

APPENDIX A

SCOPE OF WORK FOR

NORTHROP GRUMMAN GUIDANCE AND
ELECTRONICS COMPANY, INC.

AT

THE FORMER LITTON SYSTEMS,
INC. SITE

4811 West Kearney
Springfield, Missouri

October 20, 2009

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1.0 INTRODUCTION

1.1 Purpose

The purpose of this Scope of Work (SOW) is to set forth requirements for implementation of on-site and if necessary, off-site remedial action of impacted soils associated with the Northrop Grumman Guidance and Electronics Company, Inc. (Northrop Grumman or Settling Defendant), formerly Litton Systems, Inc., facility located in Springfield, Missouri (Site) and is prepared pursuant to and is made a part of the Consent Decree and Settlement (Consent Decree) entered into by the State of Missouri and Settling Defendant.

The selected remedial action as discussed in this SOW is designed to protect human health and the environment in general accordance with the Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA") of 1980, as amended by the Superfund Amendments and Reauthorization Act ("SARA") of 1986, the National Oil and Hazardous Substance Pollution Contingency Plan ("NCP"), and State of Missouri regulations.

1.2 Site Description

The Site is located at 4811 West Kearney Street, Springfield, Missouri and is identified on Figure 1 of this SOW. The Site was a former printed circuit board manufacturing facility, which ceased operations August 31, 2007. The area of investigation also includes a limited area within the adjacent Springfield-Branson National Airport (Airport) that formerly was part of the Settling Defendant's operations until title was transferred in a land exchange between the Settling Defendant and the Airport.

1.3 Background

Waste historically generated from Site process operations included chlorinated solvents, acids, and metals. These wastes may have been discharged to various waste management units located on the Site and one on the adjacent Airport property (a portion of which was formerly owned by the Settling Defendant). These waste management units are no longer in operation. These units include the Former Percolation Terrace, the Former "A" and "B" Lagoon, the Former "Original" Acid Pits and Former Sludge Pits, the Former "New" Acid Pit, the Former "C" Lagoon, and the Former Sanitary Lagoon.

Numerous environmental investigations and remedial activities have been performed at the Site and have been documented in reports submitted to MDNR.

In July 2005, a Phase II Feasibility Study (FS) Report was submitted to MDNR. For treatment of volatile organic compounds (VOCs), the FS selected Electrical Resistance Heating (ERH) as the preferred remedial alternative for soil. For metals impacts, earthen covers or paved engineered barriers and institutional controls were selected as the preferred alternative.

An ERH Pilot Study was proposed to quantify the magnitude of contaminant reduction, establish full-scale design parameters, and evaluate potential geotechnical impacts to on-site structures. The ERH Pilot Study was conducted in the latter half of 2005. The goal of the Pilot Study was to apply electrical power and vapor recovery over a planned period of time to raise subsurface temperatures to a sufficient level to volatilize, and subsequently recover, VOCs, thereby

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reducing TCE concentrations in soil by 99 percent of the 90 percent Upper Confidence Limit (UCL). See Figure 2 for the location of the ERH Pilot Study.

Based on the results of the Pilot Study, including analytical results and the site response to ERH, it was determined that a full-scale application of ERH technology could be implemented to achieve remedial objectives (i.e., cost-effective reduction of subsurface VOC contamination) similar to those achieved with the Pilot Study. A report summarizing Pilot Study findings was submitted to MDNR on March 10, 2006.

2.0 DESCRIPTION OF THE REMEDIAL ACTION / PERFORMANCE STANDARDS

The selected remedial alternative to address VOC impacted soils - Electrical Resistance Heating (ERH) - was chosen by MDNR after a detailed analysis of alternatives included in the FS and review of the Pilot Study findings. As discussed in further detail in this SOW, Settling Defendant's contractor/consultant shall prepare a Remedial Design/Remedial Action (RD/RA) Work Plan to implement the selected remedial alternative. The RD/RA Work Plan shall include performance standards and specifications such as cleanup standards, standards of control, quality criteria, and other substantive requirements, criteria, or limitations including all Applicable or Relevant and Appropriate Requirements (ARARs) set forth in this SOW.

The RD/RA will address soil at the Site and upon completion of further investigation, the adjacent Airport property. Areas of Concern (AOCs) to be addressed by this SOW are shown on Figure 2. Soil contamination poses a potential risk to human health as a result of exceedances above MDNR's acceptable risk range for dermal contact with soils, ingestion of soil, inhalation of dust, and inhalation of contaminants that can volatilize to air. This action presents the final response action anticipated for soils at the Site and addresses in a practical manner the principal threats by treating VOC-impacted soils with ERH technology, installation of an earthen or paved engineered barrier over select areas with metals-impacted soils, and, where appropriate placing institutional controls on future Site use. The final response action for the off-site Airport property may be different than the remedies selected for on-site soils and will be based on results of further investigation.

2.1 Access Restrictions and Institutional Controls

During treatment, the selected remedy will include a security fence to prohibit public access to the remediation areas. Access to the treatment areas will be limited to Northrop Grumman staff and its contractors/consultants.

The need for and/or the scope of institutional controls as part of the remedy for VOC impacts in soil will be evaluated at the completion of the ERH remedial work. Institutional controls may be necessary in regard to copper impacted soil areas.

2.2 Electrical Resistive Heating / Soil Vapor Extraction

Soil in select AOCs that are impacted with VOCs above the established cleanup objective will be treated in-situ using ERH in conjunction with Soil Vapor Extraction (SVE). The goal will be to remediate impacted soils to the MDNR approved cleanup objective of 0.4 mg/Kg (for TCE) in accordance with MDNR's approval letter dated February 6, 2006. ERH Technical Specifications and a Basis of Design for achievement of this goal will be outlined in the RD/RA Work Plan to be submitted to MDNR for review and approval pursuant to this SOW.

The ERH system will consist of a series of electrodes placed into impacted soils at depths at or near the soil/bedrock interface. An electrical current will be passed from one electrode to another and this induced electric potential combined with the soil's natural resistivity will heat the soil matrix allowing the VOCs to volatilize and move through the soil matrix. The SVE system will extract the vapors which will then be treated to meet applicable air emission requirements.

2.3 Engineered Barriers with Institutional Controls

Soils in select AOCs that are impacted with metals (notably copper) above established threshold levels will be addressed through earthen covers or paved engineered barriers and, where appropriate, institutional controls. The earthen covers and paved engineered barriers will be installed to prevent direct contact with metals contaminants, serve as a barrier to limit exposure to direct contact, prevent fugitive dust emissions, and reduce infiltration from precipitation events. During the Targeted Risk Assessment (TRA) for Soils, it was determined that due to the presence and concentrations of copper, that this inorganic element would be the driver for subsequent risk and remedial action decisions. The TRA established an ecological threshold level of 4,300 mg/Kg for copper and the CALM guidance provided a 4,700 mg/kg threshold value for human health. Since the 4,300 mg/Kg threshold level was more conservative and protective than the human health threshold level of 4,700 mg/Kg, it was determined that this objective would be protective for both human health and the environment. As such, impacted soils in excess of the MDNR approved cleanup objective of 4,300 mg/Kg for copper (in the 0-3 foot depth range as agreed to in MDNR's approval letter dated February 6, 2006) will be subject to an earthen cover or paved engineered barrier.

3.0 SCOPE OF REMEDIAL ACTION PROGRAM

Any existing or potential threats associated with direct contact with contaminants or contaminant migration through any media pathway will be effectively remediated. Each component of the RA program will be performed as described in the RD/RA Work Plan. Due to the variety of types of work to be performed, the components of this program may be performed by separate remedial contractors working independently of each other, but under the direction of the Site supervising contractor.

Settling Defendant will implement the soils RA program in a series of phases that will either run sequentially or concurrently. Settling Defendant anticipates the focus initially to be on remediating VOC impacted soils. The former Sanitary Lagoon is listed as the last phase due to ongoing investigation to determine whether ERH or another alternative remedy is necessary. Because of the extensive and complex infrastructure required for ERH technology to be used, the cap installed for the ERH infrastructure can also be used for the paved engineered barrier for the metals impacts (0-3 foot depth range). Installation of the earthen covers or paved engineered barriers in AOCs with metals only impacts (0-3 foot depth range) will likely be accomplished in later phases of the RA program. A detailed discussion of the RA activities is provided in Section 5.0 of this SOW.

A schedule will be submitted with the RD/RA Work Plan and will serve as a framework for manpower and budget planning for the remedial program. The schedule will be structured to allow for timely design, construction, and operation of the remedial components of this program. The schedule will be updated and/or revised for each phase of work.

The schedule will be an approximation of time required to complete various tasks within prescribed time periods. Some timing and scheduling requirements are prescribed by the Consent Decree. Other timing requirements, such as for RA planning and completion documents, will be developed as part of the RD/RA Work Plan.

Settling Defendant anticipates completing RD/RA activities in the following phases:

PHASE	AOC	ACTIVITY
I-1	Former "New" Acid Pit	VOC Removal/Paved Engineered Barrier
I-2	Former "Original" Acid/Sludge Pits	VOC Removal/Earthen Cover
II-1	Percolation Terrace	Soil Excavation/Backfill
II-2	Former "A/B Lagoon	Soil Consolidation/Earthen Cover
III	Plant Sub-Floor	VOC Removal/Paved Engineered Barrier
IV	Former Sanitary Lagoon	Pending Remedy Evaluation

4.0 OPERATION AND MAINTENANCE PROGRAM

Settling Defendant shall develop and implement an appropriate program for long-term Operation and Maintenance (O & M) of the Site and for components for the remedial action. The plan will cover aspects of the remedial action including institutional controls, engineered barriers, and monitoring.

The draft O & M plan will be revised to incorporate MDNR comments, as appropriate, and finalized once all remedial actions are completed, and the as-built drawings are available. The list of general requirements for the Site O & M plan is included below in Section 5.0.

5.0 SCOPE OF REMEDIAL DESIGN AND REMEDIAL ACTION

The RD/RA shall consist of the following tasks:

Task 1: RD/RA Work Plans

Settling Defendant will submit an RD/RA Work Plan for approval by MDNR. This Work Plan will be based upon a design-build approach and will describe the Settling Defendant's plan for implementation of the RD and RA within the terms and conditions of the Consent Decree and this SOW.

Since RA activities will be completed sequentially or concurrently within the select AOCs, RD activities will occur at the appropriate time in the RD/RA process. Settling Defendant will prepare a Basis of Design (BOD) that includes the necessary design elements for each AOC based on the schedule of activities. A BOD report will be prepared for MDNR's review and concurrence prior to RA activities in the select AOC. Each BOD report will be incorporated as an amendment to the Work Plan (as an appendix).

Settling Defendant shall prepare and submit to MDNR for approval an RD/RA Work Plan that shall document the overall management strategy for performing the remedial design, including tasks to be performed for meeting the requirements of this SOW. Settling Defendant and its Contractor shall describe and document the responsibility and authority of organizations and personnel involved with the implementation. Settling Defendant/Contractor shall develop an overall project schedule for implementation of the RD/RA, which identifies timing, and specific dates for initiation and completion of tasks. The Work Plan and corresponding activity plans will be submitted to MDNR, as specified in the Consent Decree, for review and approval by MDNR.

The RD/RA Work Plan will contain at the minimum the following:

- Site Description and Background;
- Organization of the Design-Build Team;
- A description of the design/construction process;
- Performance standards;
- Basis of Design;
- Technical Specifications;
- A schedule of completion of the design and construction, including required deliverables;
- Project Closeout Requirements;
- Health and Safety Plan;
- Construction Quality Assurance Project Plan (CQAPP); and
- Operation and Maintenance (O&M) Plan.

Task 2: Remedial Design

Settling Defendant shall prepare construction plans and technical specifications to implement the RA. Plans and specifications shall be submitted in accordance with Section 7.0 below. Subject to approval by MDNR, Settling Defendant may submit more than one set of design submittals reflecting different components of the RA. Plans and specifications shall be developed in general accordance with U.S. EPA's Superfund Remedial Design and Remedial Action Guidance (OSWER Directive No. 9355.0-4A) and shall demonstrate that the RA shall

meet objectives of the Remedy, the Consent Decree and this SOW, including performance standards. Settling Defendant shall meet with MDNR to discuss design issues on an “as-needed” basis.

Consistent with a design/build approach, Settling Defendant will prepare the necessary drawings and specifications for the RA contractor(s) to perform RA construction activities in accordance with the Consent Decree, this SOW, and the RD/RA Work Plan. RD information to be addressed includes the following:

- Plans, drawings, and sketches, including design calculations;
- Results of treatability studies and additional field sampling, if any;
- Design assumptions and parameters, including design restrictions, process performance criteria, appropriate unit processes for the treatment train, and expected removal or treatment efficiencies for both the process and waste (concentration and volume);
- Proposed cleanup verification methods, including compliance with ARARs;
- Outline of required specifications;
- Proposed siting/locations of processes/construction activities;
- Expected long-term monitoring and operation requirements, if any;
- Real estate, easement, and permit requirements; and
- Preliminary construction schedule, including contracting strategy.

Settling Defendant/Contractor will submit RD deliverables to MDNR for review.

Task 3: Remedial Action Construction

Settling Defendant shall implement the RA in phases as detailed in the approved RD. The following activities shall be completed in conducting each phase of the RA.

A. Preconstruction inspection and meeting:

Settling Defendant shall participate with MDNR in a preconstruction inspection and meeting to:

- a. Review methods for documenting and reporting inspection data;
- b. Review methods for distributing and storing documents and reports;
- c. Review work area security and safety protocol;
- d. Discuss any appropriate modifications of the construction quality assurance plan to ensure that site-specific considerations are addressed; and
- e. Conduct a Site walk-around to verify that the design criteria, plans, and specifications are understood and to review material and equipment storage locations.

B. Pre-final inspection:

Within 30 days after Settling Defendant makes a preliminary determination that construction of a phase of the RA is complete, Settling Defendant shall notify MDNR for the purposes of conducting a pre-final inspection. The pre-final inspection shall consist of a walk-through inspection of the Site with MDNR. The inspection is to determine whether the phase of the project is complete and consistent with the RD/RA Work Plan. Outstanding construction items discovered during the inspection shall be identified and noted in the Pre-final Inspection Report.

The Pre-final Inspection Report shall outline the outstanding construction items, actions required to resolve items, completion date for these items, and a proposed date for final inspection.

C. Final Inspection:

Within 30 days after completion of work identified in the Pre-final Inspection Report, Settling Defendant shall notify MDNR for the purposes of conducting a final inspection. The final inspection shall consist of a walk-through inspection of the Site by MDNR and Settling Defendant. The Pre-final Inspection Report shall be used as a checklist with the final inspection focusing on the outstanding construction items identified in the pre-final inspection. The Final Inspection shall confirm that outstanding items have been resolved.

D. Reports

Within 30 days of a successful final inspection, Settling Defendant shall submit a Completion Report for that phase of the RA. In the report, a registered professional engineer and Settling Defendant's Project Coordinator shall confirm that the specific phase of the RA has been completed in full satisfaction of the requirements of the Consent Decree. The written report shall include as-built drawings signed and stamped by a professional engineer. A Completion Report will be submitted after the completion of each phase of the RA.

Upon the completion of all of the work set forth in the SOW (as may be amended from time to time), Settling Defendant shall submit a Final Site Report. In the report, a registered professional engineer and Settling Defendant's Project Coordinator shall confirm that the RA has been completed in full satisfaction of the requirements of the Consent Decree.

The Completion Reports and Final Site Report shall contain the following statement, signed by a person who supervised or directed the preparation of the Completion Report:

Under penalty of law, I certify that to the best of my knowledge, after appropriate inquiries of all relevant persons involved in the preparation of the report, the information submitted is true, accurate and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations."

Task 4: Operation and Maintenance

Settling Defendant shall prepare an Operation and Maintenance (O & M) Plan to cover both implementation and long-term maintenance of the RA. An O & M Plan (or subsequent revisions) shall be submitted as part of each BOD submission. The O & M Plan shall be submitted to MDNR prior to the pre-final construction inspection, in accordance with the approved construction schedule. The O & M Plan shall be composed of the following elements, as applicable:

1. Description of normal operation and maintenance
 - a. Description of tasks for operation;
 - b. Description of tasks for maintenance;
 - c. Description of prescribed treatment or operation conditions; and
 - d. Schedule showing frequency of each O & M task.

2. Description of potential operating problems
 - a. Description and analysis of potential operation problems;
 - b. Sources of information regarding problems; and
 - c. Common and/or anticipated remedies.

3. Description of routine monitoring and laboratory testing
 - a. Description of monitoring tasks;
 - b. Description of required data collection, laboratory tests and their interpretation;
 - c. Required quality assurance and quality control;
 - d. Schedule of monitoring frequency and procedures for a petition to MDNR to reduce the frequency of or discontinue monitoring; and
 - e. Description of verification sampling procedures if cleanup or performance standards are exceeded in routine monitoring.

4. Description of alternate O & M
 - a. Should systems fail, alternate procedures to prevent release or threatened releases of hazardous substances, pollutants or contaminants which may endanger public health and the environment or exceed performance standards; and
 - b. Analysis of vulnerability and additional resource requirement should a failure occur.

5. Corrective Action
 - a. Description of corrective action to be implemented in the event that cleanup or performance standards are exceeded; and
 - b. Schedule for implementing these corrective actions.

6. Safety plan
 - a. Description of precautions, of necessary equipment, etc., for Site and affected personnel; and
 - b. Safety tasks required in event of systems failure.

7. Description of equipment
 - a. Equipment identification;
 - b. Installation of monitoring components;
 - c. Maintenance of Site equipment; and
 - d. Replacement schedule for equipment and installed components.

8. Records and reporting mechanisms required
 - a. Daily operating logs;
 - b. Laboratory records;
 - c. Records for operating costs;
 - d. Mechanism for reporting emergencies;
 - e. Personnel and maintenance records; and
 - f. Monthly/annual reports to State agencies

6.0 CONTENT OF SUPPORTING PLANS

Settling Defendant will prepare the following documents to implement the RD/RA: the Quality Assurance Project Plan, the Field Sampling Plan, the Health and Safety Plan, the Contingency Plan, and the Construction Quality Assurance Plan. The following sections describe the required contents of each of these supporting plans.

6.1 Quality Assurance Project Plan

Settling Defendant shall develop a Site-Specific Quality Assurance Project Plan (QAPP), covering sample analysis and data handling for samples collected in all phases of future work, based upon the Consent Decree. The QAPP shall be consistent with the requirements of the EPA Contract Lab Program (CLP) for laboratories proposed outside the CLP. The QAPP shall at a minimum include:

Project Management

- Title and Approval Page
- Table of Contents
- Distribution List
- Project / Task Organization
- Problem Definition / Background Information
- Project / Task Description and Schedule
- Quality Objectives and Criteria for Measurement Data
- Special Training Requirements / Certification
- Documentation and Records

Data Generation and Acquisition

- Sampling Process Design
- Sampling Methods Requirements
- Sample Handling and Custody Requirements
- Analytical Methods Requirements
- Quality Control Requirements
- Instrument / Equipment Testing, Inspection, and Maintenance Requirements
- Instrument Calibration and Frequency
- Inspection / Acceptance Requirements for Supplies and Consumables
- Data Acquisition Requirements (Non-direct Measurements)
- Data Management

Assessment and Oversight

- Assessment and Response Actions
- Reports to Management

Data Validation and Usability

- Data Review, Validation, and Verification Requirements
- Validation and Verification Methods
- Usability / Reconciliation with Data Quality Objectives

Settling Defendant shall submit the QAPP to MDNR for review and approval.

6.2 Health and Safety Plan

Settling Defendant shall develop a Health and Safety Plan (HASP) which is designed to protect on-site personnel and potentially affected individuals from physical, chemical and all other hazards posed by this RA. The HASP shall develop the performance levels and criteria necessary to address the following areas:

- Local emergency contact names, numbers, and hospital directions;
- Objectives and goals of the HASP;
- Scope of work;
- Background information on the project site;
- Safety procedures;
- Site plan;
- Emergency response;
- Contractor emergency action plan;
- Government contact names and phone numbers;
- Project personnel and relevant information;
- Maximum concentrations of contaminants identified on-site;
- Potential airborne contaminants;
- Detailed list of steps with hazard assessments and precautions;
- Waste characteristics.

The HASP shall follow USEPA guidance and OSHA requirements as outlined in 29 CFR 1910 and 1926.

The HASP will provide a Contingency Plan describing procedures to be used in the event of an accident or emergency at the Site. The Contingency Plan shall include, at a minimum, the following:

1. Name of the person or entity responsible for responding in the event of an emergency incident.
2. Plan and date(s) for meeting(s) with the local community, including local, State and Federal agencies involved in the cleanup, as well as local emergency squads and hospitals.
3. First aid medical information.
4. Air Monitoring Plan (if applicable).

6.3 Field Sampling Plan

Settling Defendant shall develop a field sampling plan (as described in “Guidance for Conducting Remedial Investigations and Feasibility Studies Under CERCLA,” October 1988). The Field Sampling Plan supplements the QAPP, and addresses sample collection activities, and shall contain, at a minimum, the following elements.

Introduction

- Objectives of Sampling
- Investigation Summary
 - Field Sampling Activities
- Constituents of Concern

Sampling Methods and Procedures

- Soil Sampling
- Monitoring Well Installation
 - Springfield Plateau Aquifer
 - Ozark Aquifer
- Survey of Monitoring Wells
- Groundwater Sampling
 - Fluid Level Measurements
 - Monitoring Well Purging
 - Deep Well Sampling
 - Groundwater Sample Collection

Sampling Methodologies and Number of Samples

- Analytical Parameters

Project Documentation

- Field Documentation
- Sample Labeling
- Sample Custody, Storage, and Shipping

Sampling Equipment Decontamination and Waste Disposal

- Equipment Decontamination
- Sampling Equipment Calibration
- Disposal of Investigation Derived Waste (IDW)

6.4 Construction Quality Assurance Plan

Settling Defendant shall submit a Construction Quality Assurance Plan (CQAP) which describes the Site specific components of the quality assurance program which shall ensure that the completed project meets or exceeds design criteria, plans, and specifications. The CQAP shall be submitted in conjunction with the RD/RA Work Plan and modified/amended for each BOD submitted to MDNR. The CQAP shall contain, at a minimum, the following elements:

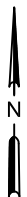
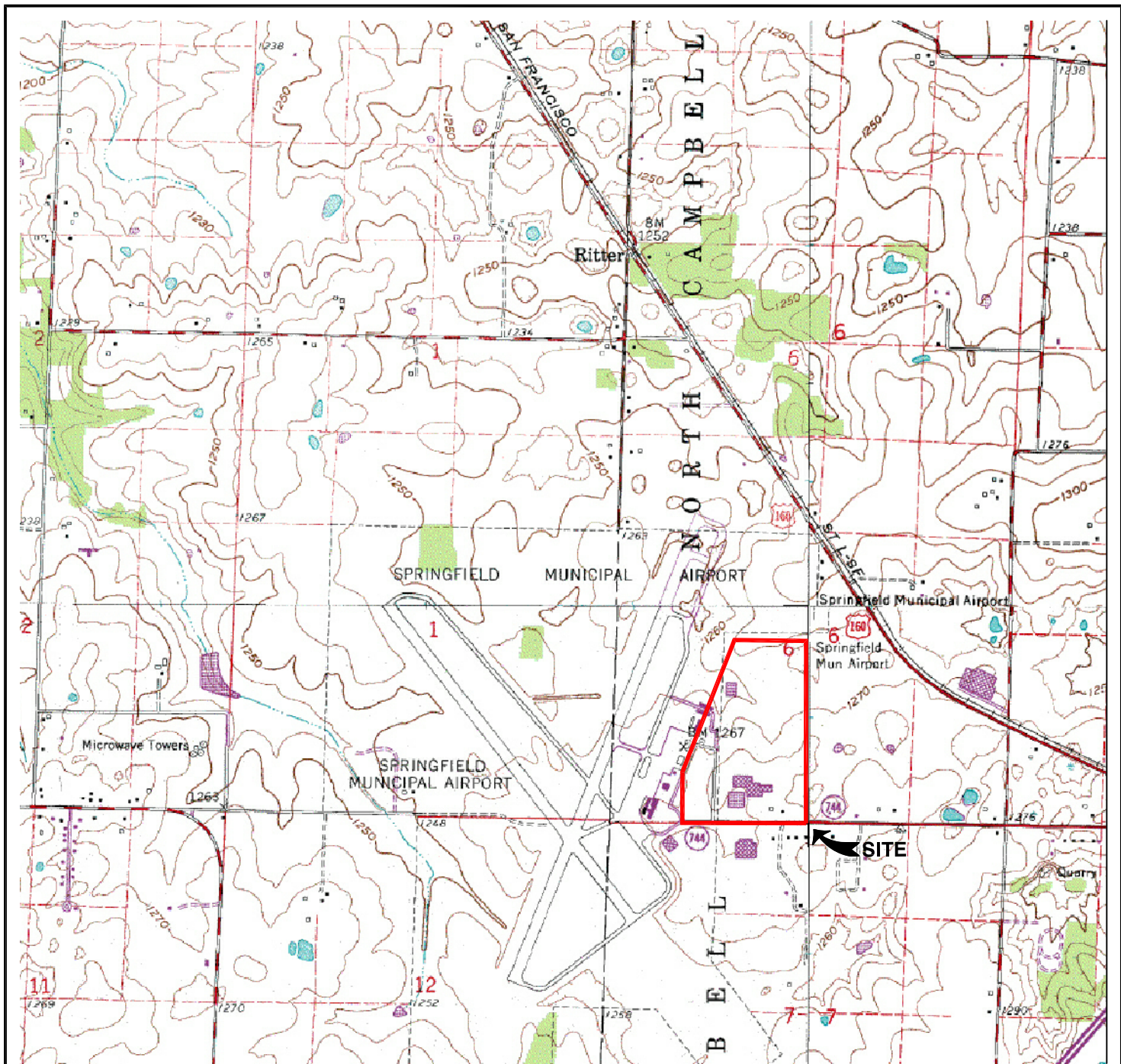
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1. Responsibilities and authorities of organizations and key personnel involved in the design and construction of the RA;
2. Qualifications of the Quality Assurance Personnel;
3. Inspection procedures;
4. Construction Sampling Requirements; and
5. Documentation/Reporting requirements.

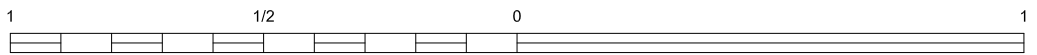
7.0 SUMMARY OF MAJOR DELIVERABLES

A summary of the project schedule and reporting requirements contained in this SOW is presented below.

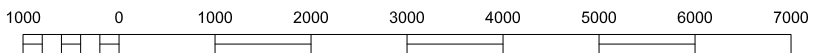
Deliverables	Submission Due Date
1. <u>RD/RA Work Plan</u>	<u>Sixty (60) days after Notice of Authorization to proceed with RD</u>
2. <u>Quality Assurance Project Plan (QAPP)</u>	<u>Sixty (60) days after Notice of Authorization to proceed with RD</u>
3. <u>Health and Safety Plan (HASP)</u>	<u>Sixty (60) days after Notice of Authorization to proceed with RD</u>
4. <u>Field Sampling Plan (FSP)</u>	<u>Sixty (60) days after Notice of Authorization to proceed with RD</u>
5. <u>Construction Quality Assurance Plan (CQAP)</u>	<u>Sixty (60) days after Notice of Authorization to proceed with RD</u>
6. <u>Operation and Maintenance Plan (O&M)</u>	<u>Sixty (60) days after Notice of Authorization to proceed with RD</u>
7. <u>Pre-final Inspection Reports</u>	<u>Thirty (30) days after conducting pre-final inspections</u>
8. <u>Completion Reports</u>	<u>Sixty (60) days after completion of each RA phase</u>
9. <u>Quarterly Progress Reports</u>	<u>Ongoing</u>
10. <u>Final Site Report</u>	<u>TBD</u>



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SCALE IN MILE



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JOB NUMBER:
 182601056

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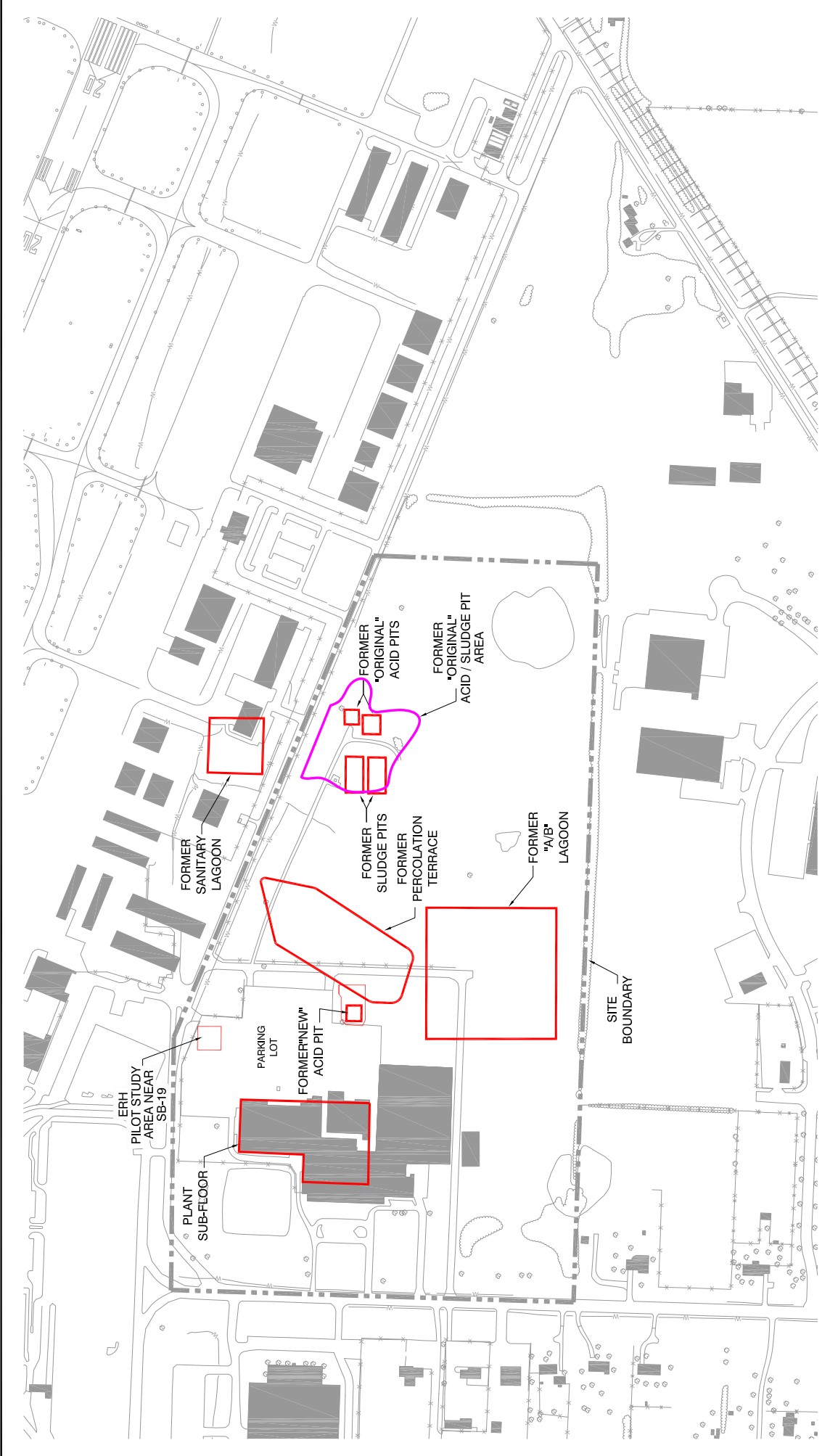
CHECKED BY:
 MD

APPROVED BY:
 GM

DATE:
 10/20/2009

REGIONAL MAP

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LEGEND
 AREA OF CONCERN

FOR: NORTHPROP GRUMMAN GUIDANCE & ELECTRONICS COMPANY, INC.
 FORMER LITTON SYSTEMS, INC.
 4811 WEST KEARNEY
 SPRINGFIELD, MO 65803

JOB NUMBER: 182801056

DRAWN BY: JD

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FIGURE: 2

DATE: 02/09/2010

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