

4 November 2010

Heather McLaughlin, Esq.
City Attorney
City of Benicia
250 East L Street
Benicia, CA 94510

**Subject: Statement of Qualifications and Proposal
Project Management and Legal Services
For the Benicia Arsenal Investigation and Cleanup Project**

Dear Ms. McLaughlin:

Geosyntec Consultants, Inc. (Geosyntec) and Downey Brand LLP (Downey) are pleased to submit our Statement of Qualifications (SOQ) and Proposal for Project Management and Legal Services related to the former Benicia Arsenal Investigation and Cleanup Project located in Benicia, California. This SOQ and Proposal are submitted in response to your Request for Qualifications (RFQ), dated 21 October 2010, and are organized in the format identified in Section III of the RFQ.

The Benicia Arsenal is a former U.S. Army installation that was occupied by the U.S. Army between 1849 and 1964, when a significant portion of the property was sold to the City of Benicia. The City subsequently “traded” much of the land to Benicia Industries (also known as AMPORTS, Inc.). The Valero Corporation (owner and operator of the Valero Refinery) and the Potter Family (also known as Unico Mechanical) also own portions of the former Benicia Arsenal property. At the time the Arsenal was sold, the U.S. Army transferred the responsibility for environmental cleanup to the U.S. Army Corps of Engineers (Army Corps), which is tracking the site under the Formerly Used Defense Site (FUDS) program. Some investigation and remediation work has been done at the former Arsenal by the Army Corps. The Army Corps recently completed an Expanded Site Investigation (2005) and some limited site remediation (2009) and considers its obligations with respect to cleanup of the site to be complete.

The California Environmental Protection Agency, Department of Toxic Substances Control (DTSC), has been designated the Oversight Agency for FUDS program sites within the state of

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California. The DTSC does not agree that an adequate level of investigation and remediation has been completed on the former Arsenal and has directed each current property owner, including the Army Corps, to pursue additional investigation and remediation on its property. To respond to the DTSC's directive, the City of Benicia desires support to help the City structure an approach and negotiate the terms of an agreement with the DTSC and possibly other property owners for the work on the City's property.

APPROACH

Geosyntec and Downey have joined together to provide the City with highly qualified technical and legal advice to assist the City in accomplishing its objectives for this project. We understand that the City desires a cost-effective solution that will bring certainty to the City and other property owners and minimize the expense the City must incur. Randy Brandt of Geosyntec and Jon Welner of Downey Brand have significant experience representing local governments, property owners, and developers facing similar challenges with regard to former military installations throughout California. Randy and Jon will be supported by other technical and legal resources within their respective firms, as necessary, to bring a cost effective solution to the City's current challenges. In addition, Randy and Jon have the experience and political contacts to assist the City in identifying funding mechanisms that may be tapped to help finance the work that the City will face moving forward in this process.

Based on our review of the RFQ and our discussions with Heather McLaughlin, City Attorney, and Dan Ward of the DTSC, we have developed a strategic scope of work that consists of a task-based approach to proceed from this point through negotiation of a final agreement with the DTSC.

Identify Funding Options. The first task will be to identify possible funding options for the City, so that the efforts addressed by this proposal and efforts to implement the work negotiated in the DTSC Agreement can be adequately funded. This step will include investigating potential sources of grant funding, as well as funding that might be available from the City's prior insurance policies or other contractual arrangements.

Develop Strategic Approach. The second task is identifying the City's actual and perceived liabilities with respect to environmental conditions at the former Arsenal. Based on our findings, we will provide the City with our assessment and recommendation on the best strategic approach

to negotiating an agreement with the DTSC. The options examined may include: a) negotiating an individual agreement with DTSC; b) negotiating a “comprehensive” agreement with all of the other owners and DTSC; c) negotiating side agreements with other property owners; and d) bringing litigation against other property owners, if necessary.

Implement Strategic Approach. The third task will be implementation of the selected strategy. This will involve meetings with DTSC and the other parties to negotiate the various agreements setting forth the City’s obligations and limiting its liability. This will likely involve the negotiation of a Voluntary Cleanup Agreement with the DTSC. As noted above, it may also involve negotiating side agreements with other property owners to allocate responsibilities and costs. Our goal for this Task will be to assist the City in negotiating an agreement or set of agreements that minimizes the City’s future obligations and exposure.

Protect the City’s Interests. The fourth task will be to monitor the negotiations of the other parties with DTSC and each other, to the extent possible, to ensure that the other property owners are undertaking their fair share of obligations and liability for the site. This task will include reviewing and commenting on the draft DTSC orders for other parties and verifying that the financial obligations for compliance with the DTSC agreements are allocated appropriately among the parties.

Details of each of these tasks are provided in the Scope of Work section of this Proposal.

PROJECT ORGANIZATION, MANAGEMENT, AND TEAM STRUCTURE

Geosyntec and Downey Brand have joined together to assemble a strong technical and legal team of professionals that have capabilities unmatched by any other team. The Project will be Managed by Randy Brandt, a principal of Geosyntec based in its Oakland office. The Lead Legal Advisor will be Jon Welner, a partner of Downey Brand and co-chair of its San Francisco office.

Randy Brandt has over 25 years’ experience in hydrogeology with special emphasis on environmental and hazardous waste issues. He has focused on development and implementation of site characterization programs for hazardous waste sites, ranging in size from gasoline service stations to closed military installations. He is adept at developing creative and cost effective remediation strategies to meet objectives of project stakeholders, including responsible parties, regulatory agencies, and the public. He has particular experience with devising strategies to integrate site remediation with land development activities, supporting an end-state vision.

Randy has provided strategic consultation and technical direction for sites falling under the jurisdiction of the Resource Conservation and Recovery Act (RCRA), Comprehensive Environmental Response Compensation and Liability Act (CERCLA), Clean Water Act (CWA), National Environmental Policy Act (NEPA) and numerous state lead programs in California, Washington, and Oregon. He has worked under these regulatory jurisdictions at over 10 closed military installations for clients representing municipalities, property owners, and land developers who have taken title of closed military installations from the Department of Defense.

Jon Welner is an attorney specializing in environmental law, real estate, and land use. Jon represents private companies and public agencies on a wide range of environmental and natural resource issues. He has worked extensively in the following areas:

- Real estate development, especially the redevelopment of contaminated properties, or “brownfields”;
- The “early transfer” and clean-up of closed military bases; and
- Addressing the environmental issues faced by large companies doing business in California, including real estate developers, biotechnology companies, energy companies, water companies, and waste recyclers.

Jon’s experience with military bases includes serving as lead outside counsel for the County of Sacramento with regard to the early transfer and privatized remediation of the former McClellan Air Force Base – the first-ever such transaction at a federal Superfund site. He has also represented clients at other former military bases in California, including Alameda Point and Mare Island. Jon also has expertise in the areas of prevailing wage law, commercial leasing, and the regulation of radioactive materials.

Randy and Jon will be supported by technical and legal professionals in their respective organizations to accomplish various tasks on the project. Where appropriate, they will assign activities to lower level staff who will provide more cost effective work efforts within each Task. Lower level staff will specifically provide support in the areas of document reviews, research efforts, and the preparation of technical and legal briefs, as described in the Scope of Work.

ORGANIZATION QUALIFICATIONS

Geosyntec

Geosyntec was established in 1983 as a multidisciplinary engineering firm with a mission of providing high quality, cost-effective environmental consulting, engineering design, feasibility study, and construction quality assurance oversight services to public and private clients. With a staff of more than 750 employees, the company maintains 42 offices throughout the United States, Canada, Malaysia, Australia, and the United Kingdom.

Geosyntec delivers world-class expertise in the application of the geosciences and environmental, geotechnical, and remediation engineering solutions. We provide high-level specialty consulting services across a range of practices including site assessment and remediation of commercial/industrial sites for soil, sediments, and groundwater. We have managed over 80 major Superfund sites and many RCRA facilities and have developed a well-earned reputation for excellence in contaminant investigation, soil and groundwater remediation, and site closure.

Downey Brand

Downey Brand is one of California's leading law firms. With more than 130 lawyers, Downey is the largest law firm in Sacramento, and its lawyers practice throughout the California. The Firm's reputation is that of exceptional, business-savvy lawyers who solve problems.

Downey has one of the largest and most diverse environmental law practices in the state: more than forty of its lawyers are devoted exclusively to practicing environmental and natural resources law. The lawyers at Downey Brand have extensive experience representing clients at "brownfields" sites, and have excellent working relationships with staff at U.S. EPA, DTSC, the State and Regional Water Boards, the Department of Public Health, and the other agencies involved in the cleanup and re-use of contaminated sites. The lawyers at Downey also have unique expertise with regard to the cleanup and redevelopment of former military sites in California.

SCOPE OF WORK

Our objective is to develop and implement a strategic approach that will minimize the City's obligations and liabilities with regard to the former Arsenal site, and will provide the greatest

amount of certainty with regard to potential future liability, at the lowest possible cost. To meet this objective, Geosyntec and Downey propose the following task-based approach:

Task 1: Identify Funding Sources

We will work to identify potential funding sources for this project and for the implementation of the City's agreement(s) with DTSC and the other property owners. Based on our knowledge of the project, we are aware of at least five potential funding sources that can be further explored. These include:

- U.S. EPA Brownfield Grants;
- U.S. OEA BRAC/FUDS Cleanup Grants;
- State of California Revolving Loan Program;
- Insurance cost recovery; and
- Contractual terms in the City's property transfer documents.

Our team has experience obtaining such grants and loans, and has significant contacts within the programs. We will research the details of these and other potential sources of funding and identify the viability of each.

We will prepare a brief describing the available options and the process to apply or otherwise secure the grant or other funding. After we submit the brief, we will meet with the City Attorney to discuss the various viable options and give our recommendations for a path forward for the City. The deliverable for this Task will be the brief and a subsequent meeting.

Task 2: Develop Strategy Approach

Geosyntec and Downey Brand will review available information that is available in the public domain and within the City's records to identify and assess the environmental issues for which the City may directly or indirectly have responsibility. Documents will include, at a minimum:

- Archive Search Report (US Army, 1994);

- Supplemental Archive Search Report (US Army, 1997);
- Records Research Report (US Army, 1998);
- Expanded Site Investigation (US Army, 2005);
- Purchase and Sale Agreements and/or long term lease Agreements between the City and Benicia Industries;
- City Insurance policies in effect since it acquired the Arsenal property;
- Historical areal photographs; and,
- Other relevant documents.

At the conclusion of our review, we will prepare a technical/legal brief presenting our findings regarding City obligations. The brief will also present a recommendation as to the direction the City should take in negotiating an agreement with the DTSC. Specifically, we will provide our recommendation as to whether the City should convene a group of other property owners and negotiate one Agreement with the DTSC, or separate itself from the other property owners and negotiate its own agreement with the DTSC.

The specific deliverables for this Task will be submittal of the technical/legal brief and a subsequent meeting with the City Attorney to present our findings.

Task 3: Implement Strategic Approach

Task 3 will be implementation of the selected strategy. This will involve meetings with DTSC and the other parties to negotiate the various agreements setting forth the City's obligations and limiting its liability with respect to the former Arsenal. This will likely involve the negotiation of a Voluntary Cleanup Agreement with the DTSC.

The specific deliverable for this Task will be a final agreement (or agreements) that is ready for consideration by the City Counsel and signature by the City Attorney.

Task 4: Protect the City's Interests

Task 4 will consist of identifying environmental obligations of the other property owners, reviewing and commenting on DTSC Agreements with other parties, and verifying that the financial obligations for compliance with the DTSC agreements is allocated appropriately among the parties. The objective of this Task will be to verify that environmental obligations not identified as City obligations are appropriately allocated elsewhere and that none of the environmental obligations or financial responsibility of others comes back to the City as the initial transferee of the property from the Army.

The deliverable for this Task will be to provide the City with a technical/legal brief containing an analysis of the environmental obligations of other parties, as well as comments on the initial drafts of any proposed agreements between DTSC and the other property owners.

PROPOSED PROJECT SCHEDULE

We are prepared to initiate our services within one week of your notice to proceed. As with any negotiation, it is not always possible to predict the variations and alterations that a project may take in response to the many stakeholders involved in the negotiation. However, based on our extensive experience in negotiating agreements on similar closed military installations, we can develop a schedule that is realistic and generally representative of such projects. In general terms, we anticipate the project will take between six to eight months.

PROPOSED BUDGET

We propose to provide our services on a time and expense, not-to-exceed basis in accordance with the terms and conditions of a performance-based contractual agreement. We understand the City's goal of obtaining significant value for the fees it pays to its consultants and legal advisors. Consistent with this goal, we have devised a fee and payment schedule (also known as a schedule of values) that is based on accomplishing milestone performance objectives for each Task, outlined above. Our schedule of values is based on establishing a not-to-exceed budget for each task. We will bill the city on a monthly basis for costs incurred for each task.

As an added cost control measure, the Geosyntec Project Manager will notify the City when costs incurred have reached a value that is 80% of the not-to-exceed value for each Task. At that point

the City and Geosyntec Project Manager will discuss the work remaining to be complete and discuss any scope, schedule, or budget modifications that may be necessary at that time.

Our proposed Schedule of Values is as follows:

Task 1: Identify Funding Options	\$30,000
Deliverable: Technical/Legal Brief	
Task 2: Develop Strategic Approach	\$55,000
Deliverable: Technical/Legal Brief	
Task 3: Implement Strategic Approach	\$55,000
Deliverable: Final Agreement(s) ready for City Counsel approval	
Task 4: Protect the City's Interests	\$45,000
Deliverable: Technical/Legal Brief and Comments on Draft DTSC Agreements with other property owners	
TOTAL:	\$185,000

Please note that the above figures are necessarily conservative (i.e., high) because they are “not-to-exceed” numbers. The actual cost could be significantly less.

REFERENCES, RELATED EXPERIENCE AND EXAMPLES OF WORK

Randy Brandt and Jon Welner have worked individually and collaboratively on the transfer of closed military bases from the Department of Defense to municipalities and private sector developers for over 10 years.

Randy has served as the Program Manager and Lead Consultant for performing environmental due diligence and installation transfer negotiations on behalf of various Local Reuse Authorities (LRA) and Master Developers at ten active and closed military installations. Work under his direction was performed under the framework of the Department of Defense (DOD Base

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Realignment and Closure Act (BRAC) program, FUDS program, and Enhanced Use Leasing program. Work performed under his leadership included conducting environmental due diligence and critical review of Environmental Baseline Surveys, developing environmental closure strategies, preparing environmental remediation cost estimates for various closure scenarios, preparing a financial assessment of the environmental liabilities remaining at the site, and negotiating legal and regulatory documentation to support the structure of the transactions.

For the last seven years, Jon has served as the lead outside counsel for the County of Sacramento with regard to the early transfer and cleanup of the former McClellan Air Force base. The site has enormously complicated legal and environmental challenges, including the contamination of sewer systems which cross parcel boundaries; exotic forms of contamination, including radioactive materials; and complex jurisdictional issues, such as the involvement of U.S. EPA and the Nuclear Regulatory Commission. The site has the distinction of being the first federal site on EPA's National Priority List to successfully complete an early transfer with privatized remediation (i.e., cleanup performed by the private sector instead of by the military).

Collectively, Randy and Jon worked together representing a Master Developer and the Alameda Redevelopment and Reuse Authority (ARRA) to negotiate an early transfer of significant portions of the former Alameda Naval Air Station in Alameda, California. Together, they addressed technical and legal aspects of the transfer, supporting the developer with environmental and transactional due diligence, negotiating the terms of the Disposition and Development Agreement between the Developer and ARRA, negotiating the terms of the early transfer cooperative agreement between the Navy and the ARRA, and negotiating the terms of the Administrative Order on Consent with the US EPA and DTSC.

Randy and Jon also have worked collaboratively on various issues associated with the transfer and development of other closed military bases such as Hunters Point Naval Shipyard (San Francisco Redevelopment Agency and Lennar Urban as clients), and McClellan Air Force Base (McClellan Park Partners as client). Backed by the size and strength of their respective firms, Randy and Jon have the support and resources to successfully accomplish military base-related transactions of virtually any size. A list of client references, which you are free to contact, is included in Attachment A.

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CLOSING

We appreciate the opportunity to respond to your RFQ and we look forward to discussing this project with you in person on 10 November 2010 at 10:30 am. If you have any questions or require additional information prior to that time, please don't hesitate to call Jon at 415-848-4810, or Randy at 510-610-1500.

Sincerely,



Randolph C. Brandt
Principal, Geosyntec



Jon Welner
Partner, Downey Brand LLP

Attachments

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ATTACHMENT A
LIST OF CLIENT REFERENCES

For Randy Brandt

David Brandt (no relation)
Former Assistant City Attorney, City of Alameda
City Manager, City of Redmond, Oregon
(415) 995-1770
david.brandt@ci.redmond.or.us

Aidan Barry
Former Executive Director, Alameda Point Community Partners
Senior Vice President, Americap Development Partners
(888) 588-5677
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Jay Heckenlively
Executive Vice President and General Counsel, McClellan Park
(916) 965-7100
jheckenlively@mcclellanpark.com

For Jon Welner

Diane McElhern
Deputy County Counsel, County of Sacramento
(916) 874-8900
mcelhernd@saccounty.net

Jay Heckenlively (listed above)

Tom Sheaff
President, Lennar Mare Island LLC
(415) 995-1770
tom.sheaff@lennar.com

RANDOLPH C. BRANDT

**hydrogeology
program management
operations management**

EDUCATION

B.S., Geology/Oceanography, Humboldt State University, 1984

REGISTRATION

Professional Geologist (PG), California, No. 6105

CAREER SUMMARY

Mr. Brandt has over 24 years' experience in hydrogeology with special emphasis on environmental and hazardous waste issues. He has focused on development and implementation of site characterization programs for hazardous waste sites, ranging in size from gasoline service stations to closed military installations. He is adept at developing creative and cost effective remediation strategies to meet objectives of project stakeholders, including responsible parties, regulatory agencies, and the public. He has particular experience with devising strategies to integrate site remediation with land development activities, supporting an end-state vision.

Mr. Brandt has provided strategic consultation and technical direction for sites falling under the jurisdiction of the Resource Conservation and Recovery Act (RCRA), Comprehensive Environmental Response Compensation and Liability Act (CERCLA), Clean Water Act (CWA), National Environmental Policy Act (NEPA) and numerous state lead programs in California, Washington, and Oregon. He has provided consulting services at oil refineries, military installations (active and closed), chemical manufacturing plants, landfills, hazardous waste land treatment units, surface impoundments, waste piles, underground storage tanks, and non-point source areas of contamination.

Mr. Brandt's relevant project experience is presented below:

- ***Early Transfer Negotiation Support, California.*** Mr. Brandt was the Program Manager and Lead Consultant for performing environmental due diligence and negotiation the terms of the early transfer on behalf of various Local Reuse Authorities (LRA) and Master Developers at ten active and closed military installations. Work under his direction was performed under the framework of the Department of Defense

(DOD Base Realignment and Closure Act (BRAC) and Enhanced Use Leasing program. Work performed under his leadership included conducting environmental due diligence and critical review of Environmental Baseline Surveys, developing environmental closure strategies, preparing environmental remediation cost estimates for various closure scenarios, and preparing a financial assessment of the environmental liabilities remaining at the site. In consideration of the future impacts of the DOD's ongoing work, Mr. Brandt worked with the Master Developers to formulate plans to integrate remediation activities with development activities. Mr. Brandt provided oversight for the data review, developed an overall base-wide remediation program, and lead the discussions and negotiations between the DOD, local regulatory agencies, US EPA, Master Developers and LRAs to establish base-wide closure objectives. Work was performed at the following closed military bases:

- Alameda Naval Air Station, Alameda, California
 - Hunters Point Naval Shipyard, San Francisco, California
 - Treasure Island Naval Station, San Francisco, California
 - Point Molate Naval Fuel Depot, Richmond, California
 - Onizuka Air Force Base, Sunnyvale, California
 - Fort Ord Army Base, Marina, California
 - South Weymouth Naval Air Station, South Weymouth, Massachusetts
 - Castle Air Force Base, Modesto, California
 - Beale Air Force Base, Marysville, California
 - Fort Wainwright, Fairbanks, Alaska
- ***Taku Gardens Privatized Housing Development Project, Fort Wainwright, Alaska.*** Mr. Brandt has been retained by the Master Developer as the primary technical consultant to support the development of a privatized military housing complex over a historical military dump site. In his role, Mr. Brandt is performing a detailed review of site history and environmental due diligence documents (Environmental Baseline Surveys), monitoring and reviewing the progress of the Army cleanup activities, and supporting the Master Developer in negotiating the terms of a Lease agreement so that the development could proceed in a safe and cost effective manner.
 - ***Fort Ord Army Base, Marina, California.*** Mr. Brandt served as the Program Manager for a CERCLA remediation of Munitions and Explosives of Concern (MEC) at 4,000

acres of the former Fort Ord Army Base. In this role, Mr. Brandt managed a dedicated project team of over 20 Prime and Subcontracted staff to conduct environmental due diligence, prepare regulatory documentation, implement approved workplans, perform data analysis and interpretation, prepare reporting, and provide stakeholder interaction. Work was performed in anticipation of future commercial development under a guaranteed fixed-price contracting mechanism that was underwritten by environmental insurance policies through AIG Environmental Insurance. Mr. Brandt negotiated and prepared contract terms with the Army, Fort Ord Reuse Authority, and teaming partners. Through his leadership, he facilitated conflict resolution between the technical team, the Army, and various stakeholders, and developed closure strategies and associated cost estimates. Mr. Brandt managed all aspects of the negotiation, policy development, and compliance with the environmental insurance policies.

- ***Environmental Due Diligence and Development Consultation, Proposed Campus at NASA Ames Research Center, Carnegie Mellon University, Mountain View, California.*** Mr. Brandt served as the Principal Consultant for performing environmental due diligence at Carnegie Mellon University's (CMU's) proposed campus at NASA Ames Research Center. Because the proposed site is located within the area of influence of a federal Superfund site and on a closed military base, CMU wanted to document current environmental conditions; identify potential long-term environmental liabilities from contaminated soil, groundwater, and indoor air; and develop mitigation measures to minimize and manage potential liabilities. Under Mr. Brandt's direction, the technical team conducted a review of documents pertaining to the military base closure and the Superfund site; interviewed representatives of NASA; conducted a site walkthrough; sampled indoor and atmospheric air; interpreted and evaluated the data collected; assessed human health risk; and participated in design review team meetings. Mr. Brandt was instrumental at helping CMU understand the potential risks from environmental conditions to their proposed campus development and incorporated cost effective mitigation measures into the lease and building retrofit design to mitigate and manage those risks in a manner that cost effectively supported the campus development program.
- ***Third Party Review of Remedial Actions at Former Paper and Pulp Mill, Paul Hastings Janofsky & Walker, Antioch, California.*** Performed third party review of remedial actions completed at a former paper and pulp mill to provide an opinion on the appropriateness and cost effectiveness of the services completed. Mr. Brandt prepared an opinion letter and advised the client on alternative approaches to develop an exit strategy for the closure activities. The alternative approaches included recommendations to minimize costs for future work, which included alternative contracting mechanisms.

- ***Uptown Development Project, Forest City Residential West Developments Oakland, California.*** Mr. Brandt was the Principal in Charge and Project Manager for implementing the Remedial Action Plan/Risk Management Plan (RAP/RMP) at two large city blocks targeted for a residential brownfield redevelopment project. Work was conducted under a guaranteed fixed price contracting mechanism that was underwritten by environmental insurance policies through AIG Environmental Insurance. Under Mr. Brandt's direction, the project team assessed, quantified, and negotiated the transfer of environmental risk through the structure and implementation of a guaranteed fixed price remediation contract with the City of Oakland, Forest City, and AIG. Mr. Brandt was instrumental in developing the closure strategy in compliance with the RAP/RMP, negotiating the contract terms with the client and subcontractors, executing the project on time, under budget, and with no claims against the insurance policies.
- ***Proposed Auto Mall Development, City of Long Beach, Long Beach Redevelopment Agency, Long Beach, California.*** Mr. Brandt was the Project Manager for a multidisciplinary RI/FS and remediation project for crude oil and chlorinated solvent contaminated soils and groundwater at a proposed 80-acre auto mall in Long Beach, California. The project site encompassed three unproductive and abandoned oil production fields. With the Redevelopment Agency as his client, Mr. Brandt managed a team of staff representing various technical disciplines to conduct a site assessment, preliminary site characterization, remedial alternative technical and cost evaluation, remediation, and design and planning consultation to the Project civil and architectural engineers. As a key member of the project team, Mr. Brandt participated in crafting a strategic development phasing plan to incorporate the Auto Mall development project with the environmental remediation program.
- ***On-call Environmental Services, City of Oakland, Oakland, California.*** Mr. Brandt served as the Program Manager responsible for consultation with the City to establish scopes of work and work directives, contract management and compliance, and overall technical quality control. Mr. Brandt's technical team assisted the City with environmental (soil and groundwater quality) investigations of City-owned properties. Individual task orders included Phase I and II environmental assessments, brownfield site assessments, and third party review of other consultant work products.
- ***Residential Development Environmental Assessment, William Lyon Homes, West Covina, California.*** Mr. Brandt was the Principal Investigator and Lead Consultant to evaluate the potential human health impact of contaminated groundwater and landfill gas originating from the BKK Landfill on a nearby residential development project. The analysis was a critical component in the design and permitting of the mitigation system and resolving legal disputes with the owners of the neighboring properties.

- ***RI/FS, Confidential Client, Ontario, California.*** Mr. Brandt served as the Project Manager for a Remedial Investigation/Feasibility Study under a RCRA Consent Order with the State Department of Toxic Substances Control. The investigation was aimed at characterizing and remediating solvent contamination in soil and groundwater at a jet engine manufacturing facility in Ontario, California. Mr. Brandt negotiated terms of the Consent Order with the Department of Health Services and the Santa Ana Water Quality Control Board and managed implementation of a multidisciplinary RI/FS/RAP.
- ***Chevron Refinery, Richmond, California.*** Mr. Brandt was the Program Manager for a long-term CERCLA project involving hydrogeologic investigation and remediation services. Mr. Brandt managed a dedicated project team of technical and administrative staff to conduct investigations and remediation in response to state and federal orders. The agencies identified 55 sites requiring action including tank farms, process facilities, land farms, landfills, surface impoundments, and subsurface piping. Under Mr. Brandt's leadership, the technical team developed technical approaches to agency directives, worked with the client to integrate the refinery's position with respect to regulatory directives, provided technical quality assurance, cost estimating and cost control, and coordinated all aspects of scheduling.
- ***Chevron Refinery, El Segundo, California.*** Mr. Brandt served as the Project Manager and Lead Consultant for a long-term CERCLA project involving hydrogeologic investigation and remediation services in response to state and federal clean-up orders. The orders encompassed numerous refinery operating units including tank farms, process facilities, landfills, surface impoundments, and subsurface piping. Under Mr. Brandt's leadership, the project team developed technical approaches to field investigations and feasibility studies, implemented and evaluated pilot test activities for various remediation technologies, worked with the client to integrate the refinery's position with respect to regulatory directives, provided cost estimating and control, and coordinated all aspects of scheduling.
- ***Chevron Refinery, Pascagoula, Mississippi.*** Mr. Brandt was the Project Manager and Lead Consultant for development of a hydrogeologic conceptual site model to support Chevron in preparation of a strategy to comply with complex regulatory directives regarding site assessment and remediation. Under Mr. Brandt's direction, the project team assessed the concerns and objectives of the stakeholders involved, developed a technical study and data analysis to compile the conceptual site model, and participated in presentation of the model to the various stakeholders.
- ***Remediation System Optimization Evaluation, Rijeka Refinery, Ecoina Engineers/Croatian National Government, Rijeka, Croatia.*** Mr. Brandt was the Project Manager and Lead Consultant responsible for evaluating the technical and economic

effectiveness of an existing refinery-wide remediation system at a major government-owned oil refinery. Under Mr. Brandt's leadership, the technical team assisted the refinery operator in complying with new environmental regulations and reduced the operation and maintenance costs of the remediation system. Mr. Brandt's team conducted an audit of the refinery's operation and historical record of environmental incidents, assessed the adequacy of the site investigations completed to-date, and evaluated the adequacy and effectiveness of the remediation system operated by a local consultant.

- ***Chevron Chemical Company, Richmond, California.*** Mr. Brandt was the Project Manager for the development of a revised large-scale groundwater monitoring program at a pesticide manufacturing facility in Richmond, California. The plan was being revised in response to changing state environmental regulations and facility operating conditions. Under his direction, Mr. Brandt's technical team reviewed over ten years of hydrogeologic information; five years of comprehensive groundwater chemical data; provided review and explanation of revised environmental regulations; and prepared a revised monitoring plan to justify a reduction in scope of services. To complete the assignment, Mr. Brandt coordinated geologists, environmental engineers, regulatory experts, and statisticians to develop and present a revised plan. Development of the plan included evaluation of natural degradation of ammonia and nitrates in soil through the upward migration of groundwater through affected soil. Mr. Brandt coordinated groundwater modeling and contaminant fate efforts with a team of hydrogeologists and mathematical modeling experts.

Construction/Project Management

- Mr. Brandt served as the Construction/Program Manager for a major oil company RCRA remediation site involving the construction, start-up, and operation/maintenance of a 5-mile long perimeter groundwater protection system. The project spanned ten years; he served as Construction Program Manager for eight years. Project costs were \$3,000,000 to \$5,000,000 per year.
- Mr. Brandt served as the Construction and/or Project Manager for various commercial tenant improvement projects ranging in size from \$10,000 to \$1,200,000. Responsibilities included initial project scoping; assembling the team members including the architect, engineers, general contractor, and subcontractors; contract negotiation and management; construction administration; and construction quality assurance.

RANDOLPH C. BRANDT



PROFESSIONAL HISTORY

Geosyntec Consultants, Oakland, California, Principal, 2008 to present
LFR Levine Fricke, Senior Vice President/NW Regional Manager, 2002-2008
Paradigm General Contractors, Vice President/Director of Business Operations, 2000-2002
Dames & Moore Consultants (Now URS Corporation), Principal, 1985-1999

PUBLICATIONS

- 5-2008 "Integrating Environmental Remediation with Site Development Activities".
Proceedings, Battelle Institute. Chlorinated Solvents and Recalcitrant Compounds Conference, Monterey, California.
- 1-1994 "Establishing Clean-up Goals using Statistically-based Analysis." *Proceedings, Chlorinated Solvents Conference, Monterey, California.*
- 1-1990 "Redevelopment of Oilfield Property: An Environmental Perspective." *Proceedings, HazMat West, Long Beach, California.*