

EXHIBIT A

1,000 engineers, scientists and other technical staff located in more than 70 offices throughout the United States and in Australia, Canada, Ireland, Malaysia, and the United Kingdom.

4. To the best of my knowledge and belief, insofar as I have been able to ascertain after due inquiry, no member or employee of Geosyntec is related to Exide Technologies, the debtor and debtor-in-possession, (the “**Debtor**” or the “**Company**”), its creditors, other parties in interest identified herein, or the U.S. Trustee or anyone employed in the Office of the U.S. Trustee, or holds or represents any interest adverse to any such party, except that Geosyntec is connected with the Committee by virtue of this engagement, and Geosyntec may represent or have represented certain of the Debtor’s creditors or other parties in interest herein, or interests adverse to such creditors or other parties in interest herein, in matters unrelated to this case.

5. In connection with the preparation of this Declaration, Geosyntec conducted a review to determine whether it has performed services for the Debtor, its affiliates and other interested parties identified on a list (“**Interested Party List**”) provided to Geosyntec by the Committee’s counsel in this proceeding. Geosyntec then reviewed those results and found no conflicts. Indeed, other than as set forth herein, none of the services that were or will be provided in the course of these other engagements: (i) is connected in any way to this proceeding; (ii) will impact or conflict with or be adverse to the rights of the Debtor in this proceeding; and (iii) will compromise Geosyntec’s ability to provide services in this proceeding.

6. Geosyntec does occasionally employ independent contractors to work on its projects. As part of this retention, Jeffrey Leed will serve as an independent contractor to Geosyntec. Leed Environmental, Inc. (“**Leed Environmental**”), of which Jeffrey Leed is President, currently has a claim against the Debtor in the amount of \$1,465.90. The claim

arises from brief services that Leed Environmental provided to the Debtor in connection with a minor Pennsylvania State inquiry. Additionally, Leed Environmental has indicated that it will withdraw and waive its *de minimis* claim against the Debtor. Geosyntec, accordingly, submits that it is a “disinterested person” as such term is defined in Section 101(14) of the Bankruptcy Code.

7. Geosyntec will promptly update and supplement this Declaration, disclosing any material developments regarding the Debtor or any other pertinent relationships that require disclosure in the above-captioned case, if and when any such developments or relationships come to Geosyntec’s attention.

8. Subject to Court approval and in accordance with the reasonableness standard provided for in section 328(a) of the Bankruptcy Code, Geosyntec will seek compensation in accordance with its customary practices and in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, applicable orders of this Court, and guidelines established by the U.S. Trustee. Notwithstanding anything to the contrary contained herein, the United States Trustee retains all rights to respond or object to Geosyntec’s interim and final applications for compensation and reimbursement of expenses on all grounds including but not limited to, reasonableness pursuant to section 330 of the Bankruptcy Code.

9. Geosyntec charges based on actual hours expended to perform its services at standard hourly rates established for each employee. It is the customary practice of the firm to bill clients for travel time consistent with guidelines of the jurisdiction. For this jurisdiction, therefore, Geosyntec will apply a 50% discount rate to non-working travel time billed. Fees reflect economies resulting from the use of paraprofessional and support personnel to develop schedules and analyses, input computer data, perform research, work on fee applications, and other activities necessary to the efficient administration of a case. The billing rates for

professionals assigned to this engagement in effect as of January 1, 2014,² are as follows:

Michael Berman	\$270
Michael McKibben	\$270
Jeffrey Leed	\$270

Other professional rates are as follows:

Professional	\$122 - \$215
Associate	\$240
Principal	\$270
Other Staff	\$52 - \$135

10. Geosyntec charges for reasonably incurred, out-of-pocket expenses associated with an assignment including, but not limited to, costs of reproduction, typing, our legal counsel, any applicable state sales or excise taxes and other direct expenses.

11. Geosyntec will provide a monthly fee statement for services rendered and out-of-pocket expenses incurred which will be accompanied by a list of professional, paraprofessional and support personnel providing services, their respective billing rates, the aggregate hours expended by each such person, a general description of the services rendered, summarized by discrete project, a detailed description of the services performed by each professional, paraprofessional and support person providing such services, the time expended, by discrete project, by day and a reasonably detailed breakdown of the disbursements incurred.

² The hourly rates are subject to periodic adjustments, which occur annually on or about January 1, to reflect economic and other conditions. Geosyntec will advise the Debtor and the United States Trustee of any increases in its hourly rates.

This Declaration is made under penalty of perjury.

/s/ Michael Berman

Michael Berman

EXHIBIT A

Geosyntec[®]

consultants

10220 Old Columbia Road, Suite A
Columbia, Maryland 21046
PH 410.381.4333
FAX 410.381.4499
www.geosyntec.com

*Privileged and Confidential
Prepared at the Request of Legal Counsel*

VIA E-MAIL

04 December 2013

Official Committee of Unsecured Creditors
of Exide Technologies
c/o Lowenstein Sandler LLP
65 Livingston Avenue
Roseland, NJ 07068

**Subject: Scope of Services – Environmental Consulting Support
Official Committee of Unsecured Creditors
Exide Bankruptcy**

Ladies / Gentlemen:

Geosyntec Consultants (“Geosyntec”) is pleased to have been selected to provide environmental consulting support to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the Exide Technologies (“Exide”) Chapter 11 case pending in the United States Bankruptcy Court for the District of Delaware; Case No. 13-11482 (KJC) (“Exide Bankruptcy”).

It is our understanding that the focus of Geosyntec’s support on this project would be to assist the Committee in understanding and assessing certain potential environmental liabilities at sites where Exide may retain liability, as well as related environmental consulting services. Our evaluations would be based on the information and data made available to us and the direct experience of the Geosyntec team with assessing environmental liabilities related to the Exide facilities and other sites with similar environmental conditions. In addition, our evaluations will be prepared objectively in the context of both relevant financial reporting requirements (e.g., United States Generally Accepted Accounting Principles [“GAAP”]) and industry standard environmental cost estimating methods (e.g., ASTM, and U.S. Environmental Protection Agency [“EPA”] guidance).

This remainder of this letter provides an overview of Geosyntec, our understanding of the scope of services, our project team, and our rates and contracting approach for Geosyntec's support on this matter.

GEOSYNTEC OVERVIEW

Geosyntec is a specialized consulting and engineering firm that works with private and public sector clients to address their new ventures and complex projects involving the environment, natural resources, and the civil infrastructure. Geosyntec has a staff of over 1,000 engineers, scientists, and other technical and project staff located in more than 70 offices throughout the U.S. and in Australia, Canada, Ireland, Malaysia, and the United Kingdom. Since our founding in 1983, our business has grown around projects

Privileged and Confidential
Prepared at the Request of Legal Counsel

04 December 2013
 Page 2



involving environmental contamination studies and remediation, natural resources assessment and restoration, and engineering and design for the environmental, water resources, and geotechnical infrastructures. We are known nationally for our technology leadership, broad experience, and exceptional client service. More information about Geosyntec is available on our website, www.geosyntec.com.

For this project, Geosyntec's team will bring leading practitioners and experience in the investigation of environmental conditions, assessment of remedial outcomes, and environmental liability valuation ("ELV"). We also will engage team members with expertise with the specific sites, site types (e.g., lead-acid battery manufacturing, recycling, and associated operations), and environmental liabilities associated with the Exide site universe. Further information about the Geosyntec project team is provided below.

SCOPE OF SERVICES

It is our understanding that the Committee is requesting consulting support to assist it in understanding and evaluating (i) the magnitude of potential environmental liabilities at sites where Exide may have liability; (ii) potential future capital expenditures necessary to comply with regulatory requirements; and (iii) possible exposure to claims stemming from Exide's operations. These may include the following three categories of sites:

1. Two sites (Vernon, CA and Frisco, TX) with potential future environmental expenditures that have received particular attention from regulators during Exide's Chapter 11 case;
2. The following eleven (11) other specific sites;

<ul style="list-style-type: none"> ○ Beech Grove, Indiana (Refined Metals Corp.) ○ Columbus, Georgia ○ Dallas, Texas (Dixie Metals) ○ Florence, Mississippi ○ Greer, South Carolina (formerly General Battery Corporation) ○ Hamburg, Pennsylvania (Price Battery) 	<ul style="list-style-type: none"> ○ Heflin, Louisiana (Dixie Metals) ○ Memphis, Tennessee (Refined Metals Corp.) ○ Reading, Pennsylvania Off-Site Soil Remediation (formerly General Battery Corporation) ○ Tampa, Florida (Chloride Metals) ○ Tilden Township, Pennsylvania (Browns Battery Breaking Superfund Site)
--	---
3. Other sites, including unresolved Superfund sites, other third-party liability sites, and other legacy sites where Exide may retain future environmental liability. These could include sites listed in the 9 August 2013 Exide Statement of Financial Affairs (SOFA 17a and 17b) or other sites.

Geosyntec Scope of Services to Exide_1204.DOCX

Privileged and Confidential
Prepared at the Request of Legal Counsel

04 December 2013
Page 3

Geosyntec[®]
consultants

We understand that the scope of work pertaining to these sites for this project is still evolving and will be dynamic depending on the needs of the Exide Chapter 11 case. However, based on our experience on similar projects, Geosyntec anticipates that our scope of work will initially consist of the following tasks:

- **Task 1: Preliminary Review of Exide Environmental Liabilities**
 - *Task 1A: Project Kick-off Meeting* – After engagement on this matter, Geosyntec will prepare for and participate in a kick-off meeting with Committee representatives to discuss and confirm the overall project approach, sites, and liabilities (e.g., remediation, compliance, OPEX, natural resource damage, or private-party claims), and to review the schedule, project logistics, and deliverables. This meeting may be conducted in person or via teleconference as requested by the Committee. Geosyntec will also request a meeting with Exide's environmental consulting firm(s) to provide relevant background information.
 - *Task 1B: Preliminary Document Review* – Geosyntec will conduct a preliminary review of relevant documents. We will establish and maintain a database of documents reviewed to be used throughout this project to track and later report documents relied upon by the Geosyntec team.
 - *Task 1C: Assessment of Exide Site Universe* – Geosyntec will evaluate documents provided with information pertaining to sites where Exide may retain environmental liability and discuss with the Committee to obtain additional input on sites that Geosyntec should consider in its evaluation. We will establish and maintain a site universe data table listing all sites considered with information identifying whether those sites are proposed or are not proposed for further evaluation.
 - *Task 1D: Task 1 Report* – Geosyntec will prepare for and participate in a meeting with the Committee and its professionals to discuss the results of our preliminary review, including our proposed list of sites for further ELV evaluation, data gaps identified, and our proposed ELV methodology and reporting format for Task 2. Unless requested otherwise, we currently anticipate that this report will be prepared and provided in the form of an in-person PowerPoint presentation.
- **Task 2: Subject to the Request of the Committee – Additional Review of Exide Liabilities and ELV Analysis**
 - *Task 2A: Refined ELV Scope of Work* – Based on the work performed in Task 1, Geosyntec will work with the Committee to clarify the scope of work for Task 2, including a refined approach, deliverable format, schedule, and budget.
 - *Task 2B: Supplemental Data Collection and Review* – Geosyntec will support the Committee in obtaining additional documentation and information identified as data gaps during Task 1 (or in the course of conducting Task 2). Any additional documentation or information obtained will be reviewed and incorporated into Geosyntec's ELV analysis. Based on our experience, this may be an iterative task.

Geosyntec Scope of Services to Exide_1204.DOCX

Privileged and Confidential
Prepared at the Request of Legal Counsel



04 December 2013
Page 4

- *Task 2C: ELV Analysis – Environmental Liability* – Geosyntec will conduct an ELV analysis using the methodology described and for the site list approved during Task 1D. We anticipate that this ELV analysis will provide an assessment of existing environmental reserves for sites and our independent cost analysis for sites. Our independent cost analysis may be conducted to provide one- or two-point estimates (e.g., most likely value or range of values) or expected values of environmental liabilities that consider and quantify multiple sources of uncertainty.
- *Task 2D: ELV Report* – Geosyntec will prepare a written report describing the approach and results of the ELV analysis. This report will be prepared in draft for review by the Committee. If requested, Geosyntec will discuss and incorporate appropriate comments into a final report.
- **Task 3: Other Requested Support**
 - Geosyntec will provide support on other tasks requested by the Committee.

PROJECT SCHEDULE

We anticipate that Task 1 can be completed within about three to four work weeks of Geosyntec being given access to the available documents and the Project Kick-Off meeting (Task 1A). The timing for Task 2 will depend on the results of Task 1. For example, the number of sites to be evaluated, ELV approach, and extent of additional data collection and document review needed may not be finalized until Task 1 is completed. However, Geosyntec has the necessary in-house resources to scale up a team to expedite our analysis to meet the needs and schedule established by the Committee.

PROJECT TEAM

Geosyntec will lead this project out of our Columbia, MD office. The core senior team for this project will include Mr. Michael Berman (Columbia, MD), Mr. Michael McKibben (Atlanta, GA), and Mr. Jeffrey Leed (Reading, PA). For your information, we provide the following summaries for each of these senior team members. Full resumes are provided as **Attachment A**.

- **Michael Berman, P.E., CHMM** is a Principal Engineer located in the Geosyntec Columbia, MD office with more than 19 years of experience in investigating and estimating the nature and extent of environmental contamination and in developing remedial scenarios and designs for contaminated sites. These have included petroleum and petrochemical, mining, electric utility, railroad, industrial manufacturing, and pulp and paper sites; RCRA, CERCLA, state lead, and voluntary cleanup sites; and sites contaminated with chlorinated solvents, metals, petroleum hydrocarbons, as well as emerging contaminants such as fuel oxygenates, 1,4-dioxane, and energetics. He has specialized in estimating environmental conditions and quantifying the scope and cost of potential remedial scenarios for environmental insurance matters, due diligence, financial reporting, and environmental litigation support, and he has conducted such analyses for thousands of sites across the U.S. and in Canada, Latin America, and Europe. Mr. Berman has

Privileged and Confidential
Prepared at the Request of Legal Counsel

04 December 2013
Page 5

Geosyntec[®]
consultants

authored documents and has served as both a consulting and testifying expert on matters related to ELV.

- **Michael McKibben, P.G.** is a Principal in Geosyntec's Corporate offices in Atlanta, GA. He has over thirty years of experience in successful project, program, and organizational management. He has extensive experience with highly engineered systems, which require understanding of critical business drivers in multiple markets and industries, as well as working with technically-focused engineers and scientists. He has strong leadership and team building experience in property development, dealing with environmentally impaired properties and portfolios, environmental remediation, investigation, and corrective action planning, with a strong working knowledge of applicable regulations and standards at both the state and Federal levels. Mr. McKibben has a sound understanding of environmental related business and legal issues through direct experience as an owner/manufacturer, remediation contractor, and technical consultant. He has served as both executive and technical committee Potentially Responsible Party (PRP) representative on seven major National Priority List (NPL) sites and is very knowledgeable with the CERCLA process, including the PRP group dynamic. As an owner's representative, Mr. McKibben has also cleaned up and sold numerous properties, negotiated settlements on properties that were the subject of litigation, and represented companies on many regulatory issues including various state petroleum and superfund acts, RCRA Part B, and Hazardous and Solid Waste Amendment (HSWA)-driven issues. He has worked with law firms and attorneys in due diligence, enforcement, insurance claims, and other claims and issues including bankruptcies.
- **Jeffrey Leed** is an independent consultant to Geosyntec supporting this project. Since the time he received his M.S. degree in environmental science from Florida Institute of Technology in 1978, he has accumulated more than 35 years of environmental consulting, project coordination, and management experience, primarily for lead industry clients. Mr. Leed has been involved in all facets of Superfund site activities and RCRA corrective action activities and has worked extensively on behalf of his lead industry clients with representatives of the EPA, various state regulatory agencies, local agencies, mayors, private residents, and citizen's groups on hundreds of projects throughout the United States. Collectively, his extensive experience within the lead industry includes: (1) environmental consulting, regulatory compliance, and management activities at more than 200 lead-acid battery manufacturing facilities, battery recyclers, secondary lead reclamation facilities, and affiliated locations (battery warehouses, service centers, and distribution centers); (2) environmental consulting, management, and technical advisory services related to more than 75 federal and state Superfund sites (most involving lead-acid battery recycling and/or secondary lead smelting activities); and (3) environmental consulting, management, and technical advisory services related to more than 55 RCRA hazardous waste sites, most involving impacts from lead and other metals to soil and groundwater. At 15 Superfund sites (including some of the largest lead-acid battery recycling and secondary lead smelting sites in the country and at one site involving the cleanup of more than 800 properties), he has served as the project coordinator for multi-party steering committees, frequently for periods exceeding 10 years, where he has been extensively involved in remedial investigations and feasibility studies, remedial designs, remedial actions, and long-term operation and maintenance and monitoring activities.

Geosyntec Scope of Services to Exide_1204.DOCX

Privileged and Confidential
Prepared at the Request of Legal Counsel

Geosyntec[®]
consultants

04 December 2013
Page 6

In addition to this core senior team, we will supplement the team with other Geosyntec staff as needed to provide the Committee with necessary technical expertise and cost-efficient support within its requested schedule.

CONTRACTUAL TERMS AND BILLING RATES

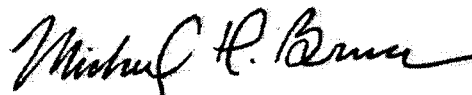
We will provide our services on a time and expense basis in accordance with the terms and conditions of our Professional Services Agreement provided as Attachment B. The hourly billing rate for Messrs. Berman, McKibben, and Leed is \$270 (to be billed in one-tenth hour increments). Hourly billing rates for other staff engaged to support this project and other associated expenses are provided in Attachment C.

Geosyntec understands that the scope of work on this project may evolve through the course of this project and that the Committee may request additional work not described in this letter. Geosyntec will provide an estimate of the cost and schedule for specified scope items if requested by the Committee.

CLOSING

Geosyntec appreciates the opportunity to provide this support to the Committee. If this letter meets with your approval, please authorize Geosyntec to begin work on this project by signing and returning the signature page of this letter and the Professional Services Agreement in Attachment B. We understand that Geosyntec's authorization to support this scope of work is subject to approval by the Court in the Exide Bankruptcy. Should you have any questions or need additional information please do not hesitate to contact Mike Berman (mberman@geosyntec.com, +1.410.910.7639 or Mike McKibben (mmckibben@geosyntec.com, +1.404.267-1133). We look forward to assisting you on this important project.

Sincerely,



Mike Berman
Principal



Mike McKibben
Principal

Attachments

Geosyntec Scope of Services to Exide_1204.DOCX

Privileged and Confidential
Prepared at the Request of Legal Counsel

04 December 2013
Page 7

Geosyntec[®]
consultants

Agreed and Accepted By:

The Official Committee of Unsecured Creditors of
Exide Technologies

Michael Strollo
Co-Chairperson of Committee
Pension Benefit Guaranty Corporation

Andrew Sole
Co-Chairperson of Committee
Esopus Creek Value Series Fund LP-Series "A"



MICHAEL H. BERMAN, P.E., CHMM

**environmental management
remediation/process engineering design
environmental site investigation**

EDUCATION

M.Eng., Civil and Environmental Engineering, Cornell University, Ithaca, New York, 1998
B.S., Chemical Engineering, Bucknell University, Lewisburg, Pennsylvania, 1993

REGISTRATIONS AND CERTIFICATIONS

Professional Engineer – Virginia No. 034540; Maryland No. 0032794; Pennsylvania No. PE073958; DC No. PE904406

National Council of Examiners for Engineering and Surveying, Certificate Number 25310

Certified Hazardous Material Manager

OSHA Hazardous Waste Operations/Emergency Response

Federal Railway Administration Roadway Worker Training

CAREER SUMMARY

Mr. Berman has more than 19 years of experience in investigating and estimating the nature and extent of environmental contamination and in developing remedial scenarios and designs for contaminated sites. These have included chemical manufacturing, mining, pulp and paper, wood treatment, petroleum and petrochemical, electric utility, railroad, and industrial manufacturing sites; RCRA, CERCLA, state lead, and voluntary cleanup sites; and sites contaminated with metals, chlorinated solvents, petroleum hydrocarbons, fuel oxygenates, and energetics. He specializes in estimating environmental conditions and quantifying the scope and cost of potential remedial scenarios for environmental insurance claims and underwriting, corporate due diligence, financial reporting and environmental litigation support, and he has conducted such analyses for thousands of sites across the U.S. and in Canada, Latin America, and Europe. Through his work supporting the U.S. EPA Office of Solid Waste and Emergency Response, Mr. Berman has co-authored national guidance documents on the topics of remediation costing, chlorinated solvent bioremediation, in situ thermal treatment, fuel oxygenates treatment technologies, groundwater pump and treat, and permeable reactive barriers. He has managed investigations and remedial actions to address chlorinated solvents, petroleum hydrocarbons, perchlorate, and various inorganic contaminants in soil, groundwater, and surface water at sites engaged under various federal (RCRA and CERCLA) and state cleanup programs.

Environmental Management

Litigation Support Project, Confidential Financial Client. Testifying expert on a matter relating to alleged environmental contamination on a former agricultural property sold for residential

Privileged and Confidential
Prepared at the Request of Legal Counsel

ATTACHMENT A
CORE SENIOR TEAM RESUMES

MICHAEL H. BERMAN, P.E., CHMM
Page 2

Geosyntec[®]
consultants

development; Prepared expert opinions and provided testimony relating to environmental remediation cost analysis and historical site characteristics relative to other comparable properties.

Environmental Liability Valuation Litigation Support Project, Confidential Global Industrial Client. Project Manager and Consulting Expert for multi-year litigation support project involving the evaluation and valuation of potential environmental remediation liabilities associated with a portfolio of more than 2,000 formerly owned sites; coordinated team of professionals in review of case document management archive containing more than 1 million documents, evaluation of the expected value of the cost of future remedial scenarios, and coordinating and supporting evaluation by a multi-faceted project team, including multiple law firms and teams of external testifying and consulting experts.

MTBE Litigation, Confidential Client. Lead for technical team supporting testifying expert focused on evaluating potential environmental investigation and remediation costs at a number of release sites.

Environmental Reserve Review, Confidential Multinational Client. Technical advisor on project to evaluate the appropriateness of environmental reserves for a portfolio of more than 30 sites in the Americas, Europe, and Asia; Developed phased systematic approach to consistently evaluate each site in consideration of ASC 450 Contingencies financial reporting requirements.

Environmental Cost Litigation, Washington Nationals Ballpark, Washington, D.C. Consulting and Testifying Expert in support of law firm providing counsel to former property owner; Provided technical analysis and expert opinion regarding environmental remediation cost estimates conducted for property taken via eminent domain proceedings; Overall project involved the review of relevant documents and drafting of two expert reports/declarations and providing expert deposition testimony; Case settled before trial in favor of client.

Insurance Cost Recovery, Confidential Client. Project Manager supporting insurance settlement negotiations pertaining to historic comprehensive general liability (CGL) coverage for a portfolio of electrical equipment manufacturing sites in the Midwest and Gulf Coast U.S.; Analysis involved the estimation of future and documentation of past environmental remediation, investigation, and defense costs and in supporting negotiations with primary and secondary CGL carriers and their counsel; overall analysis incorporated past and potential future investigative/remedial, toxic tort, and natural resource damage costs.

Environmental Costing Methodology Expert Support, Superfund Site, California. Presumed testifying expert for matter related to recovery of past and potential future remediation costs for a large groundwater remediation project; Evaluation involved developing independent estimate of potential future costs, including an assessment of the risk premium associated with the planned future remedial approach.

Fair Value Evaluation, Nationwide Waste Services Client. Senior Advisor on project involving developing estimate of fair value of environmental remediation liabilities for a portfolio of more than 40 waste management and third-party sites involved in a corporate merger; worked with

MICHAEL H. BERMAN, P.E., CHMM
Page 3

Geosyntec[®]
consultants

client technical, legal, and accounting personnel to develop costing methodology to satisfy client internal reporting requirements, financial reporting requirements of FAS 141-R (ASC 805) and FAS 157 (ASC 820), and standards of practice in environmental cost estimating, including ASTM E2137/2173.

Buyer Due Diligence, Confidential Multinational Client. Project Director for project involving desktop studies, Phase I, and Phase II environmental site assessments in support of a potential acquisition of 15 US sites.

Vendor Due Diligence, Confidential Multinational Food Products Client. Project Director for Phase II site investigation in support of potential sale of production facility in New England.

Proposed Intermodal Facility, Baltimore, MD. Project Director for project in support of potential acquisition of several properties; Supported client in Phase II site investigations and evaluation of environmental data, environmental liability valuation, and negotiations with Maryland Department of Transportation.

Railroad Infrastructure Project, Washington, DC. Project Director for project to scope and obtain information about potential environmental constituents that may be encountered during a large railroad infrastructure project.

Environmental Insurance Litigation Support, RCRA Corrective Action, Virginia. Supported counsel for insured engaged in insurance claim litigation focused on recovering past and future costs for multi-media site investigation and remediation at a major manufacturing site; provided strategy consulting and fact development support.

Insurance Settlement Project, Confidential Mining Company, Southwest U.S. Project Manager to quantify the overall potential environmental liability relative to historic insurance coverage at the client's portfolio of active and previously owned/operated mine sites, processing operations (smelters), and manufacturing operations, as well as numerous Superfund and other third-party sites at which the client was included as a PRP; provided settlement support focusing on tracking regulatory developments relative to closure requirements for mining operations and correlating historic damages with insurance language and coverage limitations; evaluated potential cost impacts from natural resource damage and other private-party environmental claims.

Permitting Support for Coal Stockpile Expansion, Baltimore, Maryland. Supported clients expansion of coal stockpile at a marine terminal within the Chesapeake Bay Critical Area; negotiated fee-in-lieu of afforestation requirement, designed and obtained approval for erosion and sedimentation controls for the project, and coordinated with Client, State, and City technical and legal representatives to obtain final approvals for work.

Property Redevelopment, Former Rail Yard, Crescent Resources, Arlington, Virginia. Project Manager for comprehensive environmental support during infrastructure construction and due diligence investigations by potential buyers including: evaluation of potential management alternatives for more than 100,000 cubic yards of cinder ballast material (containing elevated concentrations of arsenic and other metals) and other residual wastes such as railroad ties and

MICHAEL H. BERMAN, P.E., CHMM
Page 4

Geosyntec[®]
consultants

petroleum impacted soil; assisting in procuring waste disposal services for these waste streams. Acting as client's representative, overseeing all field investigation and sampling activities and providing independent reports on the results of these investigations during buyers' environmental due diligence activities; and providing environmental inspection oversight during an excavation of more than 100,000 cubic yards for two new office buildings to assure compliance with the Soil Management Plan.

Buyer Environmental Due Diligence, Soda Ash Manufacturing Facilities, Confidential Client, France. Staff Engineer for the completion of a buyer's environmental due diligence investigation of manufacturing facilities consisting of a limestone quarry, brine solution mining operation, and manufacturing plant; focused on plant chloride wastewater treatment process and waste minimization practices in relation to pending international environmental regulations limiting downstream chloride content.

Insurance Settlement Project, Confidential Paper Company. Project Manager for a project to support stated environmental reserve estimates for a portfolio of more than one hundred paper mills, saw mills, wood treatment plants, manufacturing sites, and third-party liability/Superfund sites; a comprehensive review of all archived historic documentation was completed on an expedited schedule and an individual site narrative was prepared for each site; the site narratives and all relevant reviewed site documents were submitted to support an insurance claim being adjudicated under a court order.

Property Purchase Due Diligence, Food Services Packaging Facility, Maryland. Project Manager on project involving completion of Phase I ESA consistent with ASTM 1527-06, as well as vapor intrusion assessment per ASTM E2600-08 and visual asbestos screening.

Technical Committee Representation, 68th Street Superfund Site, Baltimore, Maryland. Client representative on PRP group Technical Committee; participated in technical discussions on behalf of client and reviewed and coordinated comments on technical documents generated by project consultants.

Due Diligence for Potential Cell Tower Sites, Confidential Telecommunications Company, Mississippi. Project Engineer to conduct site inspections and prepare Phase I environmental site assessments for six proposed cellular transmitter tower sites located on the Gulf Coast of Mississippi.

Closure Cost Evaluation for Hazardous Waste Landfill, Hazardous Waste Landfill, Confidential Client, Idaho. Engineer for an independent engineering estimate of RCRA closure/post-closure costs for a hazardous waste landfill on behalf of client intending to purchase the site; independent estimate used in negotiating sale price and environmental indemnity language in sales agreement.

Environmental Cost Cap Insurance Evaluation, Confidential Petroleum Company, Various States. Project Manager for project for an environmental insurance broker to evaluate and estimate the future cost of potential remedial scenarios at the client's portfolio of refineries and

MICHAEL H. BERMAN, P.E., CHMM
Page 5

Geosyntec[®]
consultants

bulk fuel terminals; results were used to support underwriting of remediation cost cap and third-party pollution damage policies.

Insurance Settlement Project, Confidential Electric Utility, Mid-Atlantic U.S. Project Manager to quantify the overall potential environmental liability relative to historic insurance coverage at the client's portfolio of several hundred substations and service centers, as well as at historic manufactured gas plant properties; evaluated regulatory development of RCRA standards for coal combustion waste and supported settlement negotiations with multiple insurance carriers.

Insurance Settlement Project, Confidential Petroleum Company. Project Manager to quantify the overall potential environmental liability relative to available insurance coverage at the client's portfolio of more than 1,000 active and previously owned/operated refineries, mining sites, transportation systems, terminals, packaging plants, and service stations, as well as numerous Superfund and other third-party sites at which the client had been listed as a PRP; developed estimates of nature and magnitude potential natural resource damages and other private-party claims related to contamination and supported settlement negotiations with multiple insurance carriers.

Insurance Settlement Project, Confidential Electric Utility Client, Mid-Atlantic U.S. Senior Engineer for remediation cost estimating support and technical review during the preparation of a report that quantified past and potential future environmental cost liabilities for a portfolio of electric utility sites including power plants, substations, service centers, ash disposal sites, and former manufactured gas plant sites in the Mid-Atlantic U.S.; report was used to support settlement negotiations related to historic insurance policies; provided support during site visits, meetings, and negotiations with several individual insurance carriers; report was used to support settlement negotiations related to historic insurance policies.

Insurance Settlement Project, Confidential Electronics Manufacturer. Senior Engineer to develop remedial designs for multiple sites owned by a home appliance manufacturing company; analyzed current and historic chemical production, storage, and disposal processes and data on soil, groundwater, and surface water contamination; specified remedial approaches needed to comply with current and pending federal, state, and local regulations.; sized and costed ex situ and in situ treatment technologies, including groundwater pump-and-treat; capping; vertical containment barriers; soil vapor extraction; air sparging; bioremediation; and removal and disposal via landfilling, thermal desorption, incineration, and solidification; analyzed extent of natural resource damages and property value diminution for sites.

Insurance Settlement Project, Confidential Railroad Client, Midwest U.S. Senior Engineer to provide remediation cost estimating support and technical review during the preparation of a report that quantified past and potential future environmental cost liabilities for a portfolio of historic railroad industry sites in the central U.S.

Insurance Settlement Project, Confidential Petroleum Company. Senior Engineer for preparation of reports that described historic environmental conditions and the expected future remedial approach; estimated future remedial costs for client's portfolio of manufacturing and

MICHAEL H. BERMAN, P.E., CHMM
Page 6

Geosyntec[®]
consultants

miscellaneous sites; evaluated and quantified recoverable costs associated with oil exploration and production operations on the Alaskan North Slope; supported negotiations with several insurance carriers regarding the settlement of historic insurance policies.

Insurance Settlement Project, Multinational Chemical Company. Engineer for a project to quantify the overall potential environmental liability relative to historic insurance coverage at a subset of the client's portfolio of active and previously chemical manufacturing facilities located in the U.S., Europe, and Latin America; required analysis of international environmental law and regulations applicability to insurance coverage.

Commercial Property Phase I Environmental Site Assessments, Various Commercial Properties, Chemical Bank, New York. Staff Engineer for Phase I Environmental Site Assessments for commercial properties being considered for financing.

Phase I Environmental Site Assessment for Electronics Manufacturing Facility, Law Firm, Long Island, NY. Staff Engineer for a Phase I Environmental Site Assessment of a former electronics manufacturing facility, and supported buyer in sales negotiations.

Multimedia Compliance Audit, Electronic Parts Manufacturing Plant, Confidential Client, Long Island, New York. Staff Engineer for internal audits of all facility operations, including metal machining, parts washing, electroplating, and extrusion molding, relative to applicable chemical storage, hazardous waste management, wastewater treatment, storm water management, air emissions, and environmental health & safety regulations.

Multimedia Compliance Audit, Rucco Polymer, Long Island, New York. Staff Engineer for research and engineering support during multimedia compliance audit for potential buyer.

Environmental Cost Estimating Litigation, Redevelopment Site, Law Firm, Washington, D.C. Project Manager to support counsel for plaintiffs in contesting the validity and technical defensibility of an environmental remediation cost estimate conducted for a group of properties in an urban industrial area. Project involved the review of relevant documents and preparation of an expert report.

PRP Cleanup Cost Allocation, Municipal Landfill, Law Firm, Northern New Jersey. Staff Engineer to support counsel for a PRP sub-group at a municipal landfill where hazardous waste was dumped illegally by a former waste hauler; prepared a report recommending a strategy for allocation of investigation and remediation costs amongst the entire PRP group based on the nature and extent of contamination at the site and historic waste disposal records.

RCRA Site Remediation Litigation Support, Casting Facility, Law Firm, New York. Staff Engineer to support counsel for former owner of a die casting facility in supporting position that chlorinated solvent contamination at the site did not originate from their client's tenure of operation at the site; evaluated nature and extent of contamination, historical data from degreasing operation, and ongoing investigation and remediation of the site to assess the past owner's potential culpability for the site remediation costs; worked with counsel to prepare litigation strategy, expert reports, and witness testimony.

MICHAEL H. BERMAN, P.E., CHMM
Page 7

Geosyntec[®]
consultants

Water Supply System Evaluation, Municipal Water District, Northern New Jersey. Staff Engineer on behalf of a municipal water district to evaluate the possibility of a caustic release at a water treatment plant flowing to a specific drinking water fountain at which a resident allegedly was injured from drinking high-pH water.

CERCLA Litigation at Industrial Site, Adhesives Manufacturing Plant, Law Firm, Albany, New York. Staff Engineer to support counsel for the former owners of an adhesive manufacturing facility in defending against demand by current site owner for full reimbursement of past and future environmental investigation and remediation costs stemming from non-halogenated solvent contamination in soil and groundwater; support included conceptual modeling of the fate and transport of contaminants in the groundwater from multiple process sources, analyzing natural attenuation factors (biodegradation, dissolution, and volatilization), and evaluating the conceptual design of a remediation system for the site incorporating groundwater pump and treat and soil vapor extraction; worked with counsel to prepare litigation strategy, expert reports, and witness testimony.

Confined Space Air Monitoring, Confidential Contractor, Brooklyn, New York. Staff Engineer, provided air monitoring during contractors confined space entry to complete improvements to combined sewer outfall.

OSHA Environmental Health and Safety Program, Municipal Government, Long Island, New York. Project Manager for the development of a program for municipal employees working at the site landfill or otherwise involved with managing hazardous materials; integrated Hazwoper, hazard communication (Hazcom), permit-required confined space entry, and bloodborne pathogen programs; conducted Hazcom and Hazwoper (8-hour and 40-hour) training for municipal employees.

Corporate Health and Safety Planning, Emergency Response Contractor, Long Island, New York. Staff Engineer to develop comprehensive Health and Safety Program for an emergency response contractor to assist their compliance with OSHA Hazwoper requirements.

Health and Safety Planning for Landfill Closure, Confidential Client, Several Landfill Sites, New York. Staff Engineer for the development of site-specific health and safety plans and perimeter air monitoring plans for contractors engaged in closing several municipal landfills.

Remediation/Process Engineering Design

Voluntary Cleanup at Former Wood Treating Site, Confidential Railroad Client, Maryland. Project manager for investigation/remediation project to address petroleum hydrocarbons, SVOCs, and metals (including arsenic and lead) in soil and groundwater at a former railroad tie manufacturing site; project conducted under the Maryland Voluntary Cleanup Program. Engaged in public participation and regulatory negotiations. Also coordinated work by third party that constructed storm water drainage structure at the site, including review of engineering design, erosion and sedimentation controls, and excavated soil management.

MICHAEL H. BERMAN, P.E., CHMM
Page 8

Geosyntec[®]
consultants

Chlorinated Solvent Groundwater Plume, Naval Air Station North Island, U.S. Navy, Coronado, California. Project manager for the evaluation, design, and implementation of enhanced in situ bioremediation (EISB) removal action incorporating biostimulation and bioaugmentation to address groundwater containing elevated concentrations of chlorinated solvents (primarily cis-1,2-dichloroethene and vinyl chloride). Project has involved planning and conducting a removal site evaluation and biotreatability study to assess the feasibility of an EISB remedy and to establish design criteria. Project also will involve the design, installation, start-up, and operation of a pilot-scale and full-scale EISB systems to address the contaminated plume.

EISB System Design, Manufacturing Plant, Confidential Client, Odense, Denmark. Senior Engineer for engineering design calculations for EISB system incorporating biostimulation and bioaugmentation to address groundwater containing elevated concentrations of chlorinated solvents and hexavalent chromium.

Acidic Groundwater Treatment Feasibility Study, Municipal Solid Waste Landfill, Waste Management, Inc., Eastern Maryland. Project Manager for a focused study to evaluate the feasibility of employing various passive and active treatment technologies to address an acidic and metal-containing groundwater discharge to surface water.

Groundwater Remedial Action, Former Industrial and Municipal Landfill Site, Confidential Client, Northern New Jersey. Project Manager for the negotiation and implementation of a monitored natural attenuation (MNA) and focused EISB remedy to address contaminated groundwater and surface water in accordance with a NJDEP Administrative Consent Order (ACO) and Classification Exception Area (CEA); MNA remedy incorporated semiannual MNA monitoring and reporting to evaluate ongoing attenuation of site contaminants (VOCs, SVOCs, and metals) present in groundwater and surface water; project also involved the pilot testing and full-scale design, installation, start-up, and monitoring of an EISB system incorporating biosparging via the pulsed injection of compressed air to the aquifer; also was responsible for the inspection and maintenance of a large (>100 wells) groundwater monitoring network and decommissioning of numerous wells in accordance with NJDEP approved plan.

Mine Drainage Treatment Cost Estimating Guidance Document, U.S. Office of Surface Mining. Engineer providing technical support to the for U.S. Office of Surface Mining in the preparation of a guidance document, titled Methodology for Estimating the Costs of Treatment of Mine Drainage; specifically, focused on developing a network of cost estimating spreadsheets that can be used to calculate costs for active and passive technologies used for treating acidic and metal-containing drainage from active and historic mining operations.

Air Permitting for Electroplating Process, Photocircuits, Glen Cove, New York. Staff Engineer for the development of methodology for calculating air emissions from various electroplating processes to support NYSDEC air permitting requirements.

Remediation System Upgrade, JFK Airport Bulk Storage Facility, Ogden Aviation Services, Brooklyn, New York. Project Manager to evaluate and upgrade the recovery and treatment system

MICHAEL H. BERMAN, P.E., CHMM
Page 9

Geosyntec[®]
consultants

to address gross free-phase and dissolved petroleum hydrocarbon contamination; determined that equipment upgrade was not necessary and returned system to effective operation by rehabilitating iron-fouled wells.

Process Improvements, Abrasives Manufacturing Plant, Confidential Client, Niagara Falls, New York. Staff Engineer to design an equalization/neutralization pretreatment system, a new wastewater pump station and force main, a closed-loop hot water system, and conducted a wastewater (containing phenolic compounds and metals) minimization study.

Lead Minimization Study, Municipal Water District, Mineola, New York. Staff Engineer to evaluate the effectiveness of various strategies to reduce lead concentrations in drinking water.

Cross Connection Evaluation, Photochemical Manufacturing Facility, Confidential Client, Central New York. Staff Engineer to evaluate historic site plans for identification of potential cross connections of sanitary or industrial sewer lines to the storm water system.

1,4-Dioxane White Paper, U.S. EPA Technology Innovation Office. Project Manager, prepared white paper about 1,4-dioxane characterization and treatability issues to be used to brief EPA staff.

Report about the Fundamentals of In Situ Thermal Treatment of Chlorinated Solvents, U.S. EPA Technology Innovation Office. Project Manager, prepared report about the technical basis for and experience at sites using steam enhanced extraction, electrical resistive heating, and thermal conductive heating technologies to address DNAPL source zones.

Remediation Technology Cost Compendium, U.S. EPA Technology Innovation Office. Project Manager for a project to analyze and report cost data from applications of various remedial technologies including bioremediation, thermal desorption, soil vapor extraction, groundwater pump and treat, permeable reactive barriers, and incineration.

Technical Reports and Cost Analyses for Remediation of MTBE and Other Fuel Oxygenates, U.S. EPA Technology Innovation Office. Project Manager for multiple work assignments under contract to EPA's Technology Innovation Office to prepare a comprehensive report on the fundamentals and field application of remediation technologies used to treat MTBE and other fuel oxygenates and to develop a database of related treatment projects; authored journal articles and conference presentations related to the cost and performance of these technologies.

Assembled Chemical Waste Treatment Technology Assessment, U.S. EPA Technology Innovation Office. Engineer to evaluate the possibility of using several innovative remedial technologies, originally designed for treating chemical weapons, for treating various hazardous wastes; technologies included, plasma arc, super-critical water oxidation, gas-phase chemical reduction, fixed-media bioremediation, and electrochemical oxidation technologies; analyzed science behind each technology to determine its applicability in treating PCBs, chlorinated pesticides, dioxins, and other difficult to treat hazardous chemicals.

MICHAEL H. BERMAN, P.E., CHMM
Page 10

Environmental Site Investigation

Site Investigation and Remediation at Former Industrial Facility, Connecticut. Project manager for investigation/remediation of former office equipment manufacturing facility dating back to 1880s under CTDEP consent order; project involved addressing former on-site industrial waste management units, chlorinated solvent impacts to groundwater, impacts from storage tanks.

RCRA Corrective Action/Closure, Former Rocket Manufacturing Facility, Virginia. Senior Engineer and local Project Manager on project involving completion of RCRA Facility Investigation, Interim Remedial Measures for soil and groundwater, closure of RCRA hazardous waste treatment unit, and overall permitting/compliance activities on 400-acre leased property; site exhibited VOC and perchlorate contamination in soil and both shallow and fractured bedrock groundwater; involved in negotiations with USEPA Region 3 RPM and VDEQ leads, and in overall facility decommissioning strategy associated with turnover of site to owner.

Rail Yard Subsurface Investigations, Rail Yard Properties, CSX Transportation, Various Sites, West Virginia. Staff Engineer for engineering and project management support for the investigation and remediation of environmental conditions at several rail yard properties; developed sampling plans for soil and groundwater, analyzed and reported the results of environmental testing, designed groundwater remediation systems, and oversight of excavation of contaminated soil.

Groundwater Corrective Action, LaGuardia Airport Bulk Storage Facility, Ogden Aviation Services, New York, New York. Project Manager for state-mandated corrective action for free-phase petroleum hydrocarbon contamination; included investigating site groundwater, conducted fingerprinting analysis to determine the source of contamination in different portions of the site, designed upgrades to site storm water collection and treatment system, re-designed concrete slab system with spill containment, and interim measures to recover free phase contamination.

Residential Oil Tank Investigation, Private Homeowner, Westchester, New York. Staff Engineer for field sampling and oversight during removal of leaking residential underground storage tank; oil contaminated soil had soaked through the home foundation and into the home's septic leach field; provided oversight and confirmation sampling during soil excavation and support during regulatory negotiations.

Groundwater Sampling, Confidential Client, New Jersey. Staff Engineer for low-flow groundwater sampling to satisfy periodic monitoring requirements at two former waste sites contaminated with chlorinated solvents and metals.

PROFESSIONAL EXPERIENCE

Geosyntec Consultants, Columbia, Maryland, 2003-present
Tetra Tech EM Inc., Reston, Virginia, 1998-2003

MICHAEL H. BERMAN, P.E., CHMM
Page 11

Geosyntec[®]
consultants

Cornell University, Department of Civil and Environmental Engineering, Ithaca, New York,
Teaching Assistant, 1997-1998
Eder Associates, Locust Valley, New York, 1993-1997

AFFILIATIONS

Member, American Institute of Chemical Engineers, Environmental Section
Member, Association of Hazardous Material Managers
Member, Association for the Advancement of Cost Engineering International

REPRESENTATIVE PUBLICATIONS

- 12-01 **Berman, M.**, 2012, "Battle-Tested Environmental Liability Valuation Defensible Cost Estimates for Decision Makers", Technical Roundtable Presentation at the ABA Section of Environment, October 2012.
- 12-02 **Berman, M.** and Brookner, P., 2012, "Defensible Cost Estimating Fundamentals In The Context Of Environmental Disclosure", ABA Section of Environment, Energy, and Resources, Environmental Disclosure Committee Newsletter, 10:1, December 2012.
- 07-01 Ballentine, G., **M. Berman**, 2007, "Achieving Consistent Liability Estimates: Financial Reporting to Performance-Based Contracting," Presentation at Joint Services Environmental Management Conference, Columbus, Ohio, May 21-24, 2007.
- 07-02 Hansen, M., K. Philpy, **M. Berman**, M. DeFlaun, M. Wilson, L. Hamilton, 2007, "Pilot Testing a New Technology for Passive Diffusion Sampling," Platform presentation at Ninth International Symposium on In Situ and On-Site Bioremediation, Baltimore, Maryland, May 7-10, 2007.
- 07-30 Houlihan, M.F. and **M. H. Berman**, 2007, Chapter 36: Remediation of Contaminated Groundwater in the Handbook of Groundwater Engineering, 2nd Edition, J.W. Delleur, ed., CRC Press, Boca Raton, FL.
- 07-04 Krasnopoler, A., M., K. Philpy, M. Hansen, **M. Berman**, N. Durant, L. Hamilton, 2007, "Performance Evaluation of a Full-Scale Biosparging Barrier," Platform presentation at Ninth International Symposium on In Situ and On-Site Bioremediation, Baltimore, Maryland, May 7-10, 2007.
- 05-01 Durant, N., **M. Berman**, C. Elder, D. Larson, E. Cox, M. Piazza, 2005, "Design and Pilot Testing of a Biosparging Barrier," Poster presentation at Eighth International Symposium on In Situ and On-Site Bioremediation, Baltimore, Maryland, June 6-9, 2005.

MICHAEL H. BERMAN, P.E., CHMM
Page 12

Geosyntec[®]
consultants

- 04-01 U.S. EPA, 2004, "In Situ Thermal Treatment of Chlorinated Solvents: Fundamentals and Field Applications," Office of Solid Waste and Emergency Response, Office of Superfund Remediation and Technology Innovation. EPA-542-R-04-010. <http://www.clu-in.org/download/remed/epa542r04010.pdf>
- 03-01 Fiedler, L. and **M. Berman**, 2003, "Cost of In situ Treatment of Fuel Oxygenates," Presented at NGWA Conference on Remediation: Site Closure and the Total Cost of Clean-up, November 14, 2003.
- 03-02 U.S. EPA, 2003, "Technologies for Treating MTBE and other Fuel Oxygenates," Office of Solid Waste and Emergency Response, Office of Superfund Remediation and Technology Innovation. <http://www.clu-in.org/download/remed/542r04009/542r04009.pdf>
- 01-01 U.S. EPA, 2001, "Remediation Technology Cost Compendium — Year 2000," Office of Solid Waste and Emergency Response, Technology Innovation Office, EPA 542-R-01-009. <http://clu.in.org/download/remed/542r01009.pdf>
- 00-01 U.S. EPA, 2000, "Engineered Approaches to In Situ Bioremediation of Chlorinated Solvents: Fundamentals and Field Applications," Office of Solid Waste and Emergency Response, Technology Innovation Office, EPA 542-R-00-008. <http://www.epa.gov/tio/download/remed/engappinsitbio.pdf>
- 99-01 U.S. EPA, 1999, "Groundwater Cleanup: Overview of Operating Experience at 28 Sites," Office of Solid Waste and Emergency Response, Technology Innovation Office, EPA 542-R-99-006. <http://clu.in.org/download/remed/ovopex.pdf>
- 98-01 **Berman, M.**, M. Darrow, C. DeMai, T. Grettarson, P. Karakelian, T. Krantz, R. Martel, 1998, "Remedial Alternatives for Radioactive Disposal Facility," Cornell University, New York, Department of Civil and Environmental Engineering, Master of Engineering Project.



Michael D. McKibben, P.G.

**site investigation and remediation
groundwater assessment and remediation
brownfields redevelopment and planning
construction management and quality assurance**

EDUCATION

Graduate Studies, hydrogeology/hydraulics, Georgia State University, 1988-1990
B.S., Geology University of Georgia, 1981

REGISTRATIONS AND CERTIFICATIONS

Professional Geologist, California No. 4998
Professional Geologist, Georgia No. 661
Professional Geologist, Kentucky No. 060
Professional Geologist, North Carolina No. 1231
Professional Geologist, South Carolina No. 240
Professional Geologist, Tennessee No. 230
40-Hour OSHA Health & Safety Certification (29 CFR 1910.120), 8-Hour OSHA
Health & Safety Annual Certification Update; 8-Hour OSHA Supervisor's Certification

CAREER SUMMARY

Mr. McKibben has over thirty years of experience in successful project, program, and organizational management. He has extensive experience with highly engineered systems, which require deep understanding of critical business drivers in multiple markets and industries, as well as working with technically-focused engineers and scientists. He has strong leadership and team building experience in property development, dealing with environmentally impaired properties and portfolios, environmental remediation, investigation, and corrective action planning, with a strong working knowledge of applicable regulations and standards at both the state and Federal levels. Mr. McKibben has a very sound understanding of environmental related business and legal issues through direct experience as an owner/manufacturer, remediation contractor, and technical consultant. He has served as both executive and technical committee Potentially Responsible Party (PRP) representative on seven major National Priority List (NPL) sites and is very knowledgeable with the Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) process, including the PRP group dynamic. As a manufacturer's representative, Mr. McKibben has also cleaned up and sold numerous properties, negotiated settlements on properties that were the subject of litigation, and represented companies on many regulatory issues

M.D. McKibben, P.G.
Page 2

Geosyntec[®]
consultants

including various state petroleum and superfund acts, Resource Conservation Act (RCRA) Part B and Hazardous and Solid Waste Amendment (HSWA)-driven issues. He has worked with law firms and attorneys in due diligence, enforcement, insurance claims, and other claims and issues.

REPRESENTATIVE PROJECT EXPERIENCE

CERCLA

Managed Remedial Actions (RAs) on over 20 CERCLA NPL private sector sites including solidification/stabilization, demolition, soil removal, landfill capping, slurry walls, groundwater reaction walls, and pump and treat systems. Experienced in helping clients understand the regulatory framework, which sets standards for environmental remediation. Representative projects include:

Parachem Lagoon NPL, South Carolina.

Project manager for the treatment of waste and removal of a wastewater treatment basin which had been closed for several years. The project, which was performed under an Administrative Order from the U.S. Environmental Protection Agency, consisted of treatment by volatilization of 1,1-dichloroethene-contaminated material to non-hazardous levels and subsequent removal and off-site disposal. Work included removal of the parking lot and approximately 9,000 cubic yards of clean overburden soil which had been placed over the basin. Once access to the underlying sludge had been achieved, in situ treatment was performed by personnel using Level C personal protective gear. The result of the in situ mixing was a reduction in the concentration of 1,1-dichloroethene to below 0.7 mg/kg in the TCLP extract. Following treatment, all sludge within the basin was removed and transported off site for disposal. A total of 6,000 tons of treated sludge was removed from the site.

Tonolli NPL Site, Former Lead Smelter, Pennsylvania

Served as Technical Committee Chairman and remediation contractor. Managed remedial investigation and feasibility study, remedial design, remedial action, demolition and construction for all media, river, buildings, on site landfill construction, groundwater reaction wall, work plans ecological, risk assessment, regulatory, flood plains and wetlands analysis, landfill, erosion and sediment control, construction of a 20 acre landfill, 1,500-foot groundwater reaction wall, soil stabilization, capping, demolition of over 500,000 square feet of plant buildings, stacks, and air handling systems. The facility operated for about 15 years as a lead-acid battery recycling and

M.D. McKibben, P.G.
Page 3

Geosyntec[®]
consultants

secondary lead reclamation facility and included an eight-acre, two-cell landfill that contained battery cases, wastewater treatment and emission control sludges, and blast furnace slag from former operations at the site. Services performed included: RI/FS management and coordination, RD program management, Consent Decree implementation: battery case recycling, construction of a landfill dewatering system, landfill rehabilitation, construction of a 1,500 X 40 ft. limestone reaction trench, new landfill cell construction, demolition of all structures, chemical fixation of 50,000 cubic yards of lead contaminated soil and slag and on-site landfill disposal, site restoration and monitoring.

Interstate Lead NPL Site (ILCO), Alabama

Served as PRP Technical Committee Chairman. PRP Executive Committee member. Changed the remedy from acid-leaching and soil washing to on-site stabilization with off-site disposal. The ILCO site operated as a lead-acid battery recycling and secondary lead smelter from the early 1970s until 1992 when the owner declared bankruptcy. Blast furnace slag, battery cases, and other lead-containing wastes were disposed at the ILCO Main Facility and six satellite sites. Work included site security, treatability studies for acid-leaching and soil stabilization, negotiation with U.S. EPA Region 4, preparation of cost estimates for remedial alternatives, preparation of technical comments to U.S. EPA's RI and FS Reports, preparation of Explanation of Significant Differences (ESD) petition to change remedy, coordination with regulatory agencies, oversight of the RD for OU-1 (off-site soil and groundwater), OU-2 (on-site soil, groundwater, structures, waste pile, etc.), and OU-3 (stream sediments and biological monitoring).

International Paper Conway Bombing Range, South Carolina

Managed the geophysical investigations, and UXO cleanup of a WWII bombing range site in South Carolina. Instrumental in securing cost recovery under CERCLA demonstrating compliance with the National Contingency Plan.

Leonard Chemical NPL, South Carolina

Managed the Leonard Chemical NPL RI in Catawba, SC involving work planning, geophysics, 40 wells, hydrogeologic investigation, transport and fate analysis, regulatory interaction and reporting.

RCRA

Managed over 20 clean-ups on RCRA-regulated facilities involving landfills, lagoon closures, building decontamination/demolition, soil removals, heavy metal chemical

M.D. McKibben, P.G.
Page 4

Geosyntec[®]
consultants

fixation and stabilization, and complex groundwater problems. Representative projects include:

Viacom- Former Westinghouse Electric Transformer Manufacturing Site

Responsible for all aspects of technical and management direction of project. The site was a state superfund site with PCB contamination in soils, pipelines, structures and tanks; TCE in groundwater, asbestos in a 150,000 sq. ft. building. Performed all media assessment, storage tank assessment, identification of all hazardous materials, remedial action planning, design documents including storm water structures, traffic utility and zoning, tree mitigation planning, and air quality planning and risk assessment. Performed site remediation and construction: tank removal, soil excavation of over 20,000 cu yards of PCB contaminated soils, asbestos removal, PCB building decontamination, groundwater, repaving, stream and wetlands rebuilding, storm water lines, and check dams.

M&J Solvents, Georgia

M&J Solvents was a RCRA Part B permitted storage, solvent reclaiming, and fuel blending facility which closed following receipt of a consent order from the Georgia Environmental Protection Division (EPD). More than 200 drums and 33 aboveground storage tanks containing solvent-related waste remained on the site. Work included stabilization of the immediate threat posed by leaking drums and tanks, support waste sampling and classifying efforts, and provide personnel and equipment for waste solvent removal, tank decontamination, and tank dismantlement. Field technicians identified and overpacked leaking and degraded drums and repaired and/or replaced leaking valves or piping on tanks. Contents of the underground storage tank containing contaminated facility runoff were removed to a more stable container. Once classified, the contents of the drums and ASTs and decontaminated the interiors of the tanks and associated piping were removed. The contents of containers and rinsate from decontamination activities were transferred into drums for subsequent disposal.

Battery Facility, Oregon

Oversight of soil assessment, removal, and facility decontamination project at a former battery warehouse distribution center located in Beaverton, Oregon. Approximately 120 tons of concrete and soil were excavated from the warehouse floor area and disposed of off site. Drain lines and sumps were excavated, pressure washed/decontaminated, and disassembled. Affected soils beneath the concrete slab were sampled/analyzed to determine the nature and extent of regulated substances and for hazardous waste

M.D. McKibben, P.G.
Page 5

Geosyntec[®]
consultants

determinations in accordance with 40 CFR § 262.11. Field screening (pH, visual) was performed to optimize the number, location, and type of samples submitted for laboratory analysis. In addition, approximately 1,200 square feet of parking lot was decontaminated using pressure washers. A catch basin was constructed to prevent water from flowing into the sewer system. Water was then pumped into a chemical precipitation treatment system, and resulting sludges were placed in roll-off containers. Clean water was pumped into a storage tank and then discharged to the local POTW after test results showed there was no contamination.

Battery Manufacturer, Illinois

Performed decontamination services for a battery manufacturing facility in Chicago, Illinois. Elevated levels of lead were present in the 80,000-square foot building throughout the walls, rafters, ceiling, and floors. The building required decontamination prior to execution of a lease to a new tenant. Personnel donned Level C personal protective equipment during this decontamination project. Potential migration routes for lead and water with visqueen, foam, and tape. The work was conducted from the highest to lowest points and the most interior of the building to the outside areas of the building. All surfaces were pressure washed with a chemical additive and triple rinsed. The walls were then sealed with special paint to prevent lead exposure. Wipe samples were collected from all surfaces after painting to confirm the achievement of cleanup goals. Rinse water was processed through a filter press to remove contaminants. Samples were collected from the processed rinse water to confirm levels of lead below POTW requirements. The water was then discharged. All solids were disposed of at a local TSD facility. The client leased the facility to the new tenant within two weeks of cleanup completion.

Battery Smelter, Georgia

Performed a RCRA Facility Investigation (RFI) and interim soil removal action at a lead acid battery manufacturing, distribution, and recycling facility in Columbus, Georgia. The investigation was performed in accordance with the Georgia Environmental Protection Division-approved work plan which included examination of the integrity of all units that handle regulated and hazardous substances/wastes. Surface and subsurface soil and sediment samples were collected in the immediate areas surrounding those units. Samples were collected with split-spoon samplers and a modified hollow stem auger drill rig with intermittent concrete coring to sample beneath the interlayered floor at several SWMUs. Generator knowledge, field observations, and field screening with a photoionization detector were utilized to identify the appropriate sampling locations, numbers, depths, parameters, etc. At SWMUs where the extent of regulated materials

M.D. McKibben, P.G.
Page 6

Geosyntec[®]
consultants

was delineated, samples were collected and analyzed and hazardous waste determination were performed in accordance with 40 CFR Part 262.11. Following client approval, non-hazardous and hazardous soils (> 1,000 cubic yards) were loaded, transported, and properly disposed off site in accordance with all local, state, and federal regulations.

Lead Smelter, Mississippi

Completed assessment, delineation, and remediation efforts of a lead-contaminated site in Florence, Mississippi. The property consisted of a battery manufacturing facility and a closed lead smelter. The work consisted of negotiation of a consent order with the State of Mississippi; preparation of design documents for review and approval by regulators; preparation of work plans for review and approval by regulators; closure of a stormwater pond with in situ treatment of pond waters, soils, and sediments; and construction of a lined/capped impoundment for the treated residues; collection/analyses of soil samples from beneath the concrete floor of the battery manufacturing building to support installation of new process lines and disposal of those soils which were found to fail TCLP for lead; cleanup of a lead oxide spill including removal of spill residues, testing of soils and pavement, and disposal of contaminated materials (>500 tons); and decontamination of baghouses used in the lead oxide process lines at both areas, including containerization of contaminated residues, and HEPA vacuuming of surfaces to remove contamination. Samples from all areas and all waste materials were collected, tested for hazardous characteristics (primarily lead by TCLP), and a determination was made regarding their regulatory and disposal status under 40 CFR Parts 261, 262, and 268. Work was performed under the supervision of the Mississippi Department of Environmental Quality and was performed in accordance with all federal, state, and local hazardous waste regulations.

Lead Smelter, Arkansas

Performed soil assessment/characterization, contaminated soil and debris removal, and decontamination/demolition activities at a lead smelting and battery manufacturing facility in Fort Smith, Arkansas. Work initially involved removal and containerization of acid and lead-contaminated sludge (regulated substances) from floor drains, piping, sumps, and acid brick flooring inside the acid charging room at the plant. This was followed by pressure washing of all of the above and containerizing all decontamination fluids. Additionally, soil samples were collected beneath the flooring, pipe runs, and sumps to determine if regulated substances had migrated into the subsurface.

The acid flooring, adjacent concrete slab, and affected soils were demolished, removed, and staged for sample collection and analysis. Hazardous waste determination were

M.D. McKibben, P.G.
Page 7

Geosyntec[®]
consultants

made in accordance with 40 CFR § 262.11. Field screening with pH measurements and visual observations were performed to optimize the number, locations, depths, and type samples submitted to the laboratory. Generator knowledge and experience on similar sites was used to determine the appropriate analytical parameters (total and TCLP lead) to identify the regulated substances, to determine appropriate disposal methods, and to properly characterize the material for disposal. A total of 770 tons of non-hazardous and 34 tons of characteristically hazardous soils and debris (subsequently stabilized to render the material non-hazardous) were removed and transported for off-site disposal in accordance with all federal, state, and local hazardous waste regulations

Lead Smelter, Florida

Completed a lead-contaminated soil and sediment assessment, delineation, and remediation project at a former lead acid battery manufacturing and distribution facility in Orlando, Florida. Former operations at the site resulted in elevated levels of lead in surface and subsurface soils and off-site ditch sediments. Soil samples were collected throughout the site at appropriate locations and depths including beneath concrete slabs in known operational areas. Samples were analyzed for total RCRA metals to identify the specific regulated substances and the extent of their presence/release on site. TCLP analysis was also performed on select samples to enable hazardous waste determinations in accordance with 40 CFR § 262.11. A significant portion of site soils failed TCLP testing and were determined to be characteristically hazardous.

To enable off-site disposal in a Subtitle D landfill (non-hazardous) as opposed to a Subtitle C landfill (hazardous), stabilization reagent via pugmill was used to treat over 20,000 cubic yards of impacted soil/sediment on site. To ensure against worker exposures to dust emissions and third-party liability during treatment, a three-station (with one meteorological station) ambient air monitoring program was designed, installed, and operated.

State of Georgia Environmental Remediation Programs

Served as Program Manager for three State of Georgia Hazardous Site Response Act (HSRA) contracts, each with a contract capacity of \$5 million. Served as Program Manager for three Georgia Underground Storage Tank (GUST) state trust fund contracts for remediation of state-lead sites each totaling over \$5 million in revenues.

HSRA contracts were each 3-year, Indefinite Delivery/Indefinite Quantity (IDIQ) contracts to support the State of Georgia's Hazardous Site Response Act (HSRA) program for the purpose of developing and implementing investigations and the design

M.D. McKibben, P.G.
Page 8

Geosyntec[®]
consultants

and oversight of remediation projects at abandoned or uncontrolled sites throughout Georgia.

The program required the development of workplans, drawings, and specifications; cost estimating and tracking; project oversight; turnkey remediation; transportation and disposal; and construction management, including quality control and health and safety monitoring.

Additional responsibilities under the Georgia HSRA contract included the development of construction-based remedial strategies and future budgets in support of projected funding needs for abandoned site evaluation and prioritization for corrective action. During project implementation and oversight, Construction Managers and Project Cost Accountants provide for daily cost and schedule monitoring including detailed document control and filing systems to ensure all documentation is available to support the proper spending of public funds for the work as designed and approved for implementation by the State of Georgia. Status reports and technical evaluations are routinely prepared and presented to the State Project Officer in support of public meetings and interaction with private landowners and potentially responsible parties. Examples of the HSRA sites include:

Georgia Metals, Powder Springs, Georgia.

The work included construction management services on this abandoned lead melting and battery cracking operation. During this period, the facility primarily manufactured sheet lead for lining steel tanks and for the production of lead pipes. The site property is approximately 5.5 acres and is listed as a priority site on the State's Hazardous Site Inventory (HSI). The property is owned by a trust that leases portions of the property. The site is located in a viable industrial corridor and a neighboring facility reportedly has an interest in purchasing the site. The work included:

- Comprehensive site assessment to evaluate the impact to adjacent properties and a protected watershed
- Building decontamination, demolition, and materials recovery and recycling operations
- Deactivating and restoring utilities
- Performing on-site treatment of more than 17,000 tons of impacted soils
- Developing structural evaluation and demolition plans for actively leased facilities
- Designing and constructing storm water and sediment controls structures

M.D. McKibben, P.G.
Page 9

Geosyntec[®]
consultants

- Characterizing and disposing of hazardous waste
- Developing schedules and work plans to support relocation of tenants to avoid interruption of cash flow
- Attending meetings with stakeholders to present and discuss technical, budget, and schedule status
- Developing specifications and selecting and overseeing contractors
- Preparing reports and recommendations for property rehabilitation and transfer.

Smith Wrecking Service, Sylvania, Georgia

For an unknown period of time prior to 1981, a crop dusting service and an automobile repair business operated at the western end of a grass runway. A preliminary investigation identified three dilapidated buildings once used by Smith Wrecking Service and several 55-gallon and 5-gallon containers were found at the site. Toxaphene, endrin, endrin ketone, DDT, and DDT degradation products were widespread in the surface samples (0-0.5 ft) at the site and further investigations were required to accomplish horizontal delineation to the calculated RRS. Upon completion of the site characterization, a remedial strategy and work plan were developed and submitted to the State for approval to ensure the site is remediated to below the RRSs for constituents of concern (COC). The work plan required the removal, treatment, and/or disposal of 1,987 tons of impacted soil. A private residence was impacted that required partial demolition and restoration so the site could be delisted.

Cedartown Battery, Cedartown, Georgia.

The work included site investigation activities on the Cedartown Battery site – an abandoned lead reclamation and scrap metal business that operated between 1968 and 1977. The 9-acre site is part of a 560-acre parcel that was utilized as a dump for used batteries and battery casings. The company that operated Cedartown Battery was headquartered on site. Batteries were dismantled to recover the lead and acid prior to enactment of RCRA regulations. The site is listed as a priority site on the State's Hazardous Site Inventory (HSI) due to releases of lead to the soil above the State of Georgia Risk Reduction Standards (RRS).

Ideal City, Ideal, Georgia.

The City of Ideal stored twenty nine 55-gallon drums of liquid DDT (20%) uncovered and unsecured on top of the ground on the property from 1972 to 1982. During that time, the drums deteriorated and some of the contents leaked onto the soil. The drums

M.D. McKibben, P.G.
Page 10

Geosyntec[®]
consultants

were overpacked and removed in 1982. Aldrin, dieldrin, DDT, and DDT degradation products were detected in soils and RRSs were calculated for the detected compounds. Upon completion of the site characterization, a remedial strategy and removal action workplan was developed and submitted to the State for approval to ensure the site is remediated to below the RRSs for COCs.

Muse Scrap Metal, Carrollton, Georgia.

This former scrap yard located next to new residential development required a site assessment and investigation to identify and quantify constituents of concern at levels that exceed risk reduction standards. Site investigations for PCBs and metals in soil and groundwater. Based on these findings a comprehensive human health and ecological risk assessment was performed.

Terhune Company, Cedartown, Georgia

This site was a former pesticide blending operation that operated from the mid 1940's to 1970's. The location today is in a residential subdivision that is only four blocks from the downtown area. The resident mixed and blended DDT, Toxaphene, Lindane, arsenic and other chemicals to produce pesticides used on agricultural fields in the Cedartown, GA area. The pesticide blending facility has been abandoned for a long time but the residence has been in use until the investigation and cleanup started. Over 150 soil samples were collected from the site and levels of DDT, DDE and DDD as well as Toxaphene and other pesticides exceeded the risk reduction standards developed with the GAEPD. Remedial work plans were developed to accommodate a removal action in a residential neighborhood. Noise levels, dust levels and truck haul routes all had to be worked out with the community.

Han-Har, Ludowici, Georgia

The Han-Har Metal Finishing site is a former electroplating facility that was abandoned in 1990 with waste vats and product chemicals used for etching, anodizing, and dying left in place. Some of these containers had deteriorated to the point that leakage had occurred. Removal actions have been conducted for the containers and sludge pits. Long County was interested in acquiring the abandoned property for reuse. Long County secured U.S. EPA funding for the US Army Corps of Engineers (USACE) to perform a site assessment and the USACE identified two potential source areas. The EPD approved work plan was implemented including soil borings within the vicinity of the source areas and collected soil samples for laboratory analysis for heavy metals. Laboratory results indicated that the soil and groundwater were below Type 1 risk reduction standards. A response action report and EPD approved the response action report and no further action was required.

M.D. McKibben, P.G.
Page 11

Geosyntec[®]
consultants

Butler Island, Darien, Georgia.

The AOC was fenced-in area with a small building of approximately 80 square feet (Figure 2). The building stored debris and 55-gallon drums. Numerous drums of hazardous and non-hazardous waste were abandoned at the site. EPD ordered a removal action for the drums and pesticide impacted soil. Tasks were developing and implementing a plan to horizontally and vertically delineate to the soil and groundwater. Due to the coastal location groundwater was located three feet below land surface. Soil samples were collected utilizing hand auger techniques from 14 locations for laboratory analysis for chlorinated pesticides and herbicides. Three groundwater monitoring wells were installed with hollow stem auger techniques. Each of the wells was developed. Groundwater samples were collected for laboratory analysis for chlorinated pesticides and herbicides utilizing low-flow sampling techniques. Groundwater results were below Type 3 risk reduction standards (RRS). One soil boring had 4,4'-DDT concentrations above the Type 3 RRS. Additional soil delineation was recommended but EPD ceased the project due to lack of available funding for this site.

Futch Wire, Rincon, Georgia

The Site was abandoned, with the burned out shell of a mobile home, several abandoned school buses, piles of automobile tires, and small burn piles were noted across the site. The primary goal of this investigation was to determine if regulated hazardous substances, particularly metals and PCB, have impacted the soil and groundwater beneath the Site above applicable Type I RRS. Historical soil sampling at the Site indicated that metals, specifically arsenic, barium, cadmium, chromium, and lead, were detected at elevated concentrations in the soil samples collected from various locations across the Site.

A total of four groundwater monitoring wells were installed and sampled. A total of 47 soil samples were collected from the sampling grid and analyzed using the portable XRF. The field screening identified several areas that required additional assessment based on the lead and arsenic concentrations detected by the XRF analyzer. The field screening also indicated several areas would require excavation based upon the concentrations of lead and arsenic detected by the XRF analyzer. A total of 22 soil confirmation and delineation samples were collected to verify the screening results and to support removal actions. A total of 81.63 tons of mixed soil and debris were excavated characterized and transported for proper disposal.

Upon completion of removal activities, 11 confirmatory soil samples were collected for laboratory analyses of RCRA metals. Laboratory analytical results indicate that the mixed soil and debris yielding concentrations above the site-specific Type 1 RRS were

M.D. McKibben, P.G.
Page 12

Geosyntec[®]
consultants

excavated during removal activities. Analytical results for groundwater identified no constituents of concern.

Program Manager for three separate 3-year GUST IDIQ-type contracts. Program included assessment, investigation, construction, UST removal, soil and groundwater, building assessment, air and monitoring and mitigation of explosive vapors, permitting, health based risk assessments, traffic assessment, identification of hazardous substances, soil and groundwater clean up, and comprehensive UST services on over 150 facilities. Work included:

- Source Identification/Contaminant Assessment Reports
- Review of Closure Reports, Corrective Action Plans, Claims for Reimbursement, and Completion Reports.
- To determine what if any, additional requirements are necessary in order to approve the report, the proposed plans, or claims.
- Drilling and Monitoring Well Construction. Monitoring well installation and abandonment
- Surface Geophysical Investigative Methods depend on the nature of the site and the objectives of the investigation.
- System design, and installation of remediation systems which include operation protection devices such as mist eliminators, knock-out pots, float switches, and telemetry that ensure protection of equipment, and a minimum operational run time of eighty percent

Representative sites include:

GUST Polo Golf	Site investigation
GUST, Vargo,	Well installation, sampling, & reports
GUST, Multi-Site	Bailing & Skimming
GUST, Jodeco Rd., Chevron	Drilling, sampling, reporting
GUST, Golden Pantry	SISR completion
GUST Ocilla Trucking	Monitoring well abandonment, report completion, CAP-A preparation & report Zone 4, Remediation for HSRA subcontracting support
GUST, Vargo, Fitzgerald	CAP-A preparation and report, Zone 4
GUST, Golden Pantry, Thomson	CAP-A preparation & Report

M.D. McKibben, P.G.
Page 13

Geosyntec[®]
consultants

Hydrogeologic Studies

Performed an extensive groundwater hydrogeological study to determine groundwater availability for a proposed power plant involving photogeological methods, fracture trace evaluation, geologic mapping, test drilling of five 700-foot deep wells, hydraulic aquifer testing, and bore hole geophysics.

Performed hydrogeological study Miocene and Plio-Pleistocene aquifer systems in a coastal area of south Georgia, including well construction and permitting for a 1 million gallon-per-day irrigation systems.

Performed numerous hydrogeological evaluations for landfill sites, environmental investigations, and dewatering projects.

Oil Exploration

Worked as site geologist on seven deep oil exploration wells in the Eastern United States overthrust belt from Alabama to New York. (8,000 to 15,000 feet, the deepest wells drilled in the east)

Performed well-drilling and geologic consulting services on a 26,400 foot deep wildcat exploration well in the Delaware Basin of west Texas.

Worked as a site geologist on more 100 oil drilling operations in WV, TN and PA, and more than 30 in west Texas.

Emergency/Oil Spill Response

Program management and executive sponsorship of responses effort on the BP MC252 Gulf of Mexico Oil Spill Response for a large EH&S firm. Managed the deployment of 20 personnel within three days of the event and more than 200 personnel within two months.

Settlement and Litigation

Mr. McKibben served as a 30-B-6 witness (Voice of the Corporation) for International Paper on a cost recovery action against the United States under CERCLA on a \$13.5 million clean up at the Former Conway Bombing Range in Myrtle Beach, SC. This was the first successful cost recovery of its kind on a FUDS site. International Paper prevailed for \$13.25 million plus attorney's fees.

Arbitrated, working with counsel, a \$1.4 million construction claim using the American Arbitration Association. Prevailed and recovered the full claim, interest, and attorney and expert fees.

M.D. McKibben, P.G.
Page 14

Geosyntec[®]
consultants

Worked with counsel to settle a lawsuit in excess of \$15 million on the Gould East Point Georgia Site. The case was settled by a \$200,000 cash payment and a \$5 million investment to clean up the site. Completed the clean-up of the site and finalized the Compliance Status Report under Georgia Hazardous Site Response Act (HSRA) corrective action rules.

Gould Electronics Proof of Claim Performed Assessment and Remedial Liability Determination of over 180 battery manufacturing, smelting, and distribution facilities throughout the United States. Work involved extensive file review of over two million pages of information, identification of storage tanks, hazardous waste and materials, asbestos determination, permitting, risk assessment, evaluation of building condition and hazardous materials, potential for soil and groundwater. The project output included detailed estimates of residual liability for over 180 sites and development of a proof of claim to support bankruptcy proceedings of a multi-billion dollar electronics manufacturer.

Mergers and Acquisitions

Worked as a key member on a pending sale of a \$1.5 billion company including setting over \$50 million of liabilities from closed operations into a separate holding company to be cleaned- up and sold, underwritten by a cost cap insurance mechanism.

Federal Facilities

U.S. Department of Energy, Ohio, Tennessee, Kentucky, and South Carolina

Performed as Specifications Writer for Fernald DoE Phase 3 Landfill in Ohio- a 2000 year landfill cell system with over 35 layers, and leachate collection system to landfill the entire DoE facility. Managed operations at Oak Ridge, Paducah and Savannah River sites. Projects included construction of a Cylinder Lay-down facility at Paducah, D&D of eight WWTPs at Savannah River, and numerous radiological studies at Oak Ridge.

Arnold AFB, TN

Performed environmental remediation services at Arnold Air Force Base in Tullahoma, Tennessee for the Arnold Engineering Development Center (AEDC) for the U.S. Air Force. Arnold Air Force Base performs materials design and testing for Air Force projects. The project involved removal of metal-contaminated sludges and sediments from facility cooling towers, associated basins, and an outlet ditch. Contaminated sediments were present in a concrete basin beneath two cooling towers in a 10-acre concrete-lined secondary retention reservoir, a diversion channel at the retention pond,

M.D. McKibben, P.G.
Page 15

Geosyntec[®]
consultants

and an on-site drainage ditch. Using heavy construction equipment, all contaminated sediments were removed and structures were decontaminated.

PROFESSIONAL EXPERIENCE

Bureau Veritas North America, Inc. Chief Operating Officer 2009 - 2011
Environmental Resources Management – President, ERM Southeast; President, ERM
Remediation and Construction Management- SE, LLC 2004-2009
SECOR International – VP and Southeast Regional Manager 1999 – 2004
MACTEC/GNB – VP and Eastern Region Manager 1993 – 1999
OHM Remediation Services, Inc. Technical Director 1990 – 1993
S&ME Project Hydrogeologist 1986 – 1990
Oil Exploration- ARCO, Gulf and Amoco 1981 - 1986

AFFILIATIONS:

Member: Metro Atlanta Chamber of Commerce- 2004- Present, Board of Advisors,
Environmental and Sustainability Committee, Sustainability Subcommittee, Global
Development Committee. National Association of Environmental Managers, and
numerous environmental affiliations.



JEFFREY A. LEED
PRESIDENT, LEED ENVIRONMENTAL, INC.

Superfund/RCRA project management
lead sites investigation, design,
and remediation

EDUCATION

M.S. Environmental Science, 1978, Florida Institute of Technology
B.A. Biology, 1976, Western Maryland College (now known as McDaniel College)

REGISTRATIONS AND CERTIFICATIONS

OSHA 40-hour Hazardous Waste Operations and Emergency Response Training (HAZWOPER).
OSHA 8-hour Annual Refresher Hazardous Waste Site Worker Training.

CAREER SUMMARY

Mr. Leed has more than 35 years of diverse, progressively responsible experience in planning, development, management, and implementation of environmental projects and programs for business and industry, commercial establishments, residential property owners, and other clients. Mr. Leed's environmental consulting and project management responsibilities have included:

- Extensive participation in environmental project management, coordination, and consulting activities related to more than 75 Superfund sites (including work as the project coordinator for multi-party steering committees or individual clients at 16 sites).
- Extensive involvement in RCRA hazardous waste management activities (including project management activities, audits, site assessments, compliance services, liaison with regulatory agencies, corrective action program development and implementation, remediation, and facility closures) at more than 55 regulated facilities.
- Extensive project management services and regulatory compliance activities related to solid waste, groundwater, storm water, wastewater, and others.
- Extensive environmental auditing, due diligence, and site investigation services.

Mr. Leed has served for 20 years as the President of Leed Environmental, Inc., a small business located in Reading, Pennsylvania. Prior to founding Leed Environmental, Inc., Mr. Leed was employed as an environmental professional in the lead industry by General Battery Corporation and Exide Corporation during the period from 1979 to 1992, followed by a consulting assignment to Exide Corporation, where his environmental management responsibilities included developing, implementing, and directing corporation-wide environmental programs, including auditing and corrective measures, related to lead and other contaminants in the areas of solid

JEFFREY A. LEED

Page 2

Geosyntec[®]
consultants

waste and hazardous waste management, Superfund programs, site assessments, remedial activities, wastewater treatment, storm water, and other environmental compliance programs.

WORK EXPERIENCE

LEED ENVIRONMENTAL, INC.; Reading, Pennsylvania December 1993 – Present

President: Founder of Leed Environmental, Inc. in December 1993. Responsibilities for clients have included project management/coordination and environmental consulting related to CERCLA, RCRA, and brownfields sites; storm water permitting and treatment; wastewater treatment facility permitting and Consent Order negotiation; UST assessment and closure; regulatory compliance program development; waste minimization and source reduction evaluations; strategic planning; site assessment and remediation; environmental monitoring, auditing, and due diligence services; and others. Projects have involved extensive interaction with environmental managers and business leaders, regulatory agencies, technical personnel, contractors, consultants, PRP Steering and Technical Committees, and legal advisors. Current responsibilities related to CERCLA include extensive project coordination activities at Superfund sites involving large groups of PRPs.

Other responsibilities include consulting services related to RCRA compliance activities, waste delisting, other Superfund technical services, technical support for insurance companies, completion of Phase 1 and Phase 2 environmental site assessments for financial institutions, development and implementation of environmental audits, corporate management and strategic planning, technical critiques of work performed by other consultants, and others.

ENVIRO-METALS SERVICES, INC.; Reading, Pennsylvania October 1992 – December 1993

President: Co-founder of Enviro-Metals Services, Inc. in October 1992. Responsible for short-term and long-term strategic planning, marketing and sales of environmental services to prospective clients, interaction with governmental regulatory agencies, and implementation and monitoring of projects to successful completion.

Projects for clients included Superfund activities (RI/FS implementation, removal and remedial program development, PRP group coordination/management and others), RCRA hazardous waste management (compliance program development, corrective action activities, regulatory liaison, and others), storm water programs (permitting, development of best management practices plans, and others), waste minimization/ pollution prevention plan development, environmental audits, Pennsylvania residual waste compliance program development, wastewater treatment services, and others.



JEFFREY A. LEED
Page 3

**EXIDE/GENERAL BATTERY CORPORATION; Reading, Pennsylvania
1979 – 1992**

Director – Environmental Resources (1991 – 1992)

Director – Waste Management (1987 – 1991)

Manager – Wastes Disposal (1981 – 1987)

Environmental Project Leader (1979 – 1981)

Management: Directed corporate staff, plant management, environmental consultants, and remediation contractors in all activities related to development and implementation of environmental compliance activities for solid/hazardous waste management, Superfund, wastewater treatment, toxic substances management, underground storage tanks, storm water management, employee/community right-to-know, and surface water, groundwater, and soil contamination assessment and remediation.

Responsibilities included policy and compliance strategy development, implementation of regulatory programs, permitting, auditing, due diligence for purchase and divestiture of facilities, pollution prevention/waste minimization activities, and coordination of activities with legal counsel, regulatory officials, and consultants at a nationwide network of more than 250 battery manufacturing facilities, secondary lead reclamation facilities, branch locations, service centers, distribution centers, and warehouses.

Superfund: Extensive experience in program management at numerous company CERCLIS facilities and CERCLA sites, including completion of emergency response activities, remedial investigations, feasibility studies, risk assessments, site remediation, and litigation support for abandoned secondary lead smelters, battery breakers, landfills, storage facilities, waste oil recycling facilities, drum reconditioning facilities, and others.

Directed company participation in EPA Site program to evaluate innovative treatment technology.

Responsibilities included extensive representation on PRP Executive, Technical, and Steering Committees.

Remedial Programs: Developed, negotiated, and managed environmental programs for soil and groundwater assessment/remediation associated with plant closures and/or cleanups in Pennsylvania, Texas, California, South Carolina, Louisiana, Alabama, Oregon, Iowa, Kansas, and Indiana.

Directed the design/implementation of plans for assessment, remediation, and closure of landfills and surface impoundments in Pennsylvania, Louisiana, South Carolina, Texas, and Iowa.

JEFFREY A. LEED
Page 4

Geosyntec[®]
consultants

Brownfields: Developed and implemented \$1 million cleanup program at abandoned secondary lead smelter in Indiana and coordinated permitting and environmental programs associated with the construction and start-up of a new battery recycling and secondary lead reclamation facility on the remediated property.

Waste Management: Developed, implemented, and directed regulatory compliance activities pursuant to state, federal, and local waste/wastewater regulations, including permitting of two RCRA TSD facilities and closure of four RCRA TSD facilities.

Directed the design/implementation of wastewater treatment facilities, including groundwater recovery and treatment facilities.

Prepared numerous technical position papers for endorsement by battery industry officials and for use in commentaries to regulatory officials.

Managed waste minimization and toxicity reduction projects, including successful negotiation with EPA to obtain \$3 million per year cost savings, associated with "delisting" of smelter waste.

Served as secretary on Berks County committee of industrial representatives in preparation/review of county assessment of waste generation and disposal alternatives.

**FLORIDA INSTITUTE OF TECHNOLOGY; Melbourne, Florida
1977 – 1979**

Post-Graduate Assistant: Department of Environmental Science and Engineering, 1979:

Co-authored final report of water quality/supply study of Lake Washington, including:

- Interpretation/evaluation of trends in water quality data, assessment of effects of canal drainage, and development of recommendations for correction.
- Computer programming to model canal drainage/groundwater seepage for use in water and nutrient budgets.

Graduate Assistant: Department of Environmental Science and Engineering, 1977 – 1978:

Performed yearlong field/laboratory study of Lake Washington (source of potable water for 120,000 Brevard County residents) as part of a highly controversial water quality and supply evaluation for the City of Melbourne.

Monitored industrial waste loadings from Harris Corporation and municipal waste loadings from West Melbourne facility to evaluate treatment techniques and ensure safe levels of contaminants in effluents.

JEFFREY A. LEED
Page 5

Geosyntec[®]
consultants

PROJECT EXPERIENCE

Project Management

Mr. Leed has frequently been requested to provide active oversight management and project coordination services for major environmental projects. Mr. Leed's clients often include Steering Committees composed of large and small companies who have been named as potentially responsible parties for assessment and remediation of federal and state Superfund sites. At several sites where work is ongoing, Mr. Leed has been involved with the Steering Committees for more than 10 years.

Superfund

Mr. Leed has also frequently been requested to provide environmental consulting and project management services at federal and state Superfund sites. To date, Leed Environmental, Inc. has been involved at more than 75 sites, which include lead-acid battery recycling and secondary lead reclamation facilities, landfills (municipal waste, industrial waste, and hazardous waste), waste oil recycling operations, drum reconditioning facilities, research and development facilities, waste storage and treatment sites, solvent reclamation facilities, and others. Mr. Leed's Superfund site experience includes:

- Participation on steering, executive, technical, and allocation committees;
- Development of innovative technologies and cost/feasibility evaluations;
- Negotiation with regulatory agencies;
- Coordination of technical work with regulatory agencies;
- Preparation of technical commentaries on proposed remedial plans, consent orders, and other technical documents and reports;
- Various services related to remedial investigations, feasibility studies, risk assessments, removal and remedial activities, groundwater monitoring programs, and operation and maintenance activities;
- Bid request preparation;
- Contractor selection/oversight;
- Laboratory selection/oversight;
- Wastewater and storm water treatment services;
- Coordination of import/export activities;
- Access agreement development/implementation and coordination of efforts with off-site property owners;
- Litigation support;
- PRP research and interviews;
- Preparation of volumetric "waste-in" lists for use in allocation of liability; and
- Others.

JEFFREY A. LEED
Page 6

Geosyntec[®]
consultants

RCRA Hazardous Waste Facilities

Since the promulgation of federal hazardous waste regulations under the Resource Conservation and Recovery Act (RCRA) in 1980, Mr. Leed has worked on more than 55 hazardous waste sites, which include generator locations, storage sites, and landfills and other treatment/disposal facilities. Mr. Leed's hazardous waste experience includes a wide range of regulatory compliance, site assessment, and environmental management and consulting services, including:

- Pre-acquisition due diligence;
- Site assessments;
- Audits/compliance reviews;
- Development, implementation, and management of compliance activities (generators, transporters, and treatment/disposal facilities);
- Contingency plan preparation and implementation;
- Permitting;
- Financial assurance services;
- Waste analysis plan preparation;
- Closure plan development;
- Work Plan preparation;
- Bid request preparation and contractor selection/oversight;
- Soil assessment and cleanup;
- Building decontamination and demolition;
- Lagoon closures;
- Landfill closures;
- Tank upgrades and closures;
- Groundwater monitoring and recovery/treatment systems;
- Liaison with regulatory agencies;
- Consent Order negotiation;
- Waste delisting;
- Coordination of spill cleanup efforts;
- Litigation support;
- Training;
- Reporting; and
- Others.

Landfill Experience

Mr. Leed has provided technical services at approximately 50 landfill sites that have included disposal areas (containing municipal waste, industrial waste, hazardous waste, or waste mixtures). Mr. Leed's project management and environmental consulting services related to the landfills have included:

- Preliminary site characterizations;
- Detailed site assessments and evaluations;

JEFFREY A. LEED
Page 7

- Development and implementation of groundwater monitoring programs;
- Groundwater quality studies;
- Bid request preparation and contractor selection oversight;
- Development and implementation of remedial activities for groundwater;
- Development and implementation of landfill closure plans;
- Development and implementation of corrective action requirements;
- Development and implementation of plans to excavate/dispose of contaminated materials;
- Management of remedial design activities and landfill cell construction;
- Waste delisting activities;
- Leachate management and treatment programs;
- Preparation of permit applications;
- Preparation of best management practices plans and storm water management programs;
- Consent order negotiation/compliance;
- Long-term operation and maintenance activities; and
- Others.

Brownfields

Mr. Leed has been retained by clients to perform project management and environmental consulting services as part of efforts to assess and cleanup abandoned industrial properties, more commonly known as brownfields, to return the properties to productive use. For example, at the former Magic Marker Site in Trenton, New Jersey, Mr. Leed was retained by a successor company to a former property owner to manage the company's interest in assessing potential contamination at the site and remediating environmental issues as part of property redevelopment plans.

Wastewater

Mr. Leed has provided project management and environmental consulting services related to wastewater issues for Superfund sites, RCRA hazardous waste management facilities, and battery manufacturing facilities, secondary lead smelters, battery warehouses, distribution centers, and service centers in Alabama, Belgium, California, Colorado, Kansas, Kentucky, Indiana, Iowa, Pennsylvania, South Carolina, Tennessee, Texas, and Washington. Some of the services that have been provided by Mr. Leed have included:

- Preparation of permit applications;
- Negotiations of permit terms and conditions;
- Regulatory liaison;
- Development of sampling/analysis plans;
- Development/implementation of regulatory compliance programs;
- Oversight of design, engineering, and construction of treatment facilities and upgrades;
- Troubleshooting of wastewater treatment facilities;
- Evaluation of sludge dewatering/disposal options;

JEFFREY A. LEED

Page 8

Geosyntec[®]
consultants

- Toxicity reduction evaluations;
- Wastewater conservation/reuse programs;
- Consent Order negotiation/compliance;
- Sampling and laboratory analysis;
- Closure of wastewater treatment tanks and surface impoundments;
- Bid request preparation and contractor selection oversight;
- Bench scale laboratory testing;
- Preparation of wastewater treatment system operations manuals; and
- Operator training.

Storm Water

Mr. Leed has provided project management and environmental consulting services on storm water projects for landfills, battery manufacturing facilities, secondary lead smelters, and scrap metal recycling facilities in Arizona, Belgium, California, Kansas, Kentucky, Indiana, Iowa, Louisiana, Ohio, Pennsylvania, South Carolina, Tennessee, and Texas. Services that have been provided have included:

- Preparation of notices of intent/general permits;
- Preparation of NPDES permit applications;
- Preparation of Pollution Prevention Plans;
- Liaison and negotiation with regulatory agencies;
- Development of sampling/analysis plans;
- Development of regulatory compliance programs;
- Preparation of corporate storm water compliance manual;
- Oversight of design, engineering, and construction of storage tanks and treatment facilities;
- Evaluation of storm water treatment options;
- Evaluation of storm water treatment facility upgrades;
- Consent Order negotiation/compliance;
- Training programs; and
- Preparation of Best Management Practices Plans

Groundwater

On groundwater issues, Mr. Leed has provided environmental consulting activities and project management services for landfills, battery manufacturing facilities, a plastic extrusion facility, secondary lead smelters, scrap metal facilities, and Superfund sites in Alabama, California, Kansas, Indiana, Iowa, Louisiana, Pennsylvania, South Carolina, and Texas. Services have included:

- Preparation of sampling and analysis plans;
- On-site and off-site investigations;
- Oversight of contractor monitoring well installation;
- Development/implementation of regulatory compliance programs;

JEFFREY A. LEED
Page 9

Geosyntec[®]
consultants

- Oversight of design, engineering, and construction of pump-and-treat systems;
- Oversight of design, engineering, and construction of groundwater filtration systems;
- Consent Order negotiation/compliance;
- Groundwater quality assessment reports for metals and organics; and
- Review of site assessment reports and development of technical critiques.

Proposed Regulations – Technical Comment Preparation

Mr. Leed has prepared technical comments and position papers which have been submitted to the U.S. Environmental Protection Agency and state regulatory agencies related to the following proposed rules and regulations:

- Superfund:
 - Settlement Policy on the Performance of Risk Assessments for Superfund sites.
- Hazardous Waste:
 - RCRA Corrective Action Requirements for Solid Waste Management Units;
 - Revisions to EPA's Definition of Solid Waste (1983 and 1993);
 - Regulations Implementing EPA's Land Disposal Restrictions;
 - Land Disposal Restrictions for Newly Identified and Listed Hazardous Wastes and Hazardous Soil;
 - Land Disposal Restrictions for Newly Listed Wastes and Hazardous Debris;
 - Toxicity Characteristic Leaching Procedure (TCLP);
 - Hazardous Waste Identification Rule;
 - Proposed Rulemaking for Owners/Operators of Hazardous Waste Incinerators and Burning of Hazardous Waste in Boilers and Industrial Furnaces (and negotiation with EPA on technical amendments to regulations); and
 - Proposed Pennsylvania (PK4) Hazardous Waste Regulations (including participation on Pennsylvania DEP/Industry Work Group).
- Wastewater:
 - Development of EPA Effluent Guidelines for the Lead-Acid Battery Manufacturing Industry.
 - Development of EPA Effluent Guidelines for the Secondary Lead Industry.
 - Development of Pennsylvania DER Water Quality Toxics Management Strategy

Environmental Audits

Mr. Leed has developed, managed, and performed environmental audits and audit programs, conducted environmental audits and due diligence assessments for clients related to the following types of facilities:

- Landfills and treatment facilities;
- Contaminated real estate;

JEFFREY A. LEED

Page 10

Geosyntec[®]
consultants

- Secondary lead smelters;
- Battery breakers;
- Battery manufacturing facilities, distribution centers, service centers, and related operations; and
- Others.

PROFESSIONAL MEMBERSHIPS

- Florida Academy of Sciences.
- Berks County (Pennsylvania) Chamber of Commerce Solid Waste Task Force, Secretary.
- Hazardous Materials Council – Manufacturers' Alliance for Productivity and Innovation, Inc.
- Pennsylvania Chamber of Business and Industry Hazardous Waste Landfill Siting Task Force.
- Pennsylvania DER/Industry Work Group – PK4 Hazardous Waste Regulations.

PUBLICATIONS AND PRESENTATIONS

Leed, J.A. 2002. "Successful Remediation Completed at Tonolli Corporation Superfund Site." In The Battery Man. G.C. Ames, ed. Vol. 44, No. 4, p. 34 – 42.

Smith, W.C. and J.A. Leed. 1992. "Resource Recovery of Lead from Battery Casings – Incorporating Emerging Technology into the Superfund RI/FS Process." Presented at Second Annual Caribbean Haztech Environmental Conference. San Juan, Puerto Rico.

Leed, J.A. 1988. "RCRA Hazardous Waste Regulations: Impact on the Secondary Lead (Recycling) Industry in Pennsylvania." In Hazardous and Industrial Waste – Proceedings of the 29th Mid-Atlantic Industrial Waste Conference. M.M. Varma and J.H. Johnson, eds. Hazardous Materials Control Research Institute, p. 265 – 279.

Leed, J.A. and T.V. Belanger. 1981. "Iron, Copper, and Zinc in the Water, Sediment, and Fishes of the Upper St. John's River Basin, Florida, and Their Relationship to Watershed Land Use." American Fisheries Society Warm Water Streams Symposium, Knoxville, Tennessee, p. 70 – 79.

Leed, J.A. and T.V. Belanger. 1981. "Selected Trace Metals in the Upper St. John's River and Their Land Use Relationship." In Florida Scientist. 44(3): 136 – 150.

Privileged and Confidential
Prepared at the Request of Legal Counsel

ATTACHMENT B
PROFESSIONAL SERVICES AGREEMENT



Privileged/Confidential - Attorney Work Product

**PROFESSIONAL SERVICES AGREEMENT
FOR US PROJECTS
BETWEEN
GEOSYNTEC CONSULTANTS, INC.
AND
THE OFFICAL COMMITTEE OF UNSECURED CREDITORS OF
EXIDE TECHNOLOGIES**

This Professional Services Agreement ("Agreement") is made effective as of ____ December, 2013, by and between Geosyntec Consultants (hereinafter "Consultant/Engineer" or "C/E") and the Offical Committee of Unsecured Creditors ("Client" or "Committee") in the Exide Technologies ("Debtor") Chapter 11 case pending in the United States Bankruptcy Court for the District of Delaware ("Bankruptcy Court"); Case No. 13-11482 (KJC).

NOW, THEREFORE, in consideration of the promises set forth below, the parties hereby agree as follows:

1. SERVICES

C/E agrees to perform the professional services ("Services") set forth in C/E's attached proposal, Service Order or as may be requested by Client from time to time in writing. C/E represents that the Services shall be performed, within the limits prescribed by Client, in a manner consistent with that level of care and skill ordinarily exercised by other professional consultants under similar circumstances at the time the Services are performed. No other representations, express or implied, and no warranty or guarantee is included or intended hereunder, or in any report, opinion, document or otherwise.

2. PAYMENT CONDITIONS

Subject to any applicable Bankruptcy Court orders regarding professional compensation, C/E will submit to the Debtor monthly invoices for all services rendered and expenses incurred, in accordance with applicable Bankruptcy Court rules. All such payments will be subject to interim, and final, approval of the Bankruptcy Court. C/E and Client shall cooperate diligently in an effort to achieve timely payments of approved invoices.

3. CONFIDENTIALITY

All communications between C/E and Client's counsel and all work performed by C/E shall be treated as confidential and subject to the applicable claims of attorney-client and work product privileges. C/E shall not disclose such confidential information without Client's consent. In the event demand is made on C/E for such information, Client will be notified and will be responsible for providing any legal services required to assert or defend the privileged nature of the information.

4. RISK ALLOCATION

Neither Client nor C/E shall be liable for consequential damages, including, without limitation, loss of use or loss of profits, incurred by one another or their subsidiaries or successors.

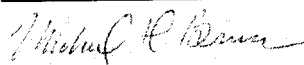
C/E, including its employees, agents, independent contractors, and subcontractors, shall have no liability for claims related to professional acts, errors or omissions in the performance of the Services unless the claim is based on willful misconduct or gross negligence.

5. **NON-DISCRIMINATION AND AFFIRMATIVE ACTION**

Geosyntec Consultants, Inc. is an Equal Opportunity and Affirmative Action Employer. Unless exempt, the Equal Opportunity Clauses set forth at 41 CFR §60-1.4(a), 41 CFR §60-250.5(a), 41 CFR §60-300.5(a), and 41 CFR §60-741.5(a); the provisions of 41 CFR §61-250.10 and 41 CFR §61-300.10 (which relate to veterans' employment reports); and the provisions of 29 CFR Part 471, Appendix A to Subpart A (posting of employee notice) are incorporated by reference as terms and conditions of this agreement and are binding on Subcontractors/Vendors. Subcontractors/Vendors may be required to develop written affirmative action programs and/or otherwise comply with the regulations at 41 CFR Part 60.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their duly authorized representatives, as follows:

CONSULTANT/ENGINEER



Digitally signed by Michael Berman
Date: 2013.12.04 16:40:24 -05'00'

Signature

Mike Berman

Typed or Printed Name

Principal

Title

04 December 2013

Date of Signature

CLIENT

The Official Committee of Unsecured Creditors of
Exide Technologies

Michael Strollo
Co-Chairperson of Committee
Pension Benefit Guaranty Corporation

Andrew Sole
Co-Chairperson of Committee
Esopus Creek Value Series Fund LP-Series "A"

Privileged and Confidential
Prepared at the Request of Legal Counsel

ATTACHMENT C

RATE SCHEDULE

CONFIDENTIAL

**GEOSYNTEC CONSULTANTS
RATE SCHEDULE**

<u>Engineer/Scientist</u>	<u>Rate/Hour</u>
Staff Professional	
Senior Staff Professional	\$122
Professional	\$144
Project Professional	\$166
Senior Professional	\$188
Associate	\$215
Principal	\$240
	\$270
<u>Design, Graphical, and Administrative Services</u>	
Designer	
Senior Drafter/Senior CADD Operator	\$135
Drafter/CADD Operator/Artist	\$120
Project Administrator	\$105
Clerical	\$ 72
	\$ 52

Rates are provided on a confidential basis and are client and project specific.
Unless otherwise agreed, rates will be adjusted annually based on a minimum of the applicable Consumer Price Index (CPI).

RATES