**  
21 **the liabilities of Stainless Steel Products/Industries.**

22 The Revised Order finds that Petitioner is an entity “responsible for the  
23 suspected discharges of waste” because “Senior Aerospace SSP is a subsidiary of Breeze-  
24 Eastern Corporation and successor to Stainless Steel Products/Industries.” (Revised Order,  
25 Paragraph 5). As discussed above, both of these justifications for naming Petitioner on the

26 <sup>1</sup> The Revised Order states that the current owner, First Industrial Real Estate, Inc. of  
27 Chicago, Illinois reported that Zimmerman and Galbraith were the first owners/operators of  
Stainless Steel products/Industries at the Site. (Revised Order, Paragraph 2)

28 <sup>2</sup> The Loye Declaration is being submitted concurrently with the Petition for Review.  
See also Section X, below.

1 Revised Order are factually incorrect.

2           Petitioner is not a subsidiary of Breeze-Eastern Corporation, and has no legal  
3 relationship to that entity. (Loye Decl., Paragraph 3) Additionally, Petitioner is not a  
4 “successor” to “Stainless Steel Products/Industries.” Petitioner was formed following  
5 purchase of the assets of Stainless Steel Products, Inc. in 1995, not Stainless Steel  
6 Products/Industries. (*Id.*, Paragraph 4). And because the transaction was an asset purchase,  
7 Petitioner has no liability, as successor, for any of the actions of Stainless Steel Products, Inc.  
8 (*See Franklin v. USX Corporation*, 87 Cal. App. 4th 615, 621-622). These factual errors in  
9 the Revised Order undermine the conclusion set forth in Paragraph 5 of the Revised Order  
10 that Petitioner is “responsible” for “suspected discharges of waste” at the Site.

11           The Revised Order’s findings all implicate Stainless Steel Products/Industries  
12 as a potential waste discharger at the Site. The Revised Order links Petitioner to the Site only  
13 by way of the erroneous factual statement that Petitioner is a subsidiary of Breeze-Eastern  
14 Corporation and a “successor” to Stainless Steel Products/Industries. As these assertions are  
15 factually incorrect, the Revised Order should be rescinded as it applies to Petitioner, and  
16 Petitioner should not be named as an entity “responsible for the suspected discharges of  
17 waste” at the Site.

18           **V. THE MANNER IN WHICH PETITIONER HAS BEEN**  
19           **AGGRIEVED**

20           The Petitioner has been aggrieved by the Regional Board’s actions because it  
21 will be subjected to provisions of an arbitrary and capricious Revised Order unsupported by  
22 evidence in the record. As a result of being named as an entity “responsible for the suspected  
23 discharge of waste” at the Site, the Petitioner will be forced to shoulder significantly  
24 increased costs of compliance, to bear a heavier burden of regulatory oversight and to suffer  
25 other serious economic consequences to its business operations.

26           **VI. STATE BOARD ACTION REQUESTED BY PETITIONER**

27           As discussed above, Petitioner requests that this Petition be held in abeyance.  
28 If it becomes necessary for Petitioner to pursue this appeal, it will request that the State Board  
determine that the Regional Board’s adoption of the Order was arbitrary and capricious or

1 otherwise inappropriate and improper, and will request that the State Board amend the  
2 Revised Order to delete Petitioner as an entity “responsible for the suspected discharge of  
3 waste.”

4 **VII. STATEMENT OF POINTS AND AUTHORITIES IN SUPPORT**  
5 **OF LEGAL ISSUES RAISED IN THE PETITION**

6 For purposes of this protective filing, the Statement of Points and Authorities is  
7 subsumed in section IV of the Petition. If the Petitioner elects to pursue this appeal, it  
8 reserves the right to file a Supplemental Statement of Points and Authorities, including  
9 references to the complete administrative record, which is not yet available. Petitioner also  
10 reserves its right to supplement its request for a hearing to consider testimony, other evidence  
11 and argument.

12 **VIII. STATEMENT REGARDING SERVICE OF THE PETITION ON**  
13 **THE REGIONAL BOARD**

14 A copy of this Petition is being sent to the Regional Board, to the attention of  
15 Samuel Unger, P.E., Executive Officer and Luz Rabelo, Water Resources Control Engineer.  
16 By copy of this Petition, the Petitioner is also notifying the Regional Board of the Petitioner’s  
17 request that the State Board hold the Petition in abeyance. Copies of this Petition are also  
18 being sent to the entities/individuals “responsible for the suspected discharges of waste” as  
19 indicated in the Revised Order.

20 **IX. STATEMENT REGARDING ISSUES PRESENTED TO THE**  
21 **REGIONAL BOARD**

22 Petitioner was not presented an opportunity to comment on or object to the  
23 Revised Order prior to its issuance by the Regional Board. Petitioner wrote to the Regional  
24 Board on July 15, 2013 (see Exhibit C attached hereto), to point out the factual inaccuracies  
25 in the Revised Order and to request that the Revised Order be rescinded as to Petitioner. The  
26 Regional Board never responded to the letter.

27 **X. REQUEST THAT SUPPLEMENTAL EVIDENCE BE**  
28 **CONSIDERED**

Pursuant to 23 Cal. Code of Regs. §2050.6, Petitioner requests that the  
information contained in the Declaration of Steven Loye, submitted concurrently with this  
Petition, be considered by the Water Board. As discussed above, Petitioner was not

1 afforded an opportunity to comment on or object to the Revised Order and therefore was  
2 unable to submit this evidence to the Regional Board. The evidence set out in the Loye  
3 Declaration addresses and directly contradicts the erroneous factual statements in the Revised  
4 Order, specifically that Petitioner is a subsidiary of Breeze-Eastern Corporation and a  
5 “successor” to Stainless Steel Products/Industries. Accordingly, the evidence in the Loye  
6 Declaration is highly relevant and should be considered by the Water Board.

7 For all of the foregoing reasons, if the Petitioner pursues its appeal, it  
8 respectfully request that the State Board review the Revised Order and grant the relief as set  
9 forth above.

10 Dated: July 22, 2013

ROGERS JOSEPH O'DONNELL

11  
12 By:



ROBERT C. GOODMAN

13  
14 Attorneys for Petitioner  
Senior Aerospace SSP  
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1 **PROOF OF SERVICE**

2 I, Clara Chun, state:

3 My business address is 311 California Street, 10th Floor, San Francisco, CA 94104. I  
4 am employed in the City and County of San Francisco where this service occurs or mailing  
5 occurred. The envelope or package was placed in the mail at San Francisco, California. I am  
6 over the age of eighteen years and not a party to this action. On July 22, 2013, I served the  
following documents described as:

7 **PETITION FOR REVIEW**

8 on the following person(s) in this action by placing a true copy thereof enclosed in a sealed  
9 envelope, with the postage prepaid, addressed as follows:

10 State Water Resources Control Board  
11 Office of the Chief Counsel  
12 Jeannette L. Bashaw, Legal Analyst  
13 P.O. Box 100  
Sacramento, CA 95812-0100  
*jbashaw@waterboards.ca.gov*

14 Mr. Samuel Unger, P.E.  
15 Executive Officer  
Los Angeles Regional Water Quality Control Board  
16 320 West Fourth Street, Suite 200  
Los Angeles, CA 90013  
17 *sunger@waterboards.ca.gov*

18 Ms. Luz Rabelo  
19 Water Resources Control Engineer  
Los Angeles Regional Water Quality Control Board  
20 320 West Fourth Street, Suite 200  
Los Angeles, CA 90013  
21 *luz.rabelo@waterboards.ca.gov*

22 Craig S. Bloomgarden, Esq.  
23 Manatt, Phelps & Phillips, LLP  
24 11355 West Olympic Boulevard  
Los Angeles, CA 90064-1614  
25 *cbloomgarden@manatt.com*



1 Ms. Sonja Donaldson  
2 Acting Director of Environmental Affairs  
3 Breeze-Eastern Corporation  
4 35 Melanie Lane  
5 Whippany, NJ 07981

6 Mr. William Zimmerman  
7 Owner/Operator  
8 Stainless Steel Products  
9 790 Huntington Circle  
10 Pasadena, CA 91106-4510


11 Mr. James Galbraith  
12 Owner/Operator  
13 Stainless Steel Products  
14 2600 Mission Street, Suite 200  
15 San Marino, CA 91108

16 X BY FIRST CLASS MAIL: I am readily familiar with my firm's practice for  
17 collection and processing of correspondence for mailing with the United States  
18 Postal Service, to-wit, that correspondence will be deposited with the United States  
19 Postal Service this same day in the ordinary course of business. I sealed said  
20 envelope and placed it for collection and mailing on July 22, 2013, following  
21 ordinary business practices.

22 X BY ELECTRONIC SERVICE: I caused the documents to be sent to the person(s)  
23 at the electronic notification address(es) listed above. Within a reasonable time,  
24 the transmission was reported as complete and without error.

25 I declare under penalty of perjury under the laws of the State of California that the  
26 foregoing is true and correct and that this declaration was executed this date at San  
27 Francisco, California.

28 Dated: July 22, 2013

  
Clara Chun

# **EXHIBIT A**



EDMUND G. BROWN JR.  
GOVERNOR

MATTHEW RODRIGUEZ  
SECRETARY FOR  
ENVIRONMENTAL PROTECTION

## Los Angeles Regional Water Quality Control Board

**REVISED ORDER TO PROVIDE A TECHNICAL REPORT FOR  
SUBSURFACE SOIL INVESTIGATION  
CALIFORNIA WATER CODE SECTION 13267 ORDER NO. R4-2012-0069-A01**

**DIRECTED TO BREEZE-EASTERN CORPORATION, MR. WILLIAM ZIMMERMAN,  
MR. JAMES GALBRAITH AND SENIOR AEROSPACE SSP**

**STAINLESS STEEL PRODUCTS/INDUSTRIES  
2980 NORTH SAN FERNANDO BOULEVARD, BURBANK, CALIFORNIA  
(FILE NO. 104.1005)**

The California Regional Water Quality Control Board, Los Angeles Region (Regional Board) makes the following findings and issues this Order pursuant to California Water Code (CWC) section 13267, which authorizes the Regional Board to require the submittal of technical and monitoring reports.

1. The groundwater within the San Fernando Valley Groundwater Basin (Basin) has been impacted by discharges of heavy metals, specifically chromium. The San Fernando Valley Superfund Site (Superfund Site) lies within the Basin. The United States Environmental Protection Agency (USEPA) and the Regional Board are investigating the potential sources of the discharges to the Basin. The agencies are currently focused on identifying individuals and companies responsible for the discharges of chromium in the Basin and holding them responsible for the investigation and remediation of the source sites. The property located at 2980 North San Fernando Boulevard, in the City of Burbank, California (the Site) is a potential source of chromium and overlies the Basin.
2. The Site was developed and occupied by Stainless Steel Products/Industries since approximately 1952. The Site is currently owned by First Industrial Real Estate, Inc. of Chicago, Illinois, who reported that Mr. William Zimmerman and Mr. James Galbraith were the first owners/operators of Stainless Steel Products/Industries at the Site. The Site is currently occupied by Senior Aerospace SSP. Senior Aerospace SSP is a subsidiary of Breeze -Eastern Corporation and a successor to Stainless Steel Products/Industries. Stainless Steel Products/Industries' operations at the Site included the use of hexavalent chromium, sodium dichromate, and chromic acid. Metal coating and metal finishing processes were part of the on-site operations conducted by Stainless Steel Products/Industries. In 1987, the USEPA and the Regional Board initiated an investigation at the Site which focused on volatile organic compounds (VOCs) and not on heavy metals. Therefore, the potential discharge and /or release of chromium based compounds to the soils at the Site, as a result of the past metal finishing operations, has not yet been determined.
3. CWC section 13267(b)(1) states:

"In conducting an investigation specified in subdivision (a), the regional board may require that any person who has discharged, discharges, or is suspected of having discharged or,

discharging, or who proposes to discharge waste within its region, or any citizen or domiciliary, or political agency or entity of this state who has discharged, discharges, or is suspected of having discharged or discharging, or who proposes to discharge waste outside of its region that could affect the quality of waters within its region shall furnish, under penalty of perjury, technical or monitoring program reports which the regional board requires. The burden, including costs, of these reports shall bear a reasonable relationship to the need for the reports and the benefits to be obtained from the reports. In requiring those reports, the regional board shall provide the person with a written explanation with regard to the need for the reports, and shall identify the evidence that supports requiring that person to provide the reports."

4. The Regional Board has obtained evidence indicating that there is a potential for discharge of waste at or from the Site. Regional Board files indicate that operations at the Site consisted of metal coating and metal finishing processes which included the use of hexavalent chromium, sodium dichromate, and chromic acid. Stainless Steel Products/Industries is among the suspected sources of waste discharge in the USEPA Superfund Site because of the chemicals used and the operations conducted at the Site. It is known that groundwater within the Superfund Site, including the vicinity of the Stainless Steel Products/Industries facility, is polluted with VOCs and heavy metals, particularly chromium. To date, a complete subsurface investigation of heavy metals in soil or groundwater has not been performed at the Site.
5. This Order identifies Breeze-Eastern Corporation, Mr. William Zimmerman, Mr. James Galbraith and Senior Aerospace SSP as the entities responsible for the suspected discharges of waste identified in paragraph two (2) and four (4) because Mr. William Zimmerman and Mr. James Galbraith were the owners/operators of the facility where the activities occurred that resulted in the suspected discharges of waste were performed and Senior Aerospace SSP is a subsidiary of Breeze-Eastern Corporation and successor to Stainless Steel Products/Industries.
6. This Order requires the persons/entities named herein to prepare and submit a Subsurface Soil Investigation Workplan (Workplan) in order to evaluate the conditions at the Site and determine if any discharges of heavy metal compounds, specifically chromium, has impacted the soils beneath the Site that could consequently pose a threat to groundwater. You are expected to submit a complete Workplan, as required by this Order, to the Regional Board. The Regional Board may reject the Workplan if it is deemed incomplete and/or require revisions to the Workplan under this Order.
7. The Regional Board needs this information in order to determine whether the Site is a source of discharges of waste, specifically chromium, and to determine whether the subsurface soil conditions at the Site are causing or threatening to cause discharges of waste to the waters of the State within the Basin.
8. The burdens, including costs, of these reports bear a reasonable relationship to the need for the reports and the benefits to be obtained from the reports. The information is necessary to identify sources of discharges of waste to the Basin and to assure adequate cleanup of the Stainless Steel Products/Industries facility, which as described above potentially poses significant threats to public health and the environment.
9. The issuance of this Order is an enforcement action by a regulatory agency and is categorically exempt from the provisions of the California Environmental Quality Act (CEQA) pursuant to

section 15321(a)(2), Chapter 3, Title 14 of the California Code of Regulations. This Order requires submittal of technical and/or monitoring reports and work plans. The proposed activities under the work plan are not yet known. It is unlikely that implementation of the work associated with this Order could result in anything more than minor physical changes to the environment. If the implementation may result in significant impacts on the environment, the appropriate lead agency will address the CEQA requirements prior to implementing any work plan.

10. Any person aggrieved by this action of the Regional Board may petition the State Water Resources Control Board (State Board) to review the action in accordance with Water Code section 13320 and California Code of Regulations, title 23, sections 2050 and following. The State Board must receive the petition by 5:00 p.m., 30 days after the date of this Order, except that if the thirtieth day following the date of this Order falls on a Saturday, Sunday, or state holiday, the petition must be received by the State Board by 5:00 p.m. on the next business day. Copies of the law and regulations applicable to filing petitions may be found on the Internet at the following link:

[http://www.waterboards.ca.gov/public\\_notices/petitions/water\\_quality](http://www.waterboards.ca.gov/public_notices/petitions/water_quality)

or will be provided upon request.

**THEREFORE, IT IS HEREBY ORDERED** that Breeze-Eastern Corporation, Mr. William Zimmerman, Mr. James Galbraith and Senior Aerospace SSP, pursuant to section 13267(b) of the CWC, are required to:

1. Submit a Subsurface Soil Investigation Workplan (Workplan) to the Regional Board by **August 2, 2013**. Guidance documents to assist you with this task can be found on the Internet at the following links:

*"General Work Plan Requirements for a Heavy Metal Soil Investigation"*

[http://www.waterboards.ca.gov/losangeles/water\\_issues/programs/remediation/GeneralWorkplanRequirementsforaHeavyMetalsSoilInvestigation.pdf](http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/GeneralWorkplanRequirementsforaHeavyMetalsSoilInvestigation.pdf)

*"Interim Site Assessment & Cleanup Guidebook (May1996),"*

[http://www.waterboards.ca.gov/losangeles/water\\_issues/programs/remediation/may1996\\_voc\\_guidance.shtml](http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/may1996_voc_guidance.shtml)

*"Quality Assurance Project Plan"*

[http://www.waterboards.ca.gov/losangeles/water\\_issues/programs/remediation/Board\\_SGV-SFVCleanupProgram\\_Sept2008\\_QAPP.pdf](http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/Board_SGV-SFVCleanupProgram_Sept2008_QAPP.pdf)

2. The Workplan shall include detailed information of former and existing chromium storage, hazardous waste management, and associated practices.
3. The Workplan must also include proposed soil sampling boring locations which shall extend to a minimum depth of 25 feet below ground surface in the areas of the previous plating processes and waste treatment (sumps, clarifiers, etc.), hazardous waste storage area, and chemical storage area.
4. The Workplan must contain a health and safety plan (HASP), as per the guidelines.

5. The Workplan shall include a detailed schedule of implementation of the Workplan, including field work and providing a report of the results to the Regional Board.
6. Upon approval, the Workplan shall be implemented and a report summarizing the results according to the approved schedule must be submitted to the Regional Board.

The above item shall be submitted to:

Ms. Luz Rabelo  
Water Resources Control Engineer  
Remediation Section  
Los Angeles Regional Water Quality Control Board  
320 West 4<sup>th</sup> Street, Suite 200  
Los Angeles, California 90013  
Phone: (213) 576-6783  
Email: [luz.rabelo@waterboards.ca.gov](mailto:luz.rabelo@waterboards.ca.gov)

Pursuant to 13267(a) of the CWC, any person who fails to submit reports in accordance with the Order is guilty of a misdemeanor. Pursuant to section 13268(b)(1) of the CWC, failure to submit the required Workplan described above by the specified due date(s) may result in the imposition of administrative civil liability by the Regional Board in an amount up to one thousand dollars (\$1,000) per day for each day the Workplan is not received after the above due date. These civil liabilities may be assessed by the Regional Board for failure to comply, beginning with the date that the violations first occurred, and without further warning.

The Regional Board, under the authority given by the CWC section 13267, subdivision (b)(1), requires you to include a perjury statement in all reports submitted under the 13267 Order. The perjury statement shall be signed by Mr. William Zimmerman and Mr. James Galbraith and a senior authorized Breeze-Eastern Corporation and Senior Aerospace SSP representative (not by a consultant). The perjury statement shall be in the following format:

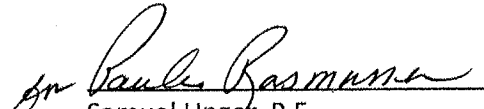
“I, [NAME], certify under penalty of law that this document and all attachments were prepared by me, or under my direction or supervision, in accordance with a system designed to assure that qualified personnel properly gathered and evaluated the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations.”

The State Board adopted regulations (Chapter 30, Division 3 of Title 23 & Division 3 of Title 27, California Code of Regulation) requiring the electronic submittal of information (ESI) for all site cleanup programs, starting January 1, 2005. Currently, all of the information on electronic submittals and GeoTracker contacts can be found on the Internet at the following link:

[http://www.waterboards.ca.gov/ust/electronic\\_submittal](http://www.waterboards.ca.gov/ust/electronic_submittal).

To comply with the above referenced regulation, you are required to upload all technical reports, documents, and well data to GeoTracker by the due dates specified in the Regional Board letters and orders issued to you or for the Site. However, the Regional Board may request that you submit hard copies of selected documents and data in addition to electronic submittal of information to GeoTracker.

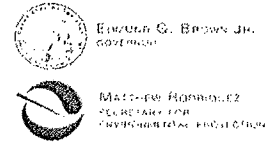
SO ORDERED.

  
Samuel Unger, P.E.  
Executive Officer

6-20-2013  
Date

**EXHIBIT B**





Los Angeles Regional Water Quality Control Board

ORDER TO PROVIDE A TECHNICAL REPORT FOR  
SUBSURFACE SOIL INVESTIGATION  
CALIFORNIA WATER CODE SECTION 13267 ORDER NO. R4-2012-0069

DIRECTED TO STAINLESS STEEL PRODUCTS/INDUSTRIES  
AND BREEZE EASTERN CORPORATION

STAINLESS STEEL PRODUCTS/INDUSTRIES  
2980 SAN FERNANDO BLVD., BURBANK, CALIFORNIA  
(WIP FILE NO. 104.1002)

The Los Angeles Regional Water Quality Control Board (Regional Board) makes the following findings and issues this Order pursuant to California Water Code (CWC) section 13267.

1. The groundwater within the San Fernando Valley Groundwater Basin has been impacted by heavy metals, specifically chromium. As a result of the groundwater impacts, we are investigating potential sources of the contamination. The current investigation, led by US Environmental Protection Agency (USEPA) and the Regional Board, is focused on identifying individuals and companies responsible for the chromium contamination in the region and holding them responsible for the investigation and remediation of the affected site. The above Site is located in the investigative area, and therefore, you are required to comply with this order.
2. The site (Site), located at 2980 San Fernando Boulevard, Burbank, California, was developed and occupied by Stainless Steel Products/Industries (SSP) since 1952. The property is currently owned by First Industrial Real Estate, Inc. of Chicago, Illinois. The facility is occupied by Senior Aerospace SSP, a subsidiary of Breeze-Eastern Corporation of New Jersey, and a successor to Stainless Steel Products. In 1987, the United States Environmental Protection Agency (USEPA) and the Regional Board initiated an investigation at the Site to determine whether past operations had resulted in a discharge and/or release of volatile organic compounds (VOCs) to the soils. Operations at the Stainless Steel Products/Industries facility included the use of hexavalent chromium, sodium dichromate, and chromic acid. Metal coating and finishing processes were part of the on-site operations. The soil investigation that was conducted in 1987 focused on VOCs and not heavy metals. The potential discharge and/or release of chromium based compounds to the soils at the Site, as a result of the past metal finishing operations, has not been determined.
3. The CWC section 13267(b)(1) states, in part: In conducting an investigation, the Regional board may require that any person who has discharged, discharges, or is suspected of having discharged or, discharging, or who proposes to discharge waste within its region shall furnish, under penalty of perjury, technical or monitoring program reports which the Regional board requires. The burden, including costs, of these reports shall bear a reasonable relationship to the need for the report and the benefits to be obtained from the reports. In requiring those reports, the Regional Board shall provide the person with a written explanation with regard to the need for the reports, and shall identify the evidence that supports requiring that person to provide the reports.

13267(b)(1) - CWC section 13267(b)(1) - State Water Resources Control Board

13267(b)(1) - CWC section 13267(b)(1) - State Water Resources Control Board

4. The Regional Board file information indicates that past operations consisted of Metal coating and finishing processes. Chemical compounds reportedly used at the site include hexavalent chromium, sodium dichromate, and chromic acid. To date, no subsurface heavy metals soil or groundwater investigation has been performed at the Site
5. The Regional Board file information in support of this requirement is the use of chromium containing compounds in metal finishing and coating processes. The file information indicates that SSP used 450 pounds of chromic acid (Alodine 120) to coat parts and 600 pounds of sodium dichromate to clean parts.
6. This Order identifies Stainless Steel Products and Breeze Eastern Corporation as the responsible parties for the discharges and potential discharges of wastes identified in paragraphs one (1) and two (2), because they were/are owners and operators of the facility directly responsible for the industrial processes involved the use and storage of the wastes at the property.
5. This Order requires the persons/entities named herein to prepare and submit a Work Plan to conduct a subsurface soil investigation to determine if any unauthorized release of heavy metal compounds has impacted the soils beneath the site that could consequently pose a threat to the groundwater.
6. The Regional Board needs this information to determine the subsurface soil conditions at the Site as part of efforts to identify sources of chromium contamination in the San Fernando Valley.
7. The burdens, including costs, of these reports bear a reasonable relationship to the need for the reports and the benefits to be obtained from the reports. The information is necessary to assure adequate cleanup of the SSP property, which as described above potentially poses significant threats to public health and the environment.
8. The issuance of this Order is an enforcement action by a regulatory agency and is categorically exempt from the provisions of the California Environmental Quality Act (CEQA) pursuant to section 15321(a)(2), Chapter 3, Title 14 of the California Code of Regulations. This Order requires submittal of technical and/or monitoring reports and work plans. The proposed activities under the work plans are not yet known. It is unlikely that implementation of the work plans associated with this Order could result in anything more than minor physical changes to the environment. If the implementation may result in significant impacts on the environment, the appropriate lead agency will address the CEQA requirements prior to implementing any work plan.
9. Any person aggrieved by this action of the Regional Water Board may petition the State Water Resources Control Board (State Water Board) to review the action in accordance with Water Code section 13320 and California Code of Regulations, title 23, sections 2050 and following. The State Water Board must *receive* the petition by 5:00 p.m., 30 days after the date of this Order, except that if the thirtieth day following the date of this Order falls on a Saturday, Sunday, or state holiday, the petition must be received by the State Water Board by 5:00 p.m. on the next business day. Copies of the law and regulations applicable to filing petitions may be found on

the Internet at: [http://www.waterboards.ca.gov/public\\_notices/petitions/water\\_quality](http://www.waterboards.ca.gov/public_notices/petitions/water_quality) or will be provided upon request.

**THEREFORE, IT IS HEREBY ORDERED** that Stainless Steel Products/Industries and Breeze Eastern Corporation, pursuant to section 13267(b) of the CWC, are required to submit the following:

1. By October 22, , 2012 submit a Work Plan for a subsurface soil investigation. We are providing a guidance document entitled "*General Work Plan Requirements for a Heavy Metal Soil Investigation*" to assist you with this task. This document is provided as Appendix B. Additional information can be found in our guidance manual entitled "*Interim Site Assessment & Cleanup Guidebook (May1996)*," which can be found at the Regional Board web-site at: [http://www.waterboards.ca.gov/losangeles/water\\_issues/programs/remediation/may1996\\_voc\\_guidance.shtml](http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/may1996_voc_guidance.shtml).

In addition, your Work Plan shall be developed following the applicable components of the Regional Board's "*Guidelines for Report Submittals, Section VI. Site Assessment Plans,*" (March 1991, Revised June 1993). A copy of the guidelines can be found at the following URL website:

[http://www.waterboards.ca.gov/losangeles/water\\_issues/programs/ust/guidelines/la\\_county\\_guidelines\\_93.pdf](http://www.waterboards.ca.gov/losangeles/water_issues/programs/ust/guidelines/la_county_guidelines_93.pdf)

2. The Work Plan must contain a health and safety plan (H&SP), as per the guidelines.
3. The Work Plan shall include the detailed information of former and existing chromium storage, hazardous waste management, and associated practices;
4. The proposed soil investigation shall extend to a minimum depth of 25 feet below ground surface (bgs) at each investigative area i.e. at the plating process area and waste treatment areas, chemical and waste storage areas, (sumps, clarifiers, etc.).

The above item shall be submitted to Mr. Larry Moore at (213) 576-6730 or at [lmoore@waterboards.ca.gov](mailto:lmoore@waterboards.ca.gov).

Pursuant to 13267(a) of the CWC, any person who fails to submit reports in accordance with the Order is guilty of a misdemeanor. Pursuant to section 13268(b)(1) of the CWC, failure to submit the required technical report described above by the specified due date(s) may result in the imposition of administrative civil liability by the Regional Board in an amount up to one thousand dollars (\$1,000) per day for each day the technical report is not received after the above due date. These civil liabilities may be assessed by the Regional Board for failure to comply, beginning with the date that the violations first occurred, and without further warning.

September 21, 2012

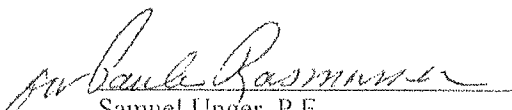
The Regional Board, under the authority given by CWC section 13267, subdivision (b)(1), requires you to include a perjury statement in all reports submitted under the 13267 Order. The perjury statement shall be signed by a senior authorized Stainless Steel Products or Breeze Eastern Corporation representative (not by a consultant). The perjury statement shall be in the following format:

"I, [NAME], certify under penalty of law that this document and all attachments were prepared by me, or under my direction or supervision, in accordance with a system designed to assure that qualified personnel properly gathered and evaluated the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations."

The State Water Board adopted regulations requiring the electronic submittals of information over the internet using the State Water Board GeoTracker data management system. You are required not only to submit electronic copy of the reports (in PDF format) required in this Order, but also to comply by uploading all reports and correspondence prepared to date on to the GeoTracker data management system. The text of the regulations can be found at the URL:

[http://www.waterboards.ca.gov/ust/cleanup/electronic\\_reporting/docs/final\\_electronic\\_regs\\_dec04.pdf](http://www.waterboards.ca.gov/ust/cleanup/electronic_reporting/docs/final_electronic_regs_dec04.pdf).

SO ORDERED.

  
\_\_\_\_\_  
Samuel Unger, P.E.  
Executive Officer

9-21-12  
Date

# **EXHIBIT C**

415.956.2828 (t)  
956.6457 (f)

Robert Dollar Building  
311 California Street, 10th Flr.  
San Francisco CA 94104

202.777.8950 (t)  
202.347.8429 (f)

Victor Building  
750 9th Street, NW, Suite 710  
Washington DC 20001

www.rjo.com

ROGERS JOSEPH O'DONNELL

July 15, 2013

**VIA E-MAIL AND U.S. MAIL**

*luz.rabelo@waterboards.ca.gov*

Ms. Luz Rabelo  
Water Resources Control Engineer  
Los Angeles Regional Water Quality Control Board  
320 West Fourth Street, Suite 200  
Los Angeles, CA 90013

Re: Revised Requirement for Technical Report Pursuant to California Water Code  
Section 13267 Order No. R4-2012-0069-A01  
Site: Stainless Steel Products/Industries, 2980 San Fernando Blvd., Burbank

Dear Ms. Rabelo:

I represent Senior Aerospace SSP ("Senior SSP") in connection with the above referenced matter, and am writing in response to Samuel Unger's letter dated June 20, 2013, to Mr. Jim Sasselli of Senior SSP. Mr. Unger's letter enclosed a "Revised Order to Provide a Technical Subsurface Soil Investigation," dated June 20, 2013 ("Revised Order"), pertaining to property located at 2980 North San Fernando Blvd., Burbank site. Mr. Unger advised that comments concerning the Revised Order should be directed to you.

The Revised Order was issued without any prior discussions between the Regional Water Quality Control Board ("RWQCB") and Senior SSP concerning its subject matter. As is discussed below, the Revised Order contains serious factual errors that render it legally defective as to Senior SSP. Accordingly we request that the RWQCB immediately rescind the Revised Order, as to Senior SSP.

The Revised Order finds that "Stainless Steel Products/Industries" is among the "suspected sources of waste discharge in the USEPA Superfund Site because of the chemicals used and the operations conducted at the Site." (Revised Order, Paragraph 4) The Revised Order finds that Senior SSP is an entity "responsible for the suspected discharges of waste" because "Senior Aerospace SSP is a subsidiary of Breeze-Eastern Corporation and successor to Stainless Steel Products/Industries." (Revised Order, Paragraph 5) (emphasis added) Both of these justifications for naming Senior SSP on the Revised Order are factually incorrect.

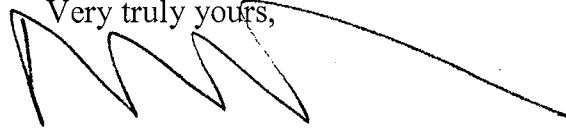
Ms. Luz Rabelo  
July 15, 2013  
Page 2

Senior SSP is not a subsidiary of Breeze-Eastern Corporation, and has no legal relationship to that entity. In addition, Senior is not a "successor" to "Stainless Steel Products/Industries." Rather, Senior SSP was formed following the purchase of the assets of Stainless Steel Products, Inc. in 1995. It thus has no liability, as a successor, for any of the actions of Stainless Steel Products, Inc. These errors in the Revised Order undermine the conclusion set forth in Paragraph 5 of the Revised Order that Senior SSP is "responsible" for "suspected discharges of waste" at the subject property.

Accordingly, we request that the RWQCB immediately rescind the Revised Order as to Senior SSP. If the RWQCB will not do so, Senior SSP will have no choice but to file a petition to the State Water Resources Control Board seeking to have the Revised Order rescinded.

Thank you.

Very truly yours,



ROBERT C. GOODMAN

RCG:cc

cc: Senior Aerospace SSP

1 ROGERS JOSEPH O'DONNELL, PC  
ROBERT C. GOODMAN (State Bar No. 111554)  
2 ANN M. BLESSING (State Bar No. 172573)  
D. KEVIN SHIPP (State Bar No. 245947)  
3 311 California Street  
San Francisco, California 94104  
4 Telephone: 415.956.2828  
Facsimile: 415.956.6457

5 Attorneys for Petitioner  
6 Senior Aerospace SSP

7  
8 STATE WATER RESOURCES CONTROL BOARD

9 STATE OF CALIFORNIA

10 In the Matter of

11 SENIOR AEROSPACE SSP,

12 Petitioner

13 Revised Order to Provide a Technical  
14 Report for Subsurface Soil Investigation  
California Water Code Section 13267 Order  
15 No. R4-2012-0069-A01 of the Regional  
Water Quality Control Board, Los Angeles  
16 Region

PETITION NO.

**DECLARATION OF STEVEN LOYE IN  
SUPPORT OF PETITION FOR REVIEW**

17  
18 I, Steven Loye, declare that:

19 1. I am the Chief Executive Officer of Senior Aerospace SSP, Petitioner in  
20 the above-entitled matter. I make this declaration in support of Senior Aerospace SSP's  
21 Petition for Review.

22 2. I have personal knowledge of the facts set forth herein except where  
23 stated on information and belief and, if called as a witness, I could and would testify  
24 competently hereto. As to facts set forth on information and belief, I believe them to be true.

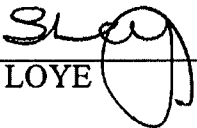
25 3. Senior Aerospace SSP is not a subsidiary of Breeze-Eastern Corporation  
26 and has no corporate relationship or affiliation with Breeze-Eastern Corporation.

27 4. Senior Flexonics, Inc. purchased the assets of Stainless Steel Products  
28 Inc. in 1995. At the time of that transaction, Zimmerman Holdings, Inc. was the parent



1 company of Stainless Steel Products Inc. After purchasing the assets they were operated by  
2 Senior Aerospace SSP. Senior Aerospace SSP leases the property located at 2980 North San  
3 Fernando Boulevard, Burbank, California ("the Site"). Neither Senior Aerospace SSP nor  
4 any related company, has ever owned the Site.

5 I declare under penalty of perjury under the laws of the State of California that  
6 the foregoing is true and correct to the best of my knowledge. This declaration was executed  
7 in BURBANK, California, on July 22, 2013.

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STEVEN LOYE

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1 **PROOF OF SERVICE**

2 I, Clara Chun, state:

3 My business address is 311 California Street, 10th Floor, San Francisco, CA 94104. I  
4 am employed in the City and County of San Francisco where this service occurs or mailing  
5 occurred. The envelope or package was placed in the mail at San Francisco, California. I am  
6 over the age of eighteen years and not a party to this action. On July 22, 2013, I served the  
following documents described as:

7 **DECLARATION OF STEVEN LOYE IN SUPPORT OF PETITION FOR REVIEW**

8 on the following person(s) in this action by placing a true copy thereof enclosed in a sealed  
9 envelope, with the postage prepaid, addressed as follows:

10 State Water Resources Control Board  
11 Office of the Chief Counsel  
12 Jeannette L. Bashaw, Legal Analyst  
13 P.O. Box 100  
Sacramento, CA 95812-0100  
*jbashaw@waterboards.ca.gov*

14 Mr. Samuel Unger, P.E.  
15 Executive Officer  
16 Los Angeles Regional Water Quality Control Board  
17 320 West Fourth Street, Suite 200  
Los Angeles, CA 90013  
*sunger@waterboards.ca.gov*

18 Ms. Luz Rabelo  
19 Water Resources Control Engineer  
20 Los Angeles Regional Water Quality Control Board  
21 320 West Fourth Street, Suite 200  
Los Angeles, CA 90013  
*luz.rabelo@waterboards.ca.gov*

22 Craig S. Bloomgarden, Esq.  
23 Manatt, Phelps & Phillips, LLP  
24 11355 West Olympic Boulevard  
25 Los Angeles, CA 90064-1614  
*cbloomgarden@manatt.com*

26  
27  
28

1 Ms. Sonja Donaldson  
Acting Director of Environmental Affairs  
2 Breeze-Eastern Corporation  
3 35 Melanie Lane  
Whippany, NJ 07981  
4

5 Mr. William Zimmerman  
Owner/Operator  
6 Stainless Steel Products  
790 Huntington Circle  
7 Pasadena, CA 91106-4510

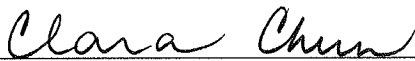
8 Mr. James Galbraith  
9 Owner/Operator  
Stainless Steel Products  
10 2600 Mission Street, Suite 200  
San Marino, CA 91108  
11

12 X BY FIRST CLASS MAIL: I am readily familiar with my firm's practice for  
13 collection and processing of correspondence for mailing with the United States  
14 Postal Service, to-wit, that correspondence will be deposited with the United States  
15 Postal Service this same day in the ordinary course of business. I sealed said  
envelope and placed it for collection and mailing on July 22, 2013, following  
16 ordinary business practices.

17 X BY ELECTRONIC SERVICE: I caused the documents to be sent to the person(s)  
18 at the electronic notification address(es) listed above. Within a reasonable time,  
the transmission was reported as complete and without error.

19 I declare under penalty of perjury under the laws of the State of California that the  
20 foregoing is true and correct and that this declaration was executed this date at San  
Francisco, California.

21 Dated: July 22, 2013

  
22 Clara Chun