

86. The United States shall give Respondent notice of any claim for which the United States plans to seek indemnification pursuant to this Section XXIV and shall consult with Respondent prior to settling such claim.

87. Respondent waives all claims against the United States for damages or reimbursement or for set-off of any payments made or to be made to the United States, arising from or on account of any contract, agreement or arrangement between any one or more of Respondent and any person for the performance of the Work, including, but not limited to, claims on account of construction delays. In addition, Respondent shall indemnify and hold harmless the United States with respect to any and all claims for damages or reimbursement arising from or on account of any contract, agreement or arrangement between any one or more of Respondent and any person for the performance of the Work, including, but not limited to, claims on account of construction delays.

88. Notwithstanding anything to the contrary in this Section XXIV, Respondent shall have no obligation to indemnify or pay the United States or any Related Parties with respect to any claim arising from, or on account of, negligent or other wrongful acts or omissions of the United States or any Related Parties relating to the Site or the performance of the Work.

XXV. MODIFICATIONS

89. When the Parties agree that a modification to a plan or schedule should be made, the OSC may make such modification either in writing or by oral direction. EPA shall memorialize any oral modification in writing promptly, but the modification shall have as its effective date the date of the OSC's oral direction. Any other requirements of this Order may only be modified in writing by mutual agreement of the Parties.

90. If Respondent seeks permission to deviate from any approved workplan or schedule, Respondent's Project Coordinator shall submit a written request to EPA for approval outlining the proposed modification and its basis. Respondent may not proceed with the requested deviation

until receiving written approval from the OSC pursuant to Paragraph 89.

91. No informal advice, guidance, suggestion or comment by the OSC or other EPA representatives regarding reports, plans, specifications, schedules or any other writing submitted by Respondent shall relieve Respondent of its obligation to obtain any formal approval required by this Order or to comply with all requirements of this Order, unless it is formally modified.

XXVI. NOTICE OF COMPLETION OF WORK

92. When EPA determines, after EPA's review of the Final Report, that all Work has been fully performed in accordance with this Order, with the exception of any continuing obligations required by this Order, including monitoring, source control measures operation, payment of Future Response Costs, record retention, etc., EPA will provide written notice to such effect to Respondent. If EPA determines that any such Work has not been completed in accordance with this Order, EPA will so notify Respondent, provide a list of the deficiencies, and require that Respondent modify the applicable workplan, if appropriate, in order to correct such deficiencies. Respondent shall implement any modified and approved workplan and shall submit a modified Final Report to EPA in accordance with the EPA notice for response by EPA in accordance with this Paragraph 92. Failure by Respondent to implement the approved modified workplan shall be a violation of this Order. Completion of the Work shall not be interpreted as completion of corrective action activities at the Site under the Agreement unless so determined as part of the selection of the Final Remedy under the Agreement.

XXVII. SEVERABILITY/INTEGRATION/APPENDICES

93. If a court issues an order that invalidates any provision of this Order or finds that Respondent has sufficient cause not to comply with one or more provisions of this Order, Respondent shall remain bound to comply with all provisions of this Order not invalidated or determined to be subject to a sufficient cause defense by the court's order.