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September 30, 2009

MEMORANDUM FOR: RESTORATION ADVISORY BOARD (RAB) MEMBERS,
FORMER MEMPHIS DEPOT

SUBJECT: RAB Meeting

Dear RAB Member:

As the Facility Co-Chair for the Restoration Advisory Board (RAB), I invite you to our next RAB meeting on Thursday, October 29, 2009 at 6 p.m. in the Ruth Tate Center, 1620 Marjorie Street in Memphis.

Your role on the RAB to help maintain an open and interactive forum for the exchange of information about the environmental cleanup program at the former Memphis Depot is greatly appreciated. With the final phase of our work underway, I believe it is important for us to come together and assess the path forward.

Please mark your calendar for this very important RAB meeting, and please call the Community Information Line at 901-774-3683 if you need further information.

I look forward to seeing you on October 29th.

Sincerely,

MICHAEL A. DOBBS

Chief

Environment, Safety and
Occupational Health



MEETING MINUTES

The Former Memphis Depot
Restoration Advisory Board

October 29, 2009

1620 Marjorie

Memphis, Tennessee

The Restoration Advisory Board (RAB) meeting was held at 6:00 p.m. on October 29, 2009 at the Ruth Tate Senior Citizen's Center, 1620 Marjorie, Memphis, Tennessee.

The attendance list is attached.

WELCOME AND INTRODUCTIONS:

MR. WILLIAMS: I would like to call the meeting to order. I would like to welcome everyone to the October Restoration Advisory meeting. This is the second meeting for the year, and I'd just like to let everybody know that you're here.

APPROVE AGENDA:

MR. WILLIAMS: But the first thing I would like to do is to see if we can change this agenda around for a second here if it's all right. Instead of going to the old business and sort of approving the agenda right now, I would like to go over to where Mike Dobbs starts off and we do our technical presentation, and hopefully by then more people will have come in so we can discuss more business that really needs to be discussed, like the adjourning of the Restoration Advisory Board, putting it to rest and a couple of other things.

So if I could do that, I appreciate it. All right. So I'm going to turn it over to Mike Dobbs.

NEW BUSINESS; UPDATE:

MR. DOBBS: Good evening, and welcome. I'm Mike Dobbs on behalf of DLA. Tonight we're going to have Tom Holmes from e²M give a presentation and update on where we are with the restoration at the former Defense Depot Memphis.

MR HOLMES: I wasn't going to use the microphone if that's okay. I think I can be heard by you. Great. Well, we'll just provide an update. Our last meeting, RAB meeting, was I guess in October of last year.

We had a briefing earlier this year. And so we'll go over the activities that have been done since then.

These are the five areas: the Main Installation Remedial Action, the Dunn Field source areas Remedial Action, off-Depot groundwater Remedial Action, where we stand with property transfer, and the next steps for the Depot.

Here is a map or photo of the Main Installation. You've seen this before. Here is Airways over here and Dunn. The two treatment areas are over here in the southwest, the Barnhart Crane part of the Main Installation, and then over here in the southeast adjacent to the police station.

The Remedy for the Main Installation had three components: enhanced bioremediation treatment that we began in 2006. We completed that in February 2009. We had 49 injection wells in the two areas I pointed to a minute ago, performed sodium lactate injections biweekly during the first year and monthly during the second year, and we actually extended ---

MS. UMSTEAD: Will you slide over there?

MR HOLMES: Oh, you can't see?

MS. UMSTEAD: Move over to this side so they can see. Thanks, Tom.

MR HOLMES: So, sodium lactate injections biweekly and then monthly. The chlorinated volatile organic compounds, the primary contaminants in the groundwater, were reduced by 90 percent in the injection wells, 80 percent in the monitoring wells.

We're also performing long-term groundwater monitoring. That will continue until the levels reach the remedial goals through natural attenuation.

Finally, the last component is land-use controls. They're in place to prevent residential reuse and also to prevent the groundwater use. Those actions include a notice of land-use restriction per Tennessee state law. That was reported in January of 2005. And we've performed annual inspections since then and have not had any issues with that.

The source areas investigation was performed. I believe we discussed that the last time. We were looking for sources of the CVOCs that we found in groundwater. We're doing soil sampling to see if we could find where the source is. We did find a few areas with low residual concentrations of CVOCs, but they didn't require additional action.

We also did some groundwater modeling to see if there was an impact to the deeper aquifer, because the

aquifer where we're doing our working is not the drinking water aquifer. And we decided that we were going to put in some additional deep monitoring wells just to confirm the results of the modeling which showed there wasn't any significant impact, but we determined that additional soil and groundwater Remedial Action is necessary.

We submitted a draft interim Remedial Action completion report summing up all the activities that have been done, investigations and Remedial Action over the past few years. We submitted that to EPA and TDEC in September 2009 for their review and comments.

That report demonstrates, we think, that the Remedial Action is operating properly and successfully, and we requested EPA approval of that. We anticipate receiving that approval in 2010, and that approval was required for property transfer for the remainder of the Main Installation.

Now, we discussed Dunn Field source areas. So here is Dunn Field, and on Person Avenue, Hayes Road here -- the source areas were over here on the western side of Dunn Field, and that's where we did all the remedial work.

There are several components of this. This is the northwest section of Dunn Field. Here is the

property boundary, the railroad lines running along here. We did Soil Vapor Extraction in the sandy unit, called the fluvial sands; and that's these wells here. They are piped under ground to the treatment and control building here. We did excavation, transportation and off-site disposal in two areas, here and over here. Then we have the loess thermal Soil Vapor Extraction where we -- the shallower soil we used some heat to improve -- or enhance the Soil Vapor Extraction. Finally, we planned Zero Valent Iron injections in groundwater as part of the remedy and land-use controls like on the Main Installation.

The fluvial Soil Vapor Extraction began operations in July of 2007. It's a five-year schedule, for five years of operation. We're about two and a half years into it now, and we feel we'll finish on or before five years. We have removed almost 4,000 pounds of the CVOCs or the solvents that were the primary contaminants. That's through July 2009, so in two years. And that's over four times the mass removed by the groundwater pumping system over the ten years that it operated.

The mass removal and the Soil Vapor Extraction system prevented further migration of the CVOCs from the soil, down to groundwater, and resulted in a significant reduction of groundwater concentrations. And

I'll just say, it is continuing to operate at this moment, and there will be additional sampling at the end to determine if it's met the remedial goals before it is shut off.

Next, the excavation, transportation and disposal, ET&D, at the two areas. We did the initial excavations in November 2007 to January 2008, and then after we completed the thermal Soil Vapor Extraction, we went back to some smaller areas within those two spots and completed that in February to July of 2009.

All that material and soil was excavated and disposed as nonhazardous waste at the waste management landfill in Tunica, which is a facility approved for off-site disposal by CERCLA. Confirmation samples were collected at the end of the excavation, and the results met the cleanup standards spelled out in the ROD, the Record of Decision, and the Remedial Design.

Here is a little cross section of the soil at Dunn Field. As we said before, you've got this fine-grain clay and silt about 30 feet deep from the surface down to there. That's where we did the thermal enhanced SVE.

Then you've got this fluvial sand, which is a sandy unit, a sandy gravel, and that's where we had

that -- what we called the fluvial SVE that pulls air out of the soil and takes it to the treatment facility.

And then here's the groundwater in blue at the bottom, and that's sitting on top of a thick clay layer that separates it from the deeper Memphis aquifer that's used for drinking water.

So these are the three main areas of the subsurface cleanup. So the thermal area -- thermal SVE system, which I think we've discussed probably several times by now, that operated from May of 2008 until early December of 2008. We removed 12,500 pounds of CVOCs from the soil, and the initial estimate was that there was somewhere between 9,000 to 14,000 pounds in the loess. So it looks like we got pretty much all we could that was there, and that was confirmed by the samples that we collected that were all below the cleanup standard. So it worked very well.

Finally, we were going to do groundwater treatment with Zero Valent Iron injections, and those were planned for locations where the total CVOCs, solvent compounds were above 1,000 micrograms per liter or parts per billion.

The groundwater concentrations on Dunn Field now are around 100 micrograms per liter or less, less than

a tenth of the standard that we were going to use to decide where to do the Zero Valent Iron; and in addition, there was no single individual compound of those CVOCs that exceeded 50 micrograms per liter. So, that's the overall cleanup objective for groundwater on Dunn Field as part of the -- in the active treatment area.

So, since we had already -- since the groundwater had already been cleaned up by the activities we did on the surface and the soil, we didn't need to do the ZVI injections, so they were not performed. In addition, because the groundwater now met the goal for this part of the treatment, we have shut down the pumping wells that were taking water out of the ground and pumping it directly into the sewer. So that's been shut down as of January of 2009.

Then the final component, land-use controls, are in place to prevent residential reuse of Dunn Field and to prevent groundwater use. We filed a notice of land-use restrictions in June 2009, and we performed the first annual inspection in July 2009, and that will continue every year. There were no problems found in the inspection.

We submitted the draft or Revision Zero of the source areas interim Remedial Action completion report,

and we received only minor comments from EPA. We addressed those comments and resubmitted Revision One. That was done in September 2009.

We submitted an operating properly and successfully demonstration for the source areas Remedial Action in June 2009, and that's been approved by EPA. And then, so based on that approval, we're proceeding with the Finding of Suitability to Transfer, or FOST, for the remainder of Dunn Field.

The final Remedial Action that's planned for the Depot is the off-Depot groundwater, and this is a map that shows Dunn Field. Here is the boundary, the railroad, the MLGW substation, Menager and Ragan. These lines represent the groundwater concentrations of total CVOCs.

So this is the core of the plume in here, extending from the edge of Dunn Field, over here to the edge of the intersections of Menager and Ragan. And this thick, green line is where we're putting in the remedy, the air sparging and Soil Vapor Extraction units that we discussed before.

Before we began the Remedial Actions on Dunn Field, these concentrations, these lines extended all the way on Dunn Field. Now since with the cleanup we've done, the groundwater is clean on Dunn Field, so it's just in the

off-site area.

This schematic shows how the air sparging Soil Vapor Extraction system works. Air is blown into the groundwater. So we installed wells down to the top of the clay that I showed you earlier in the bottom of the aquifer. Air is injected in, it bubbles out, and then as it bubbles through the groundwater, it pulls the CVOCs with it. And then the vapors are then recovered by the Soil Vapor Extraction wells, just like the wells we have on Dunn Field, which pull them into the control building, where they're monitored for concentrations and the amount of flow, so forth.

The construction of the unit began in June 2009 and was just completed this month. We're doing some final things to the equipment to get it operating now, should be operating in the next week or so.

We installed 90 injection wells, 12 extraction wells. The extraction wells were set up to pull in more air than was being injected. So we won't just be pushing air in and letting it escape. We'll be controlling the air flow.

We installed vapor monitoring points to monitor the capture effectiveness, the area that pulls air into the vapor extraction wells, and installed additional

monitoring wells to evaluate the performance of the remedy.

We also conducted some soil vapor monitoring in residential properties in the area. This is a program that was pushed by TDEC and was agreed to be done. And the idea is to evaluate potential impacts from this groundwater contamination, is it going to come up in through the soil and enter people's houses.

So we collected samples from the soil to see if anything was there, vapor samples in the soil. And the levels were below any threshold value, any requirement to do anything else. So there's no issue from vapor intrusion from this groundwater, from the groundwater plume; and so that's been completed.

There will be a couple more rounds of testing, at least one more round, just to confirm that. But from the initial results we've got, there's no issue with vapor intrusion.

The air sparging and SVE system also has a five-year schedule for operation. It will continue to operate until it meets the remedial goals for that area, but it's scheduled to end in 2014. And then long-term groundwater monitoring will continue until the remedial goals are met -- those are the drinking water standards -- through natural attenuation after the concentrations have

been reduced significantly by the treatments that have been performed and will be performed in the off-Depot area.

Finally, we talk about property transfer. There are six transfers planned. Prior to each transfer, a document has to be prepared, Finding of Suitability to Transfer. That's what FOST stands for. We have completed four of these and have two more underway.

So FOST 1 is the former housing on the Depot that was deeded to Alpha-Omega for homeless veteran support. FOST 2, administrative building, was transferred to the Depot Redevelopment Corporation. FOST 3, which is the main portion of the Depot, was transferred to the DRC. FOST 4 was sold in a public sale after the City of Memphis declined the deed. FOST 5 is the remaining sections of Dunn Field, and FOST 6 will be the remaining sections of the Main Installation.

The Finding of Suitability to Transfer for the remainder of Dunn Field, FOST 5, has been approved by the US Army and has been submitted to EPA and TDEC for their review. FOST 6 was submitted to the Army in October of 2009, and upon receipt of their comments and any revisions required, we'll submit it to EPA and TDEC for their review.

Following their incorporation of any

comments from EPA and TDEC, the documents will be provided to the public. There will be a public comment period and a briefing, as we've done for the other FOSTs.

So, the next steps then -- which the list has grown shorter and shorter. We've got to -- we'll have the public comment periods and public briefings for the two FOSTs. We're going to complete the Main Installation report and obtain the approval for OPS demonstration from EPA. We'll complete a preliminary closeout report, or EPA will complete the report. And upon approval of that, the site will receive construction complete status, which is a major step in the Superfund process, in the closeout process.

We'll continue operating the fluvial SVE and the off-Depot air sparging SVE systems until we meet the goals, and we will continue the long-term monitoring and the land-use control inspections. And we'll also continue public involvement through meetings and briefings and the newsletters and such. And that's the summary.

MR. WILLIAMS: Any questions? That first chart you have down there on that board, there's something like what you explained on 16.

MR HOLMES: Right. It's pretty much the same.

MR. WILLIAMS: Up there to the right of that chart.

MR HOLMES: To the right of that chart?

MR. WILLIAMS: No, no, no.

MR HOLMES: Oh, right. Okay.

MR. WILLIAMS: What is that explaining up there, the writing on that?

MR. BALLARD: The legend?

MR HOLMES: Well, I'll have to see it. That shows when the FOST was approved by the Army and when the actual deed was transferred to the receiving entity. So the FOST 1 was -- the deed was signed, it was -- the property was transferred, just like any other property transfer, in September of '01.

The last one was done, FOST 4 -- the FOST was signed in March of '05. This is an old slide. It doesn't have the date of the actual deed transfer. The deed transfer was 2008 or '7. I can't remember. But that's all it is. It's just color coded to show the FOST and when the FOST was approved by the Army and when the deed transfer occurred.

MR. WILLIAMS: So, right now we have two FOSTs to be transferred; right? One pending and one to be

MR. BALLARD: Two.

MR. WILLIAMS: Two?

MR. BALLARD: I think. Yeah, two FOSTs.

Just two pending.

MS. REID: I have a question. What are your plans for FOST No. 5? The one up there near Dunn Field, what's the plan for that?

MR HOLMES: Mike, you want to take this? The plan -- I'll start it. The plan is once it's approved, then it goes to the Army for transfer. Mike, you better take it there.

MR. DOBBS: For FOST 5, because there was no government agency that wanted the property. So it will go to the Army, and the Army will decide how they want to sell the property, excess the property. Does that answer your question, ma'am?

MS. REID: Yes.

MR HOLMES: Anymore questions?

MR. WILLIAMS: I guess that's it.

NEW BUSINESS; MOTION TO DISBAND:

MR. WILLIAMS: Okay. Now we're going to go back to the top of the agenda for a moment. It looks like

that the Restoration Advisory Board is just about to run its course, and right now we're trying to figure out how we want to dissolve the Restoration Advisory Board.

MR. TRUITT: Well, there's two things that we need to do, and we have enough members here to do it.

MR. WILLIAMS: Okay.

MR. TRUITT: It takes two-thirds -- a vote by two-thirds of the members present, not members of the board, members present at the meeting, to pass anything. The fact of the matter is, as you can see by the attendance as well as with the briefing, that Remedial Actions are complete. So, consequently, there is no need for a RAB.

So, what we should do, rather than wait for DLA to disband us, we should at this meeting -- and I'm going to make a motion to that effect -- surrender our charter and disband the RAB, and wait until sometime next year -- and I'm looking at Mike when I'm saying it -- when DLA decides to formally recognize us as probably having been the best damn RAB they've had. So, with that in mind, I move ---

MR. WILLIAMS: Hold your motion. Hold your motion.

MR. TRUITT: Okay.

MR. WILLIAMS: Before you do that, hold your

motion. Do you have anything to say?

MS. BROOKS: I agree, with a stipulation or provision that we maintain an active avenue of open communication. That's all. In terms of residents, former RAB members, whomever, as long as we have a number, an e-mail, access that does not get old or discarded but constant immediate access. You know, immediate means on a daily basis. As long as we have access, open access to personnel should problems or situations arise, as long as we can have that -- we know exactly where to go. I mean, we know now, but what I'm saying is let's maintain a place where we can go to get some answers, e-mail, phone numbers, addresses, just whatever. Because who knows what's going to happen.

MR. DOBBS: Jamie, you want to respond to that? Because I think when we move on, TDEC could be contacted should they have any questions regarding any cleanup.

MR. WOODS: Sure. I'm Jamie Woods with TDEC. You guys -- I'll be here in Memphis, and you can always call me. I'll be -- the newsletter, my contact is on the back of that, and I will be with TDEC. I don't have any plans to leave in the near future. At that contact point, I can tell you anything about cleanup, get you any

information or other contacts you might need.

MS. BROOKS: Now, Mr. Woods, and should there be a change, you would automatically notify us?

MR. WOODS: Sure. If you could get me a list of ---

MS. BROOKS: Through a newsletter or just those of us who -- not -- you don't necessarily -- I won't put you out to everybody, but those who have been in regular attendance, you know.

MR. WOODS: Sure.

MS. BROOKS: But just let us know if there's a change.

MR. WOODS: I would be glad to. If it's pertinent information that I think needs to be passed on to you guys, I will be where I can do that.

MS. BROOKS: That's basically it. And that's Peggy Brooks.

MR. WOODS: All right, Ms. Brooks. Thank you.

MS. BROOKS: Thank you.

MR. WILLIAMS: All right. My opinion about this, I feel that the RAB has been a good service, but at the same time I feel that a lot of people that have been at the RAB table has put a lot of effort, a lot of time, and a

lot of feelings in what has been going on because they have vested interest in their community. And I think it would be a disservice to the other RAB members to just arbitrarily say let's disband, let's do this.

I feel that we should send a letter out, and I was going to talk to Mr. Dobbs here before I said this, but since it's all out, that we have a social gathering sometime in December or something to bring all the RAB members together and to do an open discussion.

Which I feel that we have ran our course, but I think it would be a disservice to all the other people that has put in years. You know, they might not be here tonight, but they have put in a lot of years. You know, I have been here since the RAB began just about, and Mr. Truitt, too. And I think Ms. Johnnie Mae Peters and possibly you. But I just think that we need to bring all the RAB members -- although, I feel that it should be done. We have run our course.

But I think it would be a disservice to just up and do this. You know, that's my personal opinion about it, and as a community co-chair and as a liaison to the community, I think that it should happen like that, not just abruptly do something.

You know, but I'm with you all the way that

it should be disbanded, but I don't think that just us four community members should just go and, you know, do that. That's just my personal opinion.

MR. TRUITT: Well, let me address that.

MR. WILLIAMS: Okay.

MR. TRUITT: I don't think you are ever going to have -- I don't care what you have, I don't think you're ever going to get all these people that were members or are members of the RAB together in any one situation except if in this meeting we surrender our charter to DLA, have the minutes to show that we disbanded. Then DLA is going to want to recognize everybody that participates, and they're going to send them a letter. That's when you are going to see them all come. May not see them then. You understand what I'm saying?

MR. WILLIAMS: I understand. Now, the motion can be made, but at this time, I don't think I will be the one to vote on that one. You know, I feel that we need to make sure that everyone is aware of what is being discussed in this meeting.

MR. TRUITT: Well, how are you going to ---

MR. WILLIAMS: You know, and with the minutes, it will show what is being discussed in this meeting.

MR. TRUITT: Okay. Now, let's just look. Reginald Eskridge, when has he been here?

MR. WILLIAMS: Roll call. Anybody got a roll call when the members have been here? I don't know.

MR. TRUITT: Dave Bond.

MR. WILLIAMS: Y'all got a roll call?

MR. TRUITT: Stanley Tyler has been a regular participant. But Reginald Eskridge, Dave Bond -- Stanley Tyler has been, Ms. Peters, Ms. Brooks. Norm LaChapelle and the rest of those people, even the political representatives, haven't really been here.

MR. WILLIAMS: And that was going to be another discussion of mine when we finish that.

MR. TRUITT: As I told you earlier, all that is needed to voluntarily surrender the charter and to disband the RAB is two-thirds of the members present, and then DLA's going to recognize you for honestly coming forth and not, you know, going through any political crap.

MR. WILLIAMS: I wouldn't call it political crap. I would call it being diplomatic, you know, about what's going on. You can call it crap, but I call it being diplomatic.

MR. TRUITT: Well, you can't be diplomatic with folk that are not here.

MR. WILLIAMS: Your opinion, Mr. Dobbs?

MR. DOBBS: Mike Dobbs. Let me add a couple of things. First, in January we met, we had an admin meeting. We talked about disbanding then. We had some members agree, some members not agree; and I believe at the time one or two members said that if that's the decision of DLA to disband, send a letter to disband.

That's a decision that DLA did not make. We want you guys to come to that conclusion. But bear in mind, we have come to the end. We are going to have our last two FOSTs. We'll have a public meeting somewhere around January, February time frame for our last FOST. We'll be getting OPS. So we will be coming to an end sometime next year.

And if you guys move to disband, I think it's, you know, the right thing to do than for DLA to disband the RAB from outside. We would rather; we prefer that you guys come to that decision instead of us.

MR. TRUITT: Well, I just personally felt that all we need is two-thirds of the members present.

MR. DOBBS: Mr. Truitt, some of the protocols we have gotten away from over the years. If you go back and read the charter, members who didn't attend meetings should have been replaced on the RAB. We had 21

members here, 18 of which were voting members. I don't think you currently have 18 active members. Technically we could disband the RAB because of lack of attendance, but we have kept the RAB. DLA wants to do the right thing for the people that served the community for over 15 years.

MR. TRUITT: That's why I think a voluntary initiative tonight to surrender the charter and disband the RAB, that is going to make ---

MR. WILLIAMS: Well, like I said ---

MR. TRUITT: It's going to have an effect on DLA's decision to say, "Well, you know what, that was a good RAB. The cleanup initiative at the Depot is complete and what have you. Those people voluntarily took the right course, and consequently, we ought to recognize them."

MR. WILLIAMS: I did not say I did not agree with you. I said that I think that everyone should be put on notice of what this discussion has been about and need to -- you know, I feel that it needs to be but ---

MR. TRUITT: And then what, try to have another meeting?

MR. WILLIAMS: Well, I think we should. Well, like in December, have a light social gathering, you know, like we normally do. Are we planning on having something like that this year?

MR. DOBBS: We need to talk. It's something that the RAB members have got to talk about.

MR. WILLIAMS: You know, we normally do that, you know, in December or somewhere around there.

MS. PETERS: What did we discuss in the last meeting about this?

MR. WILLIAMS: The same thing. I don't think we came to a total conclusion on this. Do you have an opinion? You can voice it.

MS. PETERS: Well, I thought we decided back at the last meeting I came to.

MR. WILLIAMS: I don't think it was a decision. Was a decision made?

MS. PETERS: It was discussed about ---

MR. WILLIAMS: It was discussed.

MS. PETERS: It was a discussion about that -- like they didn't need us anymore because they had finished what they were going to do. Now, I know they discussed something like that.

MR. WILLIAMS: I know. I said that it was discussed.

MR. DOBBS: It was discussed, and what the discussion led to was, "If you want to disband, DLA, send us a letter to disband."

MR. WILLIAMS: I don't want that to happen.

MR. DOBBS: That's how the discussion went. We can go back and somebody get the notes from the last meeting. That was the discussion.

MR. WILLIAMS: Right. It was just a discussion.

MR. DOBBS: No one wanted to vote on it; but again, this is the kind of issue we have -- every time we have a meeting, we seem to have four or five people. We can do it again, but I think you're going to get the same results.

MR. WILLIAMS: So, if you all feel that adamant about it, Mr. Truitt, now you can make your motion.

MS. BROOKS: Let me ask -- I said one provision, one stipulation, but let me ask you this: Once we disband, when we have the follow-up briefings and meetings, will our comments, input carry any kind of weight once we've disbanded?

MR. WILLIAMS: I don't think it will do that.

MR. DOBBS: Well, so we're clear, once the RAB disbands and DLA has completed our activities, there will still be some CERCLA actions happening, like the five-year review. Correct, Turpin?

MR. BALLARD: Every five years.

MR. DOBBS: Yeah, every five years. And then when they have it, there will be a public notice sent out, and there will be a ---

MR. BALLARD: There will be a five-year review process followed, which includes, you know, interviews with community members. It includes evaluating all the remedies that we have put in place to make sure that things are still protective and, you know, that all the parts that may still be in operation are still properly functioning. And then, you know, the five-year review gets published.

MS. BROOKS: And in the interim, if something should happen ---

MR. BALLARD: If there's a need to make changes that involves community input as required under the law, that community input -- or, you know, the regulations, the national contingency plan, then, you know, that kind of community input would be sought. We would seek that, and the Department of Defense would still remain the lead agency for implementing the Superfund program here.

I believe DLA will be transitioning out, and the owner of the property -- you know, Army will be taking over the long-term monitoring, you know, any subsequent

document preparation that's required as lead agency. I will still be involved I believe until I retire or until I'm relieved of some ---

MS. BROOKS: With easy access -- reasonable easy access to you.

MR. BALLARD: Sure.

MS. BROOKS: See, my concern is just communication and follow-up on concerns or explanation of concerns during that interim five years. That's basically all there is. And I can go either way.

Because although it was discussed, I don't want it said that we did not express due diligence with the disbanding of the RAB. I know it's not a legal imperative, but it's moral protocol, a type of, as I vision it or envision it. It's a type of moral protocol in respect to those who have been here.

But on the other hand, if they are not interested -- but I still have to say people like Stan Tyler and some of the others, they -- out of respect for them, I would like to have a letter or something, just one little paragraph, saying, "Now, this is it. Either you come to the meeting -- whether you come or not, we want your input, but we have to disband. I mean, this is -- you knew -- it's understood that we're going to disband, but

out of respect for your efforts, we're giving you -- we would like to give this one last opportunity for us to meet and end as far as possible, end on a positive note of conciliation and understanding. And you're welcome to come. If you don't come, we will miss you. If you do come, you have the opportunity."

We put it out here out of respect for your efforts, not for a month or a year, but down through -- this has been years and years, out of respect for your efforts. Even though you may be frustrated and disillusioned, at least at one point you did care. So because of that, we're going to exemplify our high character, and we're going to give you -- we're going to exercise moral protocol if nothing else because we respect ourselves and we respect this body, and we're going to come together as far as humanly possible as being cohesive at our last meeting.

But that might be pie in the sky, and I tend to think that way, but respect means a lot to me; and give the appearance of due diligence, give the appearance. And that way it wouldn't be just appearance, it would be actuality. So, you know, that's just my thinking. That's just me.

MR. TRUITT: Question. Now, based on the

conversation we've had, you aren't going to require DLA to expend travel funds and the public affairs people -- you are going to send out a letter and tell them that we are going to meet and disband, and you are going to notify Mike?

MR. WILLIAMS: No.

MR. TRUITT: Well, how do you plan to do it?

MR. WILLIAMS: The public relations people that the Restoration Advisory deals with in doing public relations will do that.

MR. TRUITT: You want them to send out the letter? You will hold the meeting?

MR. WILLIAMS: We will hold the meeting. Not I, but we, as the Restoration Advisory Board.

MR. TRUITT: That would require these people to travel back again.

MR. WILLIAMS: If necessary. Do you feel that it's necessary?

MR. TRUITT: No.

MR. WILLIAMS: Well, then you might not be (unintelligible).

MR. TRUITT: That's the purpose of disbanding, is to eliminate unnecessary expenditure. Let them devote their efforts somewhere else.

MR. WILLIAMS: Okay. All that sounds good, but ---

MS. BROOKS: Those who would incur undue expense, let's just go to whoever will. Whosoever will, let them come.

MR. WILLIAMS: Okay. Look, during the adjournment of the Restoration Advisory Board, there are some things I would like to see. I would like the City and County to come together. Because the City and County was the major part of the Depot. They're the ones encompassed the whole area.

MS. BROOKS: Do you think they really care?

MR. WILLIAMS: It don't matter.

MS. BROOKS: You just want to open the door, give them the opportunity?

MR. WILLIAMS: No. I'm talking about as in the adjournment, as in doing the presentation and things. Because the City and County and representatives was on this board as well.

MS. BROOKS: Okay. So what you are saying is the same thing.

MR. WILLIAMS: Yeah.

MS. BROOKS: Moral protocol, just as kind of -- whether they come or not. Is that what you're

saying?

MR. WILLIAMS: No. I'm talking about doing the presentation of the adjournment.

MS. BROOKS: Right. That's what I'm saying. But there's got to be some way. We've got to have a meeting. It's got to be somewhere.

MR. WILLIAMS: Go ahead.

MR. BALLARD: I just -- I'm a little confused, and I know this is a decision for the RAB community members to make, but I'm confused as to what you're talking about.

MR. WILLIAMS: What I'm talking about ---

MR. BALLARD: You're talking -- I hear you saying that you agree the RAB should be dissolved, but you don't want it just to be voted here and that's it.

MR. WILLIAMS: Right.

MR. BALLARD: But if it were voted here to dissolve and there were a get together scheduled with everyone invited to have -- and this is subsequent to the dissolution of the RAB, the decision made here. But everyone gets together to have a party and to have a presentation, a recognition.

MR. WILLIAMS: It wouldn't be a party. It would be a somber occasion ---

MR. BALLARD: It's a celebration. It's a celebration of everyone's service over the last 10, 15 years, and presentation of certificates, you know, whatever is appropriate for that.

MR. WILLIAMS: That's where I was going with it.

MR. BALLARD: This is where you're going, and I don't think I'm hearing anything different from anybody else here. It's just I think that maybe you're talking past each other. Because Mr. Truitt has been saying, "We should make that decision here because we have the members to do it and it's consistent with the charter." And if that decision is made here tonight, then the process that would go forward would be, you know, planning the celebration and presentations and all that.

MR. WILLIAMS: But Mr. Truitt has the right at any point to make a motion to do whatever. It's the point of the people voting on it.

MR. TRUITT: But let me interject something here. Number one, I served on the Shelby County Retirement Board that has fiduciary responsibility. When you talk about the county commission appointed Sidney Chism to attend, the city council appointed Wanda Halbert to attend -- have you ever seen them here? Even if you

disband and have a formal whatever, they aren't going to be -- they don't attend the meetings they're supposed to attend.

So, consequently, to say to involve the City and County, what we ought to do is basically here tonight surrender the charter and disband the RAB and let DLA go through its formal process of notification of the members.

And sometime next year when they have a public meeting, I'm sure that they will provide recognition for all of those who have served, those who are here now and those who haven't been here and what have you, and get it over with. You know, there's nothing to discuss.

MS. PETERS: When we were at the last meeting, I thought they discussed disbanding the RAB then.

MR. TRUITT: They did.

MS. PETERS: And I thought it was accepted.

MR. TRUITT: Well, you know, there's always the injection of plans. But to be perfectly honest with you, all plans don't work. Because you can look around here tonight and see, and you can look at the ---

MS. PETERS: Yeah, but they're going back on what they discussed at the last meeting.

MR. TRUITT: And particularly the politicians, if they don't attend what they were duly

elected to take care of, what are they going to do here?
But at any rate ---

MS. BROOKS: You know what I think?

Ms. Peters has been here from the inception. I think the two of you make a recommendation, and you second it, and I stay out. Because I came in like two or three years after you all. So it's between the two -- I think the two of you. Would it have a kind of -- more of a validity if the two of you ---

MR. TRUITT: No.

MR. DOBBS: I think what Turpin said earlier, I think you're all coming to the same conclusion and you all are saying the same thing, you're just not clear on how we get to that next step.

If you had a motion to, you know, dissolve the RAB tonight, and if that's the motion of the team, what I would be doing then is to send a letter to all the members of the RAB that we had a meeting, it was a motion to dissolve the RAB. We would put a -- help me out here, Steve -- some type of ---

MR. WOLF: It would be a letter notifying folks that the board has chosen to adjourn itself.

MR. DOBBS: Right. But in the letter we would write a disbandment -- what is it we're talking

about?

MR. BALLARD: Dissolution?

MR. WOLF: An adjournment.

MR. DOBBS: Yes. A resolution letter for the RAB asking everyone to come to a ceremony to then officially have the resolution announced, read, and receive recognition.

MS. BROOKS: And since Mr. Truitt mentioned that, you brought a valid point when you said Sidney Chism and Wanda Halbert. They had the opportunity, and we've had other people to never show up, but you have the little name placards there, and they never showed month -- meeting after meeting. So I missed that, Mr. Truitt. I apologize for that.

But they had the opportunity. You don't have a lock on that door. They could have come through that door tonight just like everybody else and cast their vote, express their opinion. They had the same opportunity. They got the same newsletter. They got the same letter in the mail, and if they didn't care enough -- as tired as I am and I'm here, if they didn't care enough to come, then they forfeited their privilege to vote, and that's just my opinion.

MR. WILLIAMS: Can we make a motion? Do we

have a motion on the floor?

MR. TRUITT: I move that we dissolve the RAB and surrender our charter, and DLA will -- as an addendum, DLA will take the necessary action to take care of all of the matters.

MS. PETERS: Second the motion.

MR. WILLIAMS: All approved?

MS. BROOKS: Will we still get our coin?

Thank you.

MR. WILLIAMS: Approved?

MS. BROOKS: Approved.

MR. WILLIAMS: Abstained. Three approved, one abstained. The vote closes.

MR. TRUITT: Thank you.

MEETING ADJOURNMENT:

MR. WILLIAMS: Any other business? I move that the RAB meeting adjourn.

MR. TRUITT: Now, bear in mind ---

MR. BALLARD: Second the motion.

MR. WILLIAMS: Anyone second?

MR. BALLARD: All in favor?

MR. DOBBS: Motion to adjourn. Second?

MR. TRUITT: Second.

MR. WILLIAMS: All approved?

(Brief pause.)

MR. WILLIAMS: Meeting adjourned.

(WHEREUPON, THE MEETING WAS ADJOURNED AT 6:59 P.M.)

Attendance List
Restoration Advisory Board Members

Mr. Mondell Williams	Community Co-Chair
Mr. Mike Dobbs	Facility Co-Chair
Ms. Johnnie Mae Peters	Citizen Representative
Ms. Linda Reid	Depot Redevelopment Corporation (DRC)
Ms. Peggy Brooks	Citizen Representative
Mr. Turpin Ballard	EPA
Mr. Jamie Woods	TDEC
Mr. Ulysses Truitt	Citizen Representative

Others in Attendance

Ms. Stacy Umstead	DLA
Ms. Angela Clark	e ² M
Mr. Tom Holmes	e ² M
Mr. Steven Wolf	Issues Management Solutions
Mr. Bob Goodrich	Issues Management Solutions

Defense Logistics Agency



Former Memphis Depot Environmental Program Update

October 29, 2009

Tom Holmes, Project Manager



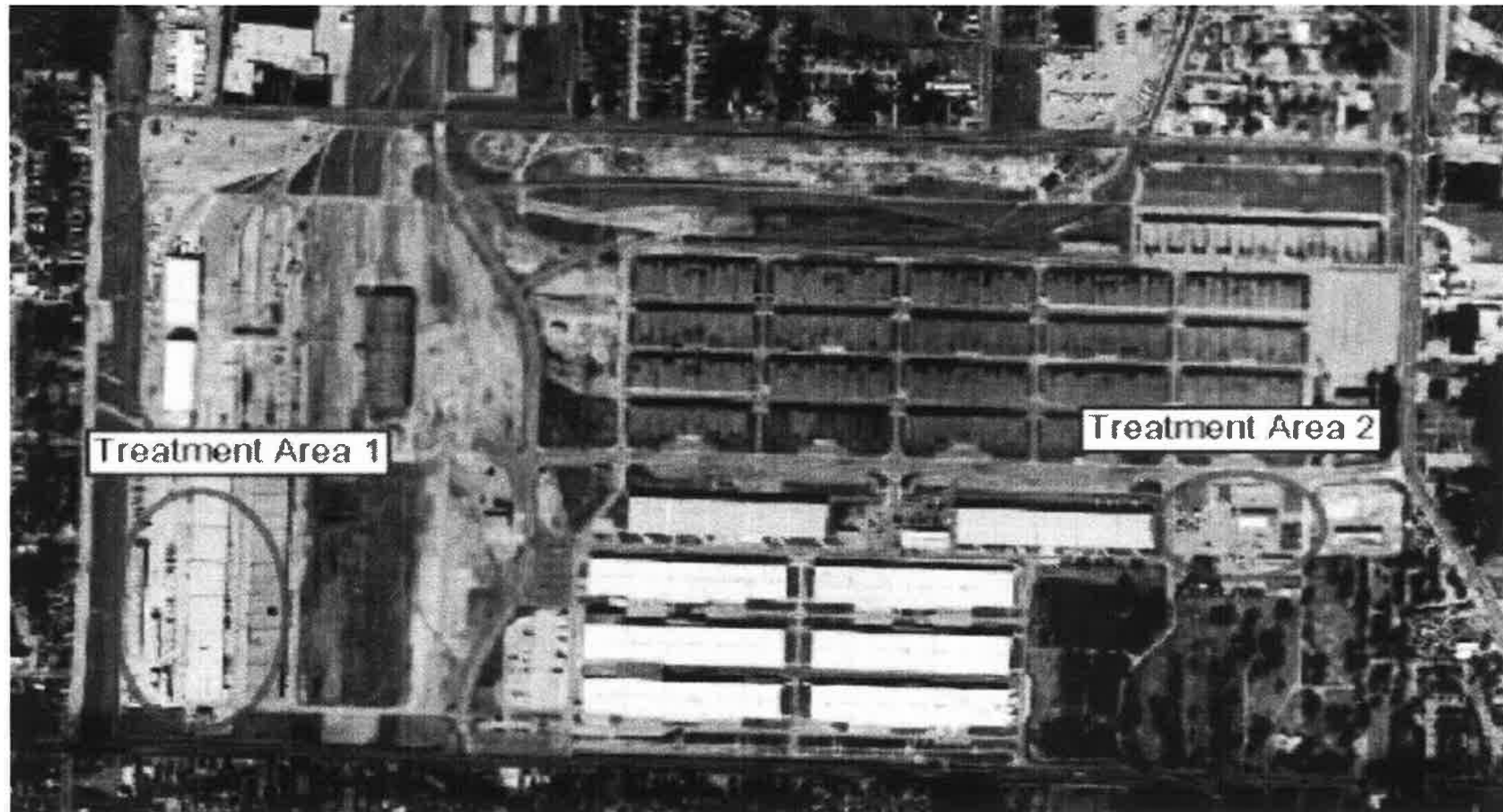


Presentation Overview

- Main Installation Remedial Action
- Dunn Field Source Areas Remedial Action
- Off Depot Groundwater Remedial Action
- Property Transfer
- Next Steps



Main Installation Remedial Action





Main Installation Remedial Action

- Completed Enhanced Bioremediation Treatment in February 2009
 - 49 injection wells in two treatment areas
 - Sodium lactate injections, biweekly Year 1 and monthly Year 2
 - CVOCs in groundwater reduced by 90% at injection wells and 80% at monitoring wells
- Long-term groundwater monitoring will continue until levels reach the remedial goals (through natural attenuation)
- Land Use Controls in place to prevent residential reuse and to prevent groundwater use
 - Notice of Land Use Restrictions, recorded January 2005
 - Annual Inspections



Main Installation Remedial Action

- Source Areas Investigation completed
 - Soil Source Areas identified with low residual CVOCs
 - Groundwater modeling concluded no significant impact to Memphis Aquifer
 - Additional deep monitoring wells to be installed
 - Additional soil and groundwater RA not necessary
- Submitted draft Main Installation Interim Remedial Action Completion Report (IRACR) to USEPA and TDEC in September 2009 for review and comment
 - Report demonstrates the remedial action is operating properly and successfully and requests USEPA approval
 - Anticipate receiving OPS determination in 2010
 - OPS is required for property transfer



Dunn Field

Source Areas Remedial Action

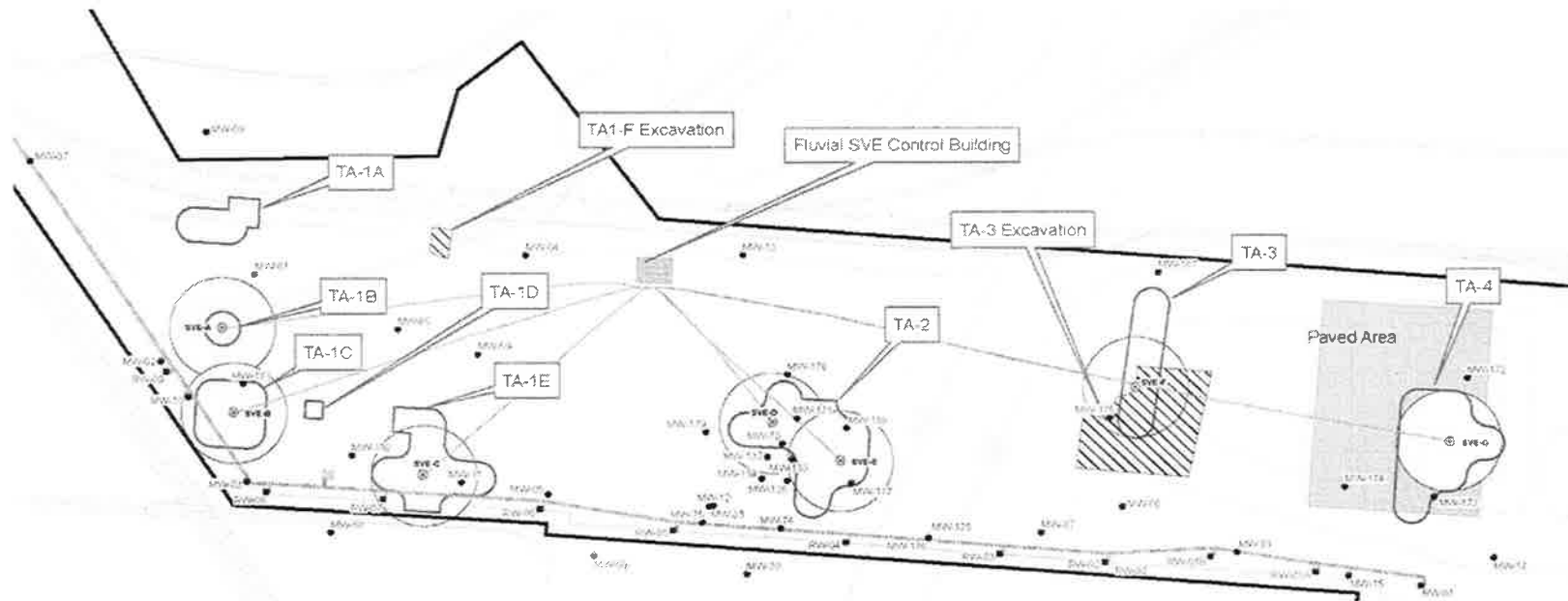




Dunn Field

Source Areas Remedial Action

- Fluvial Soil Vapor Extraction (SVE)
- Excavation Transportation and Disposal
- Loess Thermal SVE
- Zero Valent Iron Injection in Groundwater
- Land Use Controls





Dunn Field

Source Areas Remedial Action

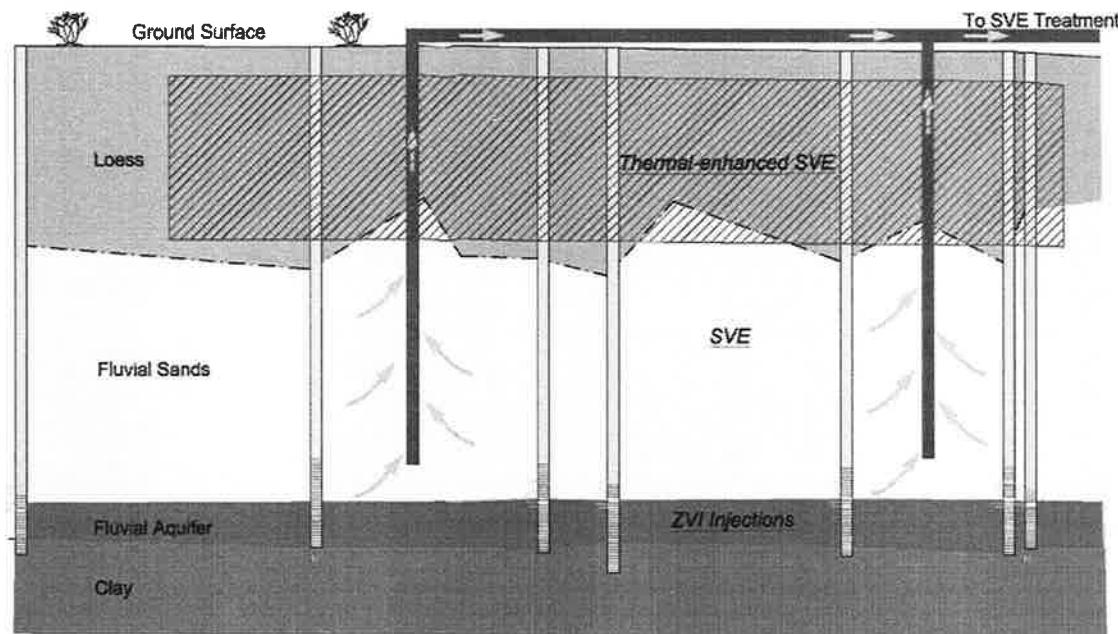
- Fluvial SVE
 - Began operations in July 2007 and expected to continue until 2012
 - Removed 3,900 pounds of CVOCs as of July 2009, over 4 times the mass removed by the IRA system in 10 years
 - Prevented further migration of CVOCs resulting in significant reduction in groundwater concentrations
- ET&D at TA-1F and TA-3
 - Initial ET&D from November 2007 to January 2008 with Final ET&D from February to July 2009 after Thermal SVE
 - All material and soil disposed as non-hazardous waste at the WMI landfill in Tunica, MS, a CERCLA-approved facility
 - Confirmation sample results met clean-up standards



Dunn Field

Source Areas Remedial Action

- Loess Thermal SVE
 - Loess Thermal SVE system operated from May 2008 until December 2008
 - Removed 12,500 pounds of CVOCs from the soil; RD estimated 9,000 to 14,000 pounds in the loess
 - Confirmation sample results met clean-up standards





Dunn Field

Source Areas Remedial Action

- Groundwater Treatment
 - ZVI injections planned for locations with total CVOCs above 1,000 $\mu\text{g/L}$
 - Groundwater concentrations on Dunn Field are less than 100 $\mu\text{g/L}$
 - No single CVOC exceeds 50 $\mu\text{g/L}$, the overall objective for active treatment at Dunn Field
 - ZVI injections were not performed
 - All IRA wells shut-down as of January 2009
- Land Use Controls in place to prevent residential reuse of Dunn Field and to prevent groundwater use
 - Notice of Land Use Restrictions, recorded June 2009
 - Annual Inspections



Dunn Field

Source Areas Remedial Action

- Revision 0 Source Areas IRACR received only minor comments from USEPA
- Revision 1 submitted to USEPA and TDEC in September 2009
- Dunn Field Source Areas RA OPS demonstration memorandum submitted in June 2009 and approved by USEPA in September 2009
- DLA proceeding with Finding of Suitability Transfer (FOST) based on OPS approval



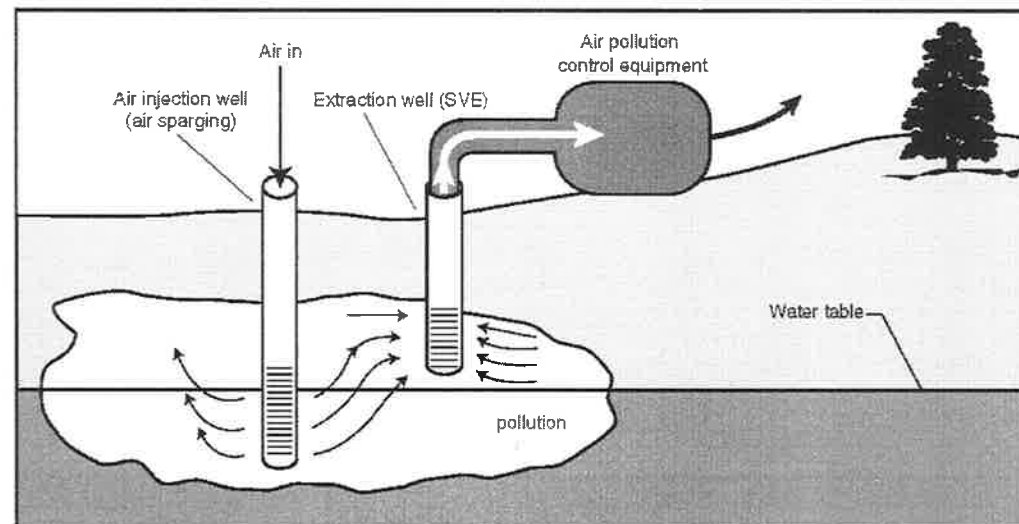
Off Depot Groundwater Remedial Action





Off Depot Groundwater Remedial Action

- Air Sparging (AS) uses injected air to move CVOCs dissolved in groundwater into vapor above the water table
- A vacuum system (SVE) then pulls the air and CVOCs through extraction wells to a control building where air flow, pressure, and CVOC concentrations are monitored





Off Depot Groundwater Remedial Action

- Construction of Air Sparging/SVE system began in June 2009 and was completed in October 2009
 - 90 injection wells to inject air into the groundwater
 - 12 vapor extraction wells to capture vapors
 - Vapor monitoring points to monitor the capture effectiveness and additional monitoring wells to evaluate performance
- Conducted soil vapor monitoring at 4 residential properties in September 2009 to evaluate potential impacts to indoor air

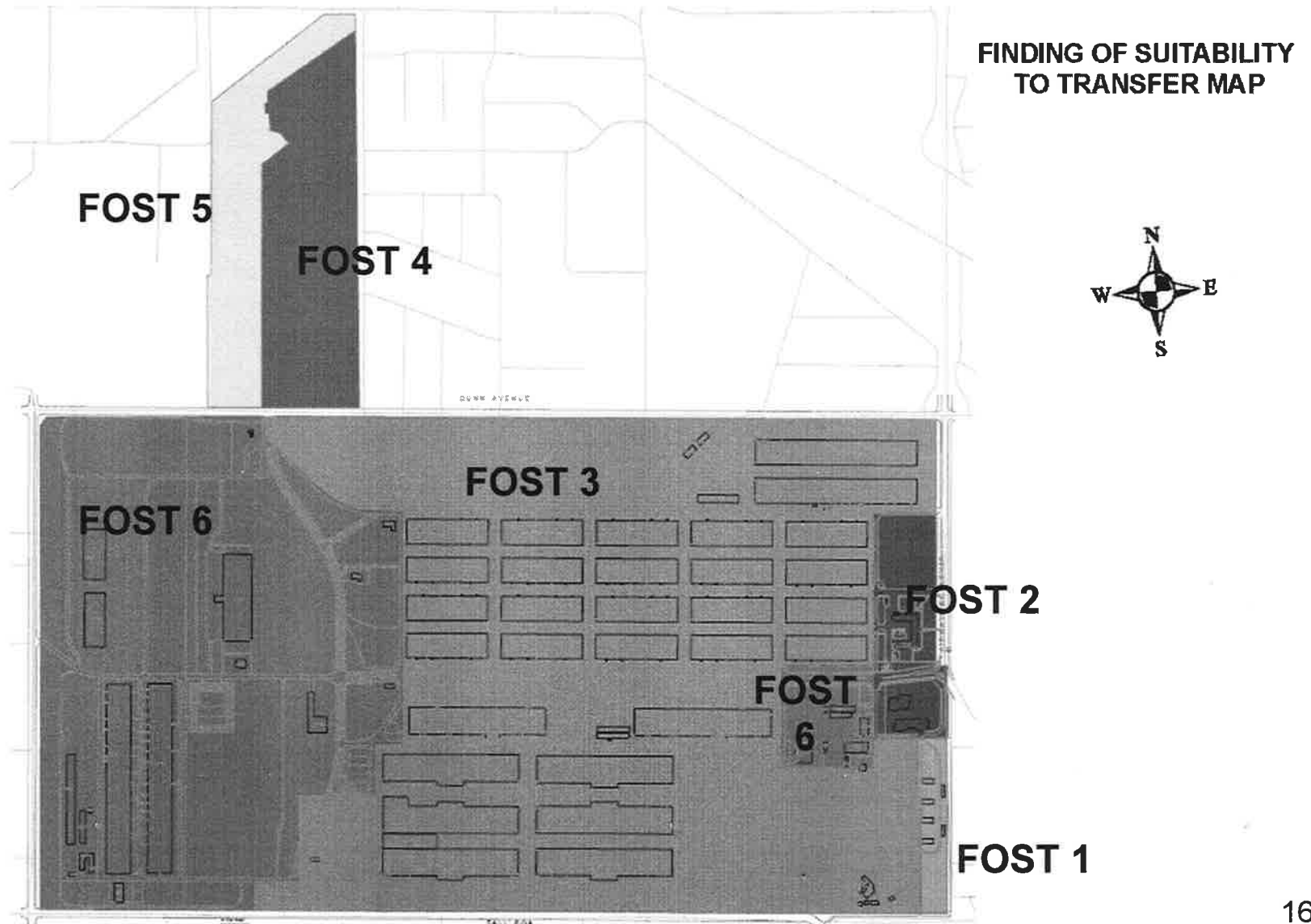


Off Depot Groundwater Remedial Action

- Air Sparging/SVE System to operate until 2014
- Long-term groundwater monitoring will continue until levels reach the remedial goals (through natural attenuation)



Property Transfer





Property Transfer

- Finding of Suitability to Transfer (FOST) 5 for remainder of Dunn Field
 - Approved by U.S. Army and submitted to USEPA and TDEC for review and comment
- FOST 6 for remainder of Main Installation
 - Submitted to U.S. Army in October 2009
 - Upon receipt and incorporation of U.S. Army comments, submit to USEPA and TDEC for review
- Upon receipt and incorporation of USEPA and TDEC comments, DLA will conduct public comment periods and public briefings for each FOST



Next Steps - 2010

- Conduct Public Comment Periods and Public Briefings for FOSTs 5 and 6
- Complete Main Installation IRACR and obtain USEPA approval of the OPS demonstration
- Complete Preliminary Closeout Report and upon approval receive Construction Complete status
- Continue operating Source Areas Fluvial SVE and Off Depot Air Sparging/SVE systems
- Continue groundwater Long-term Monitoring and annual Land Use Control inspections
- Continue public involvement

Defense Logistics Agency



Former Memphis Depot Environmental Program Update

October 29, 2009

Tom Holmes, Project Manager

