

D-11

June 30, 1997

Bill Trotter
The Dow Chemical Company
P.O. Box 150
Building 6601
Plaquemine, LA 70764

Dear Bill:

Thank you for your help with the production of the Vinyl Chloride Transportation Committee's video, "Guidance for Mitigating Leaks and Installing an Emergency Capping Kit on VCM Tank Cars". This letter summarizes the agreement between the Chemical Manufacturers Association (CMA) and the Dow Chemical Company on the production of the video.

- The Dow Chemical Company has agreed to deliver a final version of the video and two hundred copies to CMA for a total cost of \$ 10,000.00.
- The \$ 10,000.00 will be credited toward Dow's 1997-1998 membership dues for the Vinyl Chloride Transportation Committee.
- All originals and copies of written, audio, or video materials, including programs, diskettes, tapes, listings, and other programming documentation originated and prepared for CMA will be the property of CMA. The materials will be promptly delivered to CMA upon request, and will not be used in the *performance of any other services (clarify)* by Dow without prior written authorization by CMA.
- A draft version of the video will be delivered to CMA by *(date to be determined)*, with a final version due by *(approximately 30 to 45 days later)*.

If you have any questions, please feel free to contact me at 703/741-5639. My fax number is 703/741-6091.

Sincerely,

Wendy K. Sherman
Manager,
Vinyl Chloride Transportation Committee

cc: G. Marshall, Occidental Chemical Corp.

CMA 112108