

MOTORS LIQUIDATION COMPANY PROJECT MEMORANDUM

BACKGROUND INFORMATION

MLC Site Name: Saginaw Malleable Iron
MLC Site ID Number: 1003
Change Order: N/A
MLC Project Manager: Doug Wagner
Project Memo Effective Date: May 1, 2010
Project Memo Expiration Date:

VENDOR INFORMATION

Purchase Order ("PO") reference numbers must be included for all vendors who are performing work associated with the Project Site. The PO reference number is a seven digit identification that consists of a three digit vendor acronym, followed by the Motors Liquidation Company (MLC) Project Site. The following additional vendor information should also be provided.

Lead Consultant: Arcadis
Consultant PM: Lisa Coffey
Contact Info: lisa.coffey@arcadis-us.com
Address: 6723 Towpath Road, PO Box 66
City: Syracuse
State: NY
Zip: 13214-0066
Purchase Order Reference: ARC1003

Secondary Consultant (if applicable): CRA
Consultant PM: Mike Tomka
Contact Info: mtomka@CRAworld.com
Address: 651 Colby Drive
City: Waterloo
Province: ON
Zip: N2V 1C2
Purchase Order Reference: CRA1003

Secondary Consultant (if applicable): CRA Laboratory
Consultant PM: Denise Anderson
Contact Info: danderson@CRAworld.com
Address: 2055 Niagara Falls Blvd., Suite #3
City: Niagara Falls
State: NY

Zip: 14304
Purchase Order Reference: CRL1003

OVERVIEW OF SERVICES AUTHORIZED

The Project Memo is intended to act as the agreement between MLC and the vendor which governs the vendor's Response Actions for the Project Site through June 30, 2010. The Project Memo is being issued by MLC and is reallocating previously approved budget of \$148,694.42 under Encore Change Orders. These totals represent ongoing project activities as described in the Encore Change Orders. No additional funds are requested for work scope expected to be completed through June 30, 2010.

Total Amount of Project Memo:	\$315,138.20
<i>Less: invoiced to date through March 2010</i>	<i>\$(148,694.42)</i>
<i>Remaining Budget</i>	<i>\$166,443.78</i>

Breakdown by Vendor:

Authorized Amount	
Arcadis - ARC1003	\$127,733.72
CRA - CRA1003	\$165,865.87
CRL - CRL1003	\$21,538.61

Invoiced to Date Amount	
Arcadis- ARC1003	\$108,620.58
CRA - CRA1003	\$40,073.84
CRL - CRL1003	\$0.00

Remaining Budget	
Arcadis- ARC1003	\$19,133.14
CRA - CRA1003	\$125,792.03
CRL - CRL1003	\$21,538.61

Breakdown by Timing:

Previously Approved Amounts	\$315,138.20
Newly Authorized Amounts	\$0.00

Updated Cost Tracking Form Included?

Yes No

COST BREAKDOWN BY TASK CODE

Task 1	Concrete Removal	
	Previously Authorized Amounts	
	ARC1003	0.00
	CRA1003	45,281.10
	CRL1003	1,090.10
	Newly Authorized Amounts thru 6/30/2010	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
<i>Total Task 1</i>		<i>46,371.93</i>
Task 2	Stormwater Grading and Slab Soil Cover	
	Previously Authorized Amounts	
	ARC1003	0.00
	CRA1003	118,055.44
	CRL1003	20,448.51
	Newly Authorized Amounts thru 6/30/2010	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
<i>Total Task 2</i>		<i>138,503.95</i>
Task 3	Salt Street Sewer	
	Previously Authorized Amounts	
	ARC1003	0.00
	CRA1003	2,528.60
	CRL1003	0.00
	Newly Authorized Amounts thru 6/30/2010	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
<i>Total Task 3</i>		<i>2,528.60</i>
Task 4	LNAPL Recovery System Installation	
	Previously Authorized Amounts	
	Arcadis - ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
	Newly Authorized Amounts thru 6/30/2010	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
<i>Total Task 4</i>		<i>0.00</i>

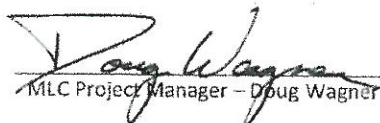
Task 5	Implement RAP – Deed Restriction and O&M	
	Previously Authorized Amounts	
	ARC1003	62,682.50
	CRA1003	0.00
	CRL1003	0.00
	Newly Authorized Amounts thru 6/30/2010	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
<i>Total Task 5</i>		62,682.50
Task 6	Well Abandonment	
	Previously Authorized Amounts	
	ARC1003	65,051.22
	CRA1003	0.00
	CRL1003	0.00
	Newly Authorized Amounts thru 6/30/2010	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
<i>Total Task 6</i>		65,051.22
Task 7	Additional Well Installation Along River and Data Evaluation	
	Previously Authorized Amounts	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
	Newly Authorized Amounts thru 6/30/2010	
	ARC1003	0.00
	CRA1003	0.00
	CRL1003	0.00
<i>Total Task 7</i>		0.00

APPROVAL SECTION

The undersigned approve this Project Memorandum in all respects noted above. All consultants listed above agree to furnish all labor and materials necessary to complete the work of said Change Order. All Change Orders will become a supplement to the referenced Project Memorandum and all provisions will apply hereto.

It is understood that this Project Memorandum / Change Order becomes effective once signed by the appropriate MLC individuals as per the MLC delegation of approval authority matrix.

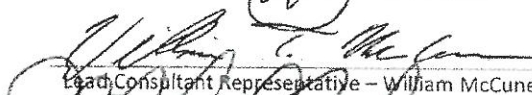
This Project Memorandum / Change Order is governed by all terms and conditions listed, outlined and agreed upon within the Master Service Agreements of MLC and each said firm of CRA, Arcadis, O'Brien & Gere, and Haley and Aldrich effective May 1, 2010. All invoices for work performed subsequent to May 1, 2010 should be billed using the rates listed per the MLC Master Service Agreement of each said firm.


MLC Project Manager - Doug Wagner

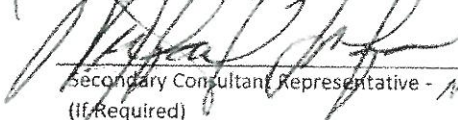
5-28-10
Date


Lead Consultant Representative - Lisa Coffey

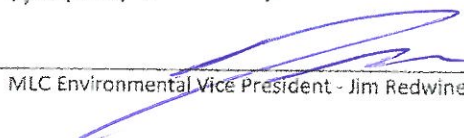
5/28/10
Date


Lead Consultant Representative - William McCune

5/28/10
Date


Secondary Consultant Representative - Michael Tomka / CRA
(If Required)

May 28, 2010
Date


MLC Environmental Vice President - Jim Redwine

6/2/10
Date

MLC Chief Financial Officer - Jim Selzer
(If Required)


Date

MLC Executive Approval
Executive VP- Ted Stenger
Chief Executive Officer- Al Koch
(If Required)

Date

MLC Board of Directors Approval
(If Required)

Date


Secondary Consultant Representative
Denise Anderson - CRA Lab.

May 28 / 2010
Date

Motors Liquidation Company

Project Tracking and Cost Summary Analysis

Saginaw Malleable Iron

Site Background Information

1003
 MLC four digit ID
 Doug Wagner
 MLC Project Manager
 Primary Consultant
 ARCA015

Current Invoice Date
 Current Invoice Number
 Current Invoice Amount

Task Descriptions	Summary by Task Category					To Be Completed by Consultants					To Be Completed by Project Managers		
	A	B	C	D	E	F	G	H	I	J	K		
	Carryover from Realm	MLC Project Memo FY 2010	Total Authorized to Date	Invoiced Amount to Date	Current Invoice Amount	Total Invoiced Amount	Remaining Budget	% Complete (Spending)	% Complete Operational	Impact on Spending	Variance		
Task 1 Concrete Hot Spot Removal	46,371.93	-	46,371.93	1,029.60	-	1,029.60	45,342.33	2.22%	0.50%	231.86	-1.72%		
Task 2 Storm Water Grading and Slope Soil Cover	138,503.95	-	138,503.95	39,044.24	-	39,044.24	99,459.71	28.19%	30.00%	41,551.19	1.81%		
Task 3 Salt Street Sewer	2,528.60	-	2,528.60	-	-	-	2,528.60	0.00%	0.00%	-	0.00%		
Task 4 LMPL Recovery Systems Installation	-	-	-	-	-	-	-	0.00%	0.00%	-	0.00%		
Task 5 Implement RAP - Dead Restriction and O&M	62,682.50	-	62,682.50	55,235.95	-	55,235.95	7,446.55	88.12%	55.00%	51,280.13	-3.12%		
Task 6 Well Abandonment	65,051.22	-	65,051.22	53,384.63	-	53,384.63	11,666.59	82.07%	75.00%	48,768.42	-7.07%		
Task 7 Additional Well Installation and Data Evaluation Along River	-	-	-	-	-	-	-	0.00%	0.00%	-	0.00%		
Task 8 Agency Oversight	-	-	-	-	-	-	-	0.00%	0.00%	-	0.00%		
Task 9 Other	-	-	-	-	-	-	-	0.00%	0.00%	-	0.00%		
Totals	\$ 315,138.20	\$ -	\$ 315,138.20	\$ 148,694.42	\$ -	\$ 148,694.42	\$ 166,443.78	47.18%	45.65%	\$ 143,851.58	-1.54%		