VIA FAX AND EMAIL February 2, 2007

Hon. Alan J. Steinberg
Regional Administrator
U.S. Environmental Protection Agency
290 Broadway
New York, NY 10007-1866

Re: Passaic River

Dear Mr. Steinberg:

Representatives of the undersigned companies respectfully request a meeting with you in the near future to discuss the importance of having EPA provide a *de minimis* settlement opportunity at this time for PRPs that have a limited nexus to the Passaic River.[1] These companies, and other named and as-yet unnamed parties, are unfairly being pressured to participate on an on-going basis, for many years, in the study and cleanup of the Passaic River, despite their limited connection to the site. The demand being made on the companies is that they execute an open-ended Consent Agreement with EPA and join a PRP Group that is requiring a large, up-front payment as the cost of admission, with additional payments to follow over the course of years. As you know, the Consent Decree covers the remedial investigation and feasibility study phase of the work at an expected cost of tens of millions of dollars. The only alternative being presented to us is to remain outside the group and be subjected to enforcement action by EPA or litigation by other PRPs. It is unfair and unproductive to put PRPs that have a very limited connection to the site in this position.

Congress did not intend for CERCLA to work in this way. Rather, Congress amended CERCLA to mandate that EPA provide parties with an early opportunity to exit complex and transaction-heavy Superfund sites through *de minimis* settlements with the Agency. Since the Passaic River has been impacted by more than 200 years of industrial activity, and there are literally hundreds, if not thousands, of municipalities and businesses whose activities arguably impacted the river in some manner – albeit in a manner that did not contribute in any meaningful way to the river's overall health – the Passaic River presents a compelling case for a *de minimis* settlement. It is important that EPA provide such an opportunity. If it does not, EPA's inaction will likely trigger a wave of distracting and unproductive litigation involving parties that have a limited connection to the Site which, in turn, will inevitably raise questions regarding the Agency's failure to address the serious and obvious need to forthrightly provide a *de minimis* settlement opportunity in this matter.

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[1] Indeed, one or more of these parties may be exempt from Superfund liability altogether pursuant to the 'de micromis' provisions of CERCLA Section 107(o).

We will call your office in the hope that we can set up a time to meet with you and discuss our concerns and recommendations within the next couple of weeks. As noted above, it is important that we schedule this meeting in the near future, given the Region's apparent intent to go forward and seek signatories on a Consent Agreement that includes no provision for *de minimis* parties.

Sincerely,

Atlas Refining

Cooper Industries

General Electric

Hercules, Inc.

ISP Chemicals LLC

National Standard

Seton Company

Spectraserve

cc: George Pavlou
Sarah Flanagan, Esq.