

## **Exhibit D**

### **Improvement Measures**

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To prevent or reduce the potential for off-site odors associated with the operation of Sunshine Canyon Landfill (“SCL”) and hence for the general welfare and benefit of Class Members, Defendant will implement the following capital and operational improvements and facility changes to SCL over four years, commencing on the date of preliminary Court approval of this Settlement and Release Agreement.

1. For the four year period covered by this Exhibit, except for required maintenance, Defendant will maintain and operate at SCL a total of five dust bosses (including “**Buffalo Monsoons**”) in order to spray mist with odor neutralizer near the disposal area of the Landfill.

2. Defendant will install one new landfill **gas blower and flare**, with capacity to destroy 5,000 scfm of landfill gas, on or after January 1, 2018 and no later than: (a) 18 months after final Court approval of the Settlement Agreement, or (b) 180 days after the SCAQMD permit for the blower and flare is issued, whichever occurs later.

3. Defendant will install 120 new or replacement **vertical gas extraction wells**, and 15,000 linear feet of new **horizontal or sloped extraction wells/collectors**, plus associated gas conveyance piping as necessary for operation of these wells and collectors. These tasks will be performed by the following interim milestones:

a. 40 new or replacement vertical gas extraction wells and 5,000 feet of horizontal or sloped collectors and associated collection piping by December 31, 2018.

b. 40 new or replacement vertical gas extraction wells and 5,000 feet of horizontal or sloped collectors and associated collection piping by December 31, 2019.

c. 40 new or replacement vertical wells and 5,000 feet of horizontal or sloped collectors and associated collection piping by December 31, 2021.

4. Defendant will seek approval from its permitting agencies for the planting of additional vegetative screening on the ridge between the Landfill and the Mission Tierra neighborhood and shall plant additional vegetation as approved by the relevant agencies.

5. The cost to Defendant of the improvements in paragraphs 1-4 and any additional improvements made by Defendant in the Landfill gas collection system shall equal or exceed a cumulative total of \$6,000,000 over the four-year period commencing on the date of final Court approval of this Settlement and Release Agreement, with the understanding that some of these improvements may be made after preliminary Court approval and before the effective date of final Court approval of this Settlement and Release Agreement.

6. Defendant shall submit an annual written report to Plaintiffs’ counsel (which shall also be filed with the court) describing Defendant’s compliance with the above

Order Control Measures.

7. Should Defendant be unable to perform any of the foregoing improvement or operational measures, Defendant may apply to the Court for an extension of any of the foregoing deadlines on a showing of good cause, which may include any governmental restraint or delay in any required governmental approval or permit, so long as Defendant establishes to the satisfaction of the Court that any such government restraint or delay in a required approval or permit occurred due to no fault or delay on the part of Defendant, and despite Defendant's best efforts.