

June 26, 1996

Via Federal Express

ENSR Ref. No: 1410-015-400

ENSR Doc. No: LPW/616

Hasmukh C. Shah, Ph.D.
Manager
Vinyl Chloride Panel
Chemical Manufacturer's Association
2501 "M" Street, N.W.
Washington, DC 20037

Re: Settlement Agreement-Vinyl Chloride Study, ENSR- CMA Contract
dated March 31, 1995

Dear Dr. Shah:

ENSR is most pleased to confirm that the settlement you have proposed as a result of our ongoing discussions is acceptable to ENSR. In this letter I have summarized ENSR's understanding of this settlement. Please confirm your acceptance by signing in the agreement section below.

The following summary provides a complete and final settlement of the issues which were raised by CMA in CMA's December 28, 1995 letter to ENSR regarding the contract referenced above; as discussed in numerous telephone conversations held between the parties; and as expressed in other previous correspondence exchanged between ENSR and CMA regarding this subject.

1. ENSR agrees to excuse CMA of ENSR's outstanding invoices relative to ENSR Project No. 1415-015, CMA Reference No. VCHC-5.0-EPI ENSR. (\$11,700.00)
2. ENSR agrees to pay CMA a cash settlement of \$14,000.00 by July 31, 1996. This would include \$10,000.00 for death certificates, \$1500.00 in state fees associated with tracking down death certificates when the certificate number is not known, and \$2500.00 for a nosologist to code the death certificates.
3. ENSR agrees to subcontract with Nancy Gordon pursuant to the May 6, 1996 Scope of Work (paragraph 2, sentence 4, and paragraph 3), to select the appropriate files off the CMA- Vinyl Chloride tape and convert the data sets from

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CMS-SAS format to PC- SAS data sets and then forward the tape to Applied Epidemiology, Inc., at no cost to CMA or Applied Epidemiology, Inc. The subcontract with Nancy Gordon will be deemed complete only after all the work has been completed in accordance with the terms of this letter.

ENSR and CMA agree that the above is a complete and final settlement of the issues which were raised by CMA in CMA's December 28, 1995 letter to ENSR regarding the ENSR- CMA contract referenced above. I have prepared two (2) originals of this letter. If you are in agreement with the above please so acknowledge by signing both copies, retaining one for your files and returning one original to the attention of Ms. Patricia McKee.

Sincerely,

Linnea P. Westberg
Senior Contracts Administrator

Agreed and Accepted:

Chemical Manufacturer's Association

Signature: _____

Name: _____

Title: _____

Date: _____

cc: Peter Rasco, ENSR/Alameda

CMA 115141



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Acton, MA 01720
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August 16, 1996

Via Federal Express

ENSR Ref. No: 1410-015-400
ENSR Doc. No: LPW/662

Hasmukh C. Shah, Ph.D.
Manager

Vinyl Chloride Panel

Chemical Manufacturer's Association

~~2501 "M" Street, N.W.~~ 1300 Wilson Blvd.
~~Washington, DC 20037~~ Arlington, VA 22209

Re: Settlement Agreement-Vinyl Chloride Study, ENSR- CMA Contract
dated March 31, 1995
ENSR Letter, same subject, dated June 26, 1996
CMA facsimile to ENSR, August 12, 1996

Dear Dr. Shah:

ENSR has reviewed your comments to our June 26, 1996 letter and has incorporated your revisions into the Settlement Agreement. I have prepared two originals of this letter. Please sign both copies and return one fully executed original to my attention at your earliest convenience.

The following summarizes the actions which the parties have agreed to take in order to settle the issues which were raised in CMA's December 28, 1995 letter to ENSR regarding the contract referenced above.

1. CMA shall not be required to pay any of ENSR's outstanding invoices relative to ENSR Project No. 1415-015, CMA Reference No. VCHC-5.0-EPI ENSR. (Total:\$11,700.00)
2. ENSR agrees to pay CMA a maximum of \$14,000.00 by August 31, 1996. This amount includes replacement of the death certificates, state fees associated with tracking down death certificates when the certificate number is not known, and expenses for a nosologist to code the death certificates.
3. ENSR agrees to contract with and pay Nancy Gordon pursuant to the attached May 6, 1996 Scope of Work (paragraph 2, sentence 4, and paragraph 3), to select the

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appropriate files off the CMA- Vinyl Chloride tape and convert the data sets from CMS-SAS format to PC-SAS data sets and then forward the tape to Applied Epidemiology, Inc., at no cost to CMA or Applied Epidemiology, Inc. The contract with Nancy Gordon will be deemed complete only after all the work has been completed in accordance with the terms of this letter.

ENSR and CMA agree that completion of each of these three tasks will constitute a complete and final settlement of the issues which were raised by CMA in CMA's December 28, 1995 letter to ENSR regarding the ENSR- CMA contract referenced above. As soon as I receive a signed original of this Agreement, I will send the check for \$14,000.00. Please do not hesitate to contact me if you have questions.

Sincerely,


Linnea P. Westberg
Senior Contracts Administrator

Agreed and Accepted:

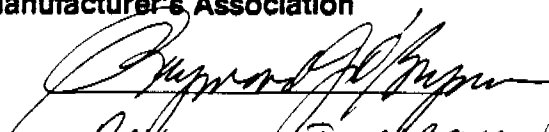
Chemical Manufacturer's Association

Signature:

Name:

Title:

Date:


RAYMOND J. O'BRYEN
CONTROLLER
AUGUST 28, 1996

cc: Peter Rasco, ENSR/Alameda
Bob Venezia, CMA

CMA 115143