

# TROUTMAN SANDERS LLP

A T T O R N E Y S A T L A W  
A LIMITED LIABILITY PARTNERSHIP

BANK OF AMERICA PLAZA  
600 PEACHTREE STREET, N.E. - SUITE 5200  
ATLANTA, GEORGIA 30308-2216  
www.troutmansanders.com  
TELEPHONE: 404-885-3000  
FACSIMILE: 404-885-3900

Harvey A. Rosenzweig  
harvey.rosenzweig@troutmansanders.com

Direct Dial: 404-885-3252  
Direct Fax: 404-962-6672

June 6, 2005

**VIA FACSIMILE (770/421-3486)**  
**and FIRST CLASS MAIL**

Ms. Debbie Phillips  
Georgia Industry Environmental Coalition  
3200 Town Point Drive  
Kennesaw, GA 30144

**RE: General Industrial Stormwater Permit - Intervention - Proposal for Representation**

Dear Debbie:

During the telephone conference call of the Water Resources Work Group of GIEC held on May 2, 2005, the Work Group discussed intervention in the administrative case in which three environmental groups and Alcoa, Inc. filed separate petitions challenging the EPD General Permit authorizing Stormwater Discharges Associated with Industrial Activity. At the conclusion of the conference call, I was asked to submit a proposal and fee estimate for representation of GIEC. The purpose of this letter is to submit that proposal. This letter agreement supplements the engagement letter which we previously sent to GIEC for our prior representation of GIEC in other matters.

As we discussed during the conference call, representation would involve preparation and filing of a Motion to Intervene and representation of GIEC in the administrative proceeding before an Administrative Law Judge ("ALJ"). This administrative proceeding could involve prehearing conferences with the ALJ, preparation of a joint prehearing submission, representation of GIEC at the formal evidentiary hearing and submission of a post-hearing brief. In the alternative, the parties might choose or the ALJ might direct the parties to engage in negotiations to attempt to resolve these issues. Finally, some of the issues raised in the environmental groups' petition are primarily legal issues and might be addressed through prehearing motions and the submission of prehearing briefs.

Ms. Debbie Phillips

June 6, 2005

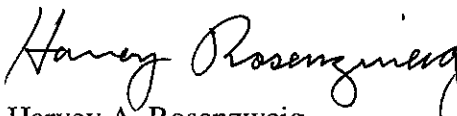
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Our proposal is to represent GIEC as an intervenor in this proceeding at a cost not to exceed \$10,000. This cost estimate covers representation of GIEC in the administrative proceeding. In the event that the case is appealed to the Fulton County Superior Court or beyond, additional fees would be required.

Prior to filing any papers in this case on behalf of GIEC, we will provide the GIEC Board with an opportunity to review and comment on the document. As you know, many of GIEC's members are represented by outside law firms. I fully expect that once the Motion to Intervene is filed, our firm would coordinate with those other firms as directed by GIEC. To the extent that those firms wish to have input into briefs or other documents we file on behalf of GIEC, we are pleased to coordinate with them.

If this proposal is acceptable to the GIEC Board, please have the appropriate GIEC representative sign and date one copy of this letter agreement and return it to me.

Very truly yours,

  
Harvey A. Rosenzweig

HAR/kp

cc: J. Burns Wetherington, Chair - GIEC Water Resources Work Group (*via facsimile*)

The terms of this letter agreement are acceptable to the Georgia Industry Environmental Coalition.

Deborah A. Phillips  
[Print Name]

June 16, 2005  
[Date]

  
[Signature]

Executive Director  
[GIEC Position]