



For Generations

Environmental, Health, and Safety Excellence at McWane, Inc.

Over the past seven years McWane has created an Environmental, Health, and Safety (EHS) Program that goes beyond compliance and that we believe is a benchmark for the U.S. foundry industry. Integrating these EHS efforts with Human Resources (HR) functions, McWane has established a corporate culture with a shared commitment by corporate and plant management, environmental, health, safety, and HR professionals, and every employee that not only supports, but demands, excellence.

A STRATEGIC APPROACH

We began with a thorough and candid assessment of the status of our programs. We sought out nationally recognized experts and advisors to assist us in this process, some of whom are listed in Attachment 1.

These experts helped us update our existing strategic plans and develop several new ones to guide our efforts. These strategic plans are continuous works-in-progress, updated and revised as necessary to ensure they remain effective and viable. To maintain our momentum, we hold regular meetings of the senior line and staff managers and several of our outside experts to review our progress and identify more ways to improve. These discussions are conducted with an eye toward ensuring that the rapid and extensive changes of the past several years are thoroughly integrated with day-to-day operations and thus sustainable for the long term.

Early in our planning, we established three principles upon which to ground our program:

Compliance – A commitment to managing our business activities to meet all governmental laws and regulations as well as internally established environmental, health, and safety requirements that at times exceed governmental requirements. Our goal is 100% compliance, 100% of the time.

Protection – A commitment to conducting our activities in a responsible manner to protect our employees, the public, and the environment, and to minimize any adverse impact from our operations.

We also want our operations to be sustainable—meeting the needs of the present without compromising the ability of future generations to meet their own needs.

Continual Improvement – A commitment to continually improving our environmental, health, and safety performance.

With these principles in mind, we accelerated a process of upgrading our systems with a comprehensive EHS Program that includes:



- A centrally coordinated EHS and HR management structure with experienced and qualified professionals at all levels.
 - A state-of-the-art, web-based EHS Management System.
 - A more up-to-date and detailed Ethics and Compliance Policy that instills a commitment to ethical behavior and legal compliance across the company.
 - An extensive EHS and management skills training and educational program, including “McWane University.”
 - More than \$300 million in capital and operational expenditures related to EHS.
 - Numerous oversight mechanisms, including internal and external (third-party) audits.
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- A financial incentive program for managers based upon EHS performance, and the inclusion of EHS performance in annual evaluations.
 - An appropriate range of disciplinary actions for non-compliance.
 - A well-publicized, confidential 24-hour “Access Line” for reporting suspected violations of law, regulation, company policy, and other concerns.

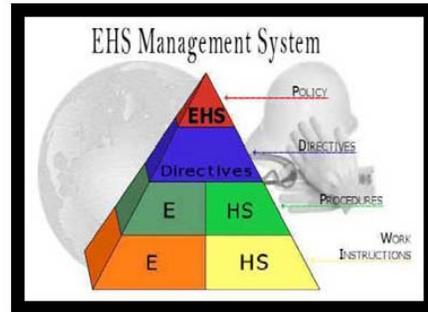
McWANE’S EHS MANAGEMENT SYSTEM

Managing the EHS issues of a heavy industrial enterprise with 25 manufacturing plants, including 13 iron foundries, is a complex task. Recognizing these challenges, in 2002 McWane began the development of an innovative and coordinated EHS Management System. Our EHS Management System is based upon the principles of ISO 14001 (an international standard for environmental management systems), and OHSAS 18001 (occupational health and safety standard). The EHS Management System provides all McWane facilities with an infrastructure for identifying significant EHS issues, setting measurable goals, and establishing and coordinating consistent management

practices for all EHS activities, including recordkeeping and reporting.

The foundation of the EHS Management System is the company's EHS policy. McWane has issued various EHS directives that address the various aspects of EHS management, including: compliance; management commitment and leadership; roles, responsibilities, and accountability; personnel and training; information systems and documentation; hazard assessment, prevention, and control; management of change; significant matters reporting and investigation; goals and objectives; management review; emergency preparedness and response; contractor management; pollution prevention; employee involvement; community outreach; managerial employee performance evaluation; communication; and records and document control.

At the next level are hundreds of detailed procedures and site-specific work instructions on how the EHS directives are to be implemented, with specific step-by-step instructions related to everything from environmental recordkeeping to confined space entry. These work instructions give our employees specific guidance on how to perform their jobs and responsibilities in a safe and compliant manner.



To make these program elements accessible and functional, McWane has invested in state-of-the-art information technology systems. At the core is the EHS Management System website. Its dashboard feature allows users to quickly and easily access information company-wide and link to other electronic tools such as OpsInfo, Dakota Tracer, and Medgate®. OpsInfo is a comprehensive web-based software system for electronic management, tracking, trending, analysis, and reporting of environmental data and information. The web-based Dakota Tracer system allows our company to track corrective actions from environmental, health, and safety audits. The Medgate® system, one of the most advanced occupational health and safety software systems available, is used to monitor safety and health activities and performance.

STAFFING AND ORGANIZATIONAL CHANGES

Technology alone cannot solve all of the EHS and operational challenges that we face. We are acutely aware that an EHS system, no matter how sophisticated or powerful, only works effectively if it is truly integrated into the daily business operations of the facilities, and we are committed to making the EHS policy and EHS Management System a vital part of our everyday business life and decision-making. Our systems are only as good as the knowledge and commitment of the people who manage and use them. Recognizing this reality, as early as 1999 we began to make dramatic organizational and personnel changes and improvements. McWane started by educating and training our personnel about our new vision and expectations and hired new employees to replace those who could not adapt to the new programs. We also reorganized our management structure to establish more central direction and oversight of our EHS and HR efforts. While it takes time to effect meaningful and lasting change to a culture comprised of approximately 4,260 U.S. workers (5,655 worldwide), we have made huge strides toward success.

To give you an idea of the extent of the changes, Attachment 2 contains several organizational charts that describe our current staffing in senior management and EHS positions. The boxes are color coded to indicate the changes since 1999. The white boxes indicate positions that existed in 1999

and that are staffed with the same persons now as then. The green boxes indicate positions that existed in 1999, but that are now held by new personnel. The blue boxes show new positions that have been created since 1999. As the charts demonstrate, almost 90 percent of our senior management is new or in newly created positions, and we have added more than 200 new people or positions with major EHS responsibility.

In 2003, we hired Jitendra Radia, P.E., CIH, to head our environmental program. He is now Senior Vice President, Environment, Safety, and Human Resources and leads our overall EHS and HR efforts. Mr. Radia is a nationally renowned environmental specialist with more than 25 years of experience, and was recently awarded the Lifetime Achievement Award by the American Foundry Society for his efforts in environmental management. Also, since 1999 McWane has added more than 40 new environmental positions. These include a Corporate Environmental Manager and four Operating Group Environmental Compliance Directors.

On the safety side, Barbara Wisniewski, CIH, CSP, CPEA, serves as Vice President, Health and Safety. Ms. Wisniewski is also a nationally recognized expert in safety and industrial hygiene with more than 30 years of experience. Her corporate team includes four Group Health & Safety Compliance Directors and a Corporate EHS IT Systems Manager. Since 1999, we have created more than 85 new health and safety positions staffed by qualified professionals, including more than a dozen Certified Safety Professionals/Associate Safety Professionals.

Recognizing that EHS performance must go hand in hand with improvements in the area of human resources, we have also bolstered our staffing in this vital area. A. Michelle Clemon is McWane's Vice President for Human Resources and Community Affairs. Prior to coming to McWane she was a practicing attorney in the area of labor and employment law. Certified as a Senior Professional in Human Resources (SPHR), Ms. Clemon oversees corporate-wide human resources compliance, employee outreach, diversity goals, and community outreach.

In addition to these corporate EHS professionals, human resources, environmental, health and safety positions are staffed at each facility with experienced and qualified personnel. Each domestic facility has, at a minimum, one environmental professional, one human resources professional, and one health and safety professional, who report directly to the senior manager on site; however, the majority of facilities have a more extensive staff of EHS and HR professionals, including managers, technicians, engineers, program coordinators, and facility nurses. The only exceptions are at two of our smallest facilities, Anaco and Clow Valve Corona, where EHS activities are directed by one professional. At a more strategic level, to give overall direction to the program and to ensure that our EHS efforts are integrated with day-to-day business operations, we established an EHS HR Steering Committee. The Steering Committee includes McWane's CEO, CFO, Executive Vice Presidents with responsibility for each operating group, VP and Treasurer, General Counsel, Ms. Clemon, Mr. Radia, Ms. Wisniewski, Mr. Pat Tyson, and Mr. Hank Habicht.

TRAINING



McWane has invested significantly in the training of its employees, so every team member has the relevant knowledge and experience to implement our EHS and HR programs effectively. In 2003, McWane established McWane University as an umbrella concept for our training and education efforts. It includes programs to instill the "McWane Way," a management philosophy based upon a commitment to a core set

centered on integrity, competence, respect, and fairness. This philosophy is also set in our comprehensive Ethics and Compliance Policy that must be signed and acknowledged by all salaried employees.

Attachment 3 contains a summary of some of the most important training programs. To give you an idea of the extent of this undertaking, in 2005, McWane employees received a total of more than 242,700 hours in EHS and HR training. This equates to approximately 35 EHS training hours for each employee, well above the industry norm. Additionally, environmental, health, and safety personnel attend various meetings throughout the year where they share ideas and receive additional training on a variety of relevant topics. McWane hosts regular conferences at which all of the company's environmental, health, safety, and HR personnel meet for continuing education and to discuss the latest developments in EHS and HR management, control, technology, and compliance.

EMPLOYEE INVOLVEMENT AND COMMUNICATION

The commitment and involvement of all employees is essential to the success of McWane's EHS Program. In addition to the training and programs outlined above, McWane provides employees with an Environmental, Health, and Safety Responsibilities Pamphlet, a copy of which is enclosed as Attachment 4.

All McWane employees are encouraged to communicate concerns about environmental, health, and safety matters to their plant or corporate management, either directly or through EHS suggestion boxes and the Safety Alert system. As an additional reporting mechanism, we have set up the McWane Access Line, a confidential, toll-free, 24-hour hot line.

Through the award-winning *McWane Magazine*, the company provides an annual report to its employees and communities about EHS performance, plans, and developments as well as general company news. Corporate health and safety also publishes a monthly newsletter on the internal EHS website. Many divisions publish their own facility-specific newsletters. Furthermore, McWane's public website, www.McWane.com, provides a wealth of information about our EHS initiatives.

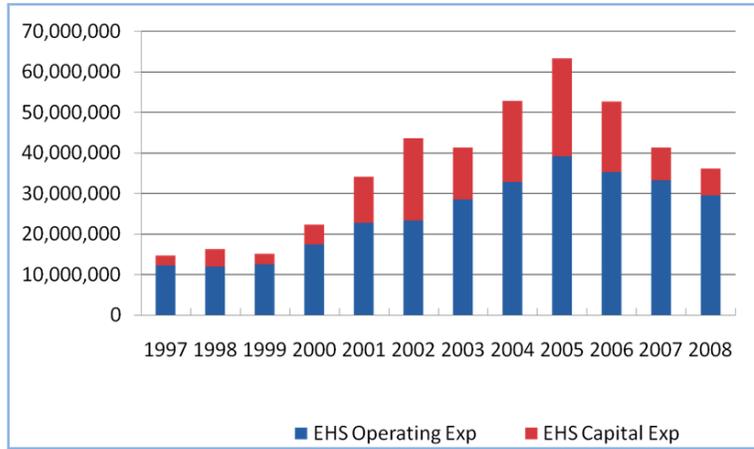


OUR EHS INVESTMENTS

These changes could not occur without the financial resources to support them. Since 1999, McWane has invested substantially more than \$300 million in capital improvements and operations related to environmental compliance, workplace health and safety, and human resources. In addition to the systems and programs described above, these expenditures include projects such as state-of-the-art pollution control systems that enabled us to achieve compliance with the EPA's Maximum Achievable Control Technology (MACT) requirements years before required by regulation. Examples of other projects include stormwater collection and treatment systems, dust-control technologies, totally enclosed guarding systems, and other equipment upgrades that improve the safety and environment of our plants.

McWane EHS Capital and Operating Expenditures (1997-2008)

More than \$300 million



INTERNAL INCENTIVES, CONFIRMATION, AND CONTROLS

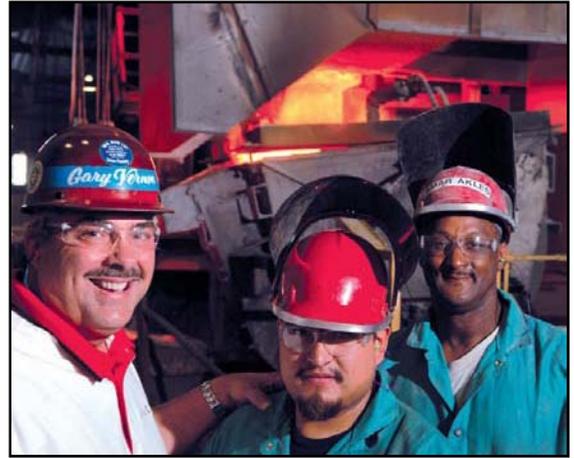
To assess overall compliance, identify areas that need improvement, and provide valuable feedback about the state of our progress, McWane regularly conducts environmental and health and safety compliance audits at all of its operations. These audits are conducted both internally and by independent third parties. Our scores on these audits have improved steadily each year, and the number of OSHA citations resulting from agency inspections has likewise dropped considerably. For example, in 2004, 2005, and 2006 independent environmental audits were performed at our U.S. foundries by Keramida Environmental, Inc. Each facility was graded in various areas of compliance according to a common set of criteria. The grades at those facilities included in all three audits show a sharp decline in D's and C's (100 percent and 91 percent declines, respectively), and an equally impressive gain in A's of more than 417 percent. Attachment 5 provides information about the results and the criteria used. More recent audits from 2007 and 2008 are a combination of independent (third-party) and internal (third-party and corporate) reviews. Their results show equally significant improvements.

While all of these audits are valuable, there is one outside review in particular that we would like to point out. In the wake of the Department of Justice's investigations of our company, we contacted the EPA's Office of Suspension and Debarment to provide them with information about our status as a responsible corporate contractor. Those discussions and the resulting Compliance Agreement are all a matter of public record. One aspect that deserves particular focus is the series of interviews conducted as a part of the Compliance Agreement. Specifically, to confirm the effectiveness of our EHS Management System at the six facilities then under DOJ and state investigation, the EPA requested that we hire an outside auditor to interview all senior managers, all EHS personnel, and at least five randomly selected hourly workers with some level of environmental responsibility. The interviews were conducted anonymously and the EPA required that the audit firm submit summaries of the results directly to the EPA under penalty of perjury. With the EPA's approval we retained Kestrel Management Services, Inc., a firm led by former senior managers of Wisconsin's Department of Natural Resources Division of Environmental Standards. Altogether, Kestrel interviewed more than 120 employees about the current state of compliance at six facilities. These interviews provided the EPA with unvarnished, direct employee confirmation of the success of our efforts and, equally important, provided us with feedback about areas where we could improve. Based in part on the results of these interviews, EPA entered into a compliance agreement with McWane effectively agreeing not to debar any of McWane's facilities.

THE RESULTS

Injury Rates

The positive impact of these programs and efforts are reflected in the downward trends in all injury categories: Total Recordable Injury/Illness Rate (TRIR); Days Away From Work (DAFW); Days Away, Restricted or Transferred (DART); and Severity Rate. For our U.S. facilities, since 2002 there has been a 58 percent improvement in the TRIR, a 53 percent improvement in the DART rate, and a 56 percent improvement in the DAFW Rate. At the end of May 2009, our foundry averages were 41 percent below the industry average for TRIR, 48 percent below for DART, and 77 percent below for DAFW.



These trends are positive but our rates remain higher than our goals. We are committed to reducing them even further and more rapidly, and we are confident that as our programs become more ingrained the decline will accelerate. We continue to invest in training to support continual improvement of safety performance, knowing that establishing cultural norms is an ongoing process.

As an aside, since 2003 we have conducted regular training for our safety employees on OSHA recordkeeping. Each plant's injury records have been audited by Mr. Tyson's firm, Constangy, Brooks, and Smith. Thus, we have a high level of confidence in their accuracy, and would be happy for you to review our records. By contrast, we do not believe the records of other companies in our industry have been subjected to the same level of scrutiny, and thus the published industry statistics likely understate the industry's actual injury rates. Therefore, we believe that our performance relative to the industry as a whole is probably significantly better than the reported numbers would suggest.

Safety Recognitions and Awards



McWane is working towards having all of its facilities qualify for OSHA's Voluntary Protection Program (VPP), which officially recognizes the outstanding efforts of employers and employees who have achieved exemplary occupational health and safety programs. Five McWane sites have already achieved VPP status. Specific McWane health and safety awards are included in Attachment 6.

Environmental Performance Milestones

In addition to these achievements, our environmental performance has improved significantly in key areas. For example, we have installed stormwater collection and treatment systems at several facilities that have virtually eliminated stormwater discharges except in extraordinary rain events. As a result of our installation of state-of-the-art air pollution technologies, together with changes in our processes to use water-based paints instead of solvent-based paints at several plants, we have greatly reduced our emissions of particulates and Volatile Organic Compounds (VOCs). The charts in Attachment 5 illustrate some of these improvements.

INCREASED COMMUNICATION AND COORDINATION WITH REGULATORS

Maintaining positive communication with the regulatory community at all levels is vitally important. We have devoted great effort toward informing EHS regulators, including OSHA, EPA, and the various state agencies, about our plans and our progress. This effort includes being transparent about problems, reporting them as they occur, and cooperating in resolving them. Our robust EHS system and increased emphasis on training, ethics, and overall compliance has given us the tools to identify problems, and to respond immediately and with complete transparency vis-à-vis regulatory agencies. For example, after a routine test at Tyler indicated an unanticipated exceedence of the VOC emission limit, we shut down the entire South Plant for almost a month until we could confirm that the plant could be operated within permit limits, while working closely with the Texas Commission on Environmental Quality.

INVOLVEMENT IN OUR COMMUNITIES

McWane has worked hard to develop open and cooperative relationships with the communities where we do business. To facilitate the communication that is essential to such relationships, McWane has created Community Advisory Panels (CAPs) in communities surrounding several McWane facilities: Atlantic States (Philipsburg, New Jersey); McWane Pipe (Birmingham, Alabama); Pacific States (Provo, Utah); Tyler Pipe (Tyler, Texas); Clow Water Systems (Coshocton, Ohio); Union Foundry and M & H Valve (both located in Anniston, Alabama); and Kennedy Valve (Elmira, New York). Each CAP includes plant representatives and community leaders who meet periodically to discuss issues of common interest and concern. Through the CAPs, foundry personnel and local residents have joined together in such projects as neighborhood planning, neighborhood clean-ups, walkathons, United Way campaigns, and adopt-a-school programs.



Furthermore, the McWane Foundation continues its long charitable heritage through philanthropic investments in the communities where McWane employees live and work. The McWane Foundation has quietly provided approximately \$24 million in the past 10 years to many projects.

As well as their internal responsibilities, many of our EHS personnel hold important positions in professional organizations, including the Board of Directors of the National Safety Council, the Environmental and Health and Safety committees of American Foundry Society, and the National Technical Publications Advisory Committee for the American Society of Safety Engineers. Others within the company serve on numerous boards related to local environmental issues, such as the Cahaba River Society, local chapters of the U. S. Green Building Council, and similar organizations. Their leadership and active participation is a part of our commitment to share the lessons learned during this process, in the hope that other companies can avoid the same mistakes we made and benefit from the lessons we learned along the way.

These EHS and management improvements have reminded our employees of the value of what we produce: the backbone of America's clean water infrastructure. Consistent with our principles of protection and continual improvement, our company has made the decision to be a part of the growing conversation about environmental sustainability. We are a member of the U.S. Green Building Council, and have begun the process of moving beyond regulatory compliance toward incorporating "green" concepts into our own operational processes. In September 2008, we sponsored a three-day, intensive LEED training session for more than 45 members of our environmental and sales staffs, along with members of industry trade associations. We have also encouraged our local EHS personnel to begin incorporating LEED building concepts into their evaluation of new construction and other capital projects. In addition, we have completed a Life Cycle Analysis of several of our major product lines. These tools will help us identify the opportunities to reduce the impacts of our operations on the environment; an effort that is consistent with the fact that our products, made from almost 100-percent recycled material, offer significant environmental benefits. Attachment 7 is a fact sheet about ductile iron pipe that demonstrates some of its beneficial features.

We hope this summary of some of our efforts and accomplishments has helped you begin to understand a simple but irrefutable fact—our company is not the same company it was 10 or even five years ago. We are not perfect, nor will our job ever be "finished." However, our approximately 3,450 U.S. employees (5,100 worldwide) have worked long and hard to move us in the right direction. While we are proud of our success thus far, that pride is tempered by the recognition that the preservation of these achievements requires diligence and hard work going forward.

There is much, much more for us to tell you, and we invite you to contact us at any time for more information, or to visit our website at www.McWane.com.

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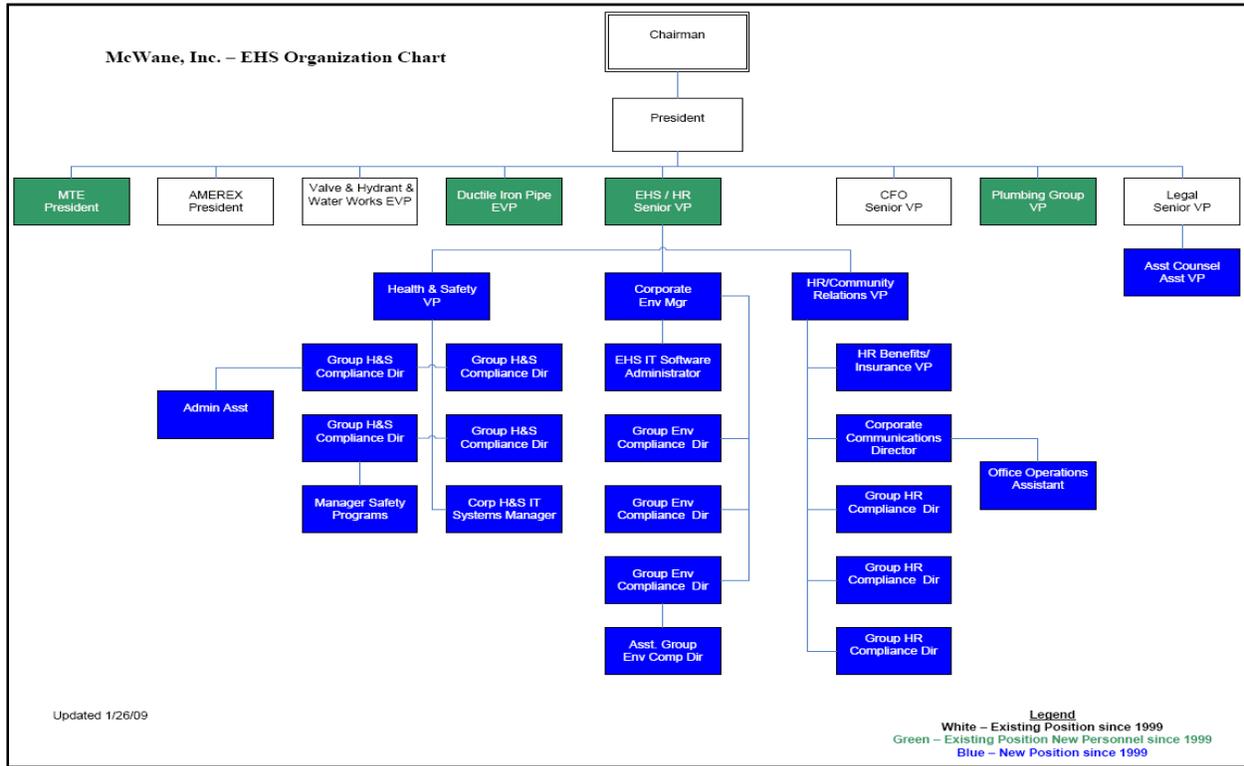
Attachment 1

Primary Experts and Consultants

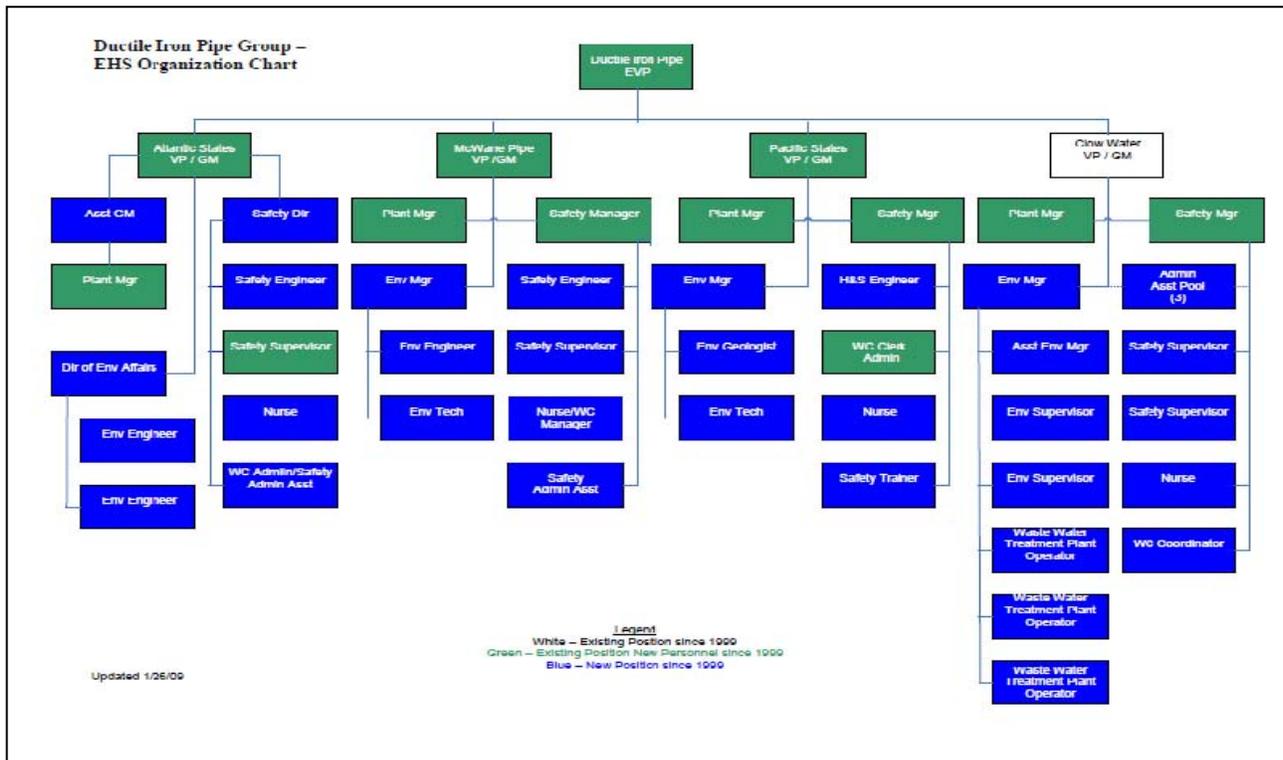
- Patrick R. Tyson, head of the OSHA practice group at the law firm of Constangy, Brooks and Smith, former Acting Assistant Secretary of Labor for OSHA and former Chairman of the Board of Directors of the National Safety Council. Phone: (404) 230-6783.
- F. Henry Habicht, CEO of the Global Environmental and Technology Foundation, former Deputy Administrator of the EPA, and former Assistant Attorney General at the Department of Justice, where he directed the Environmental and Natural Resources Division. Phone: (703) 379-2713.
- John Henshaw, former Assistant Secretary of Labor for OSHA, and past president of the American Industrial Hygiene Association. Phone: (239) 395-2023.
- Frank Friedman, President of Frank B. Friedman & Associates, LLC, an environmental consulting firm, author of Practical Guide to Environmental Management (Environmental Law Institute, 8th ed., 2000), the leading text on the construction and implementation of environmental management systems, and formerly served in the Lands Division (now known as the Environmental and Natural Resources Division) of the Department of Justice. Phone: (301) 913-9830.
- John Sietz, Former Director of the Office of Air Quality Planning and Standards, Office of Air Radiation of the EPA. Phone: (910) 253-3356.
- Clarus Consulting: A Birmingham-based management consulting firm offering a systemic approach to organizational design, planning, communication, change management, and leadership development and training. Contact: Cathy S. Wright. Phone: (205) 254-0129.
- The American Foundry Society: This leading U.S.-based metal casting society that assists member companies and individuals in effectively managing production and EHS functions has provided external, third-party EHS auditing and inspection services for McWane facilities. Contact: Fred Kohloff, Director, Environmental Health & Safety. Phone: (847) 824-0181 x230.
- NATLSCO: NATLSCO Risk & Safety, now a part of Bureau Veritas, is a global firm that provides Health, Safety, and Environmental consulting and laboratory services. NATLSCO was hired to conduct comprehensive lockout/tagout audits at McWane facilities. Contact: Robet Murphy, Health, Safety, and Environmental Services, 3140 Finley Road, Downers Grove, IL 60515. Phone: (630) 795-3221.
- ESIS: ESIS is the Risk Management Consulting division of ACE Insurance. ESIS consultants have provided safety and health auditing services for McWane facilities for several years, auditing compliance with OSHA regulations as well as requirements of internal McWane safety and health procedures. Contact: Pat Negro, Account Manager, Phone: (203) 389-1951.
- Kestrel Management Services, Inc.: A consulting firm providing a range of services, including environmental management consulting. Contact: Tom Kunes, 199 East Badger Road, Suite 200, Madison, WI 53713. Phone: (608) 226-0531.
- Keramida Environmental, Inc.: A nationally known environmental, health, and safety consulting firm. Contact: Vicky Keramida, 401 North College Avenue, Indianapolis, IN 46202. Phone: (317) 685-6600.

Attachment 2 EHS Organization Charts

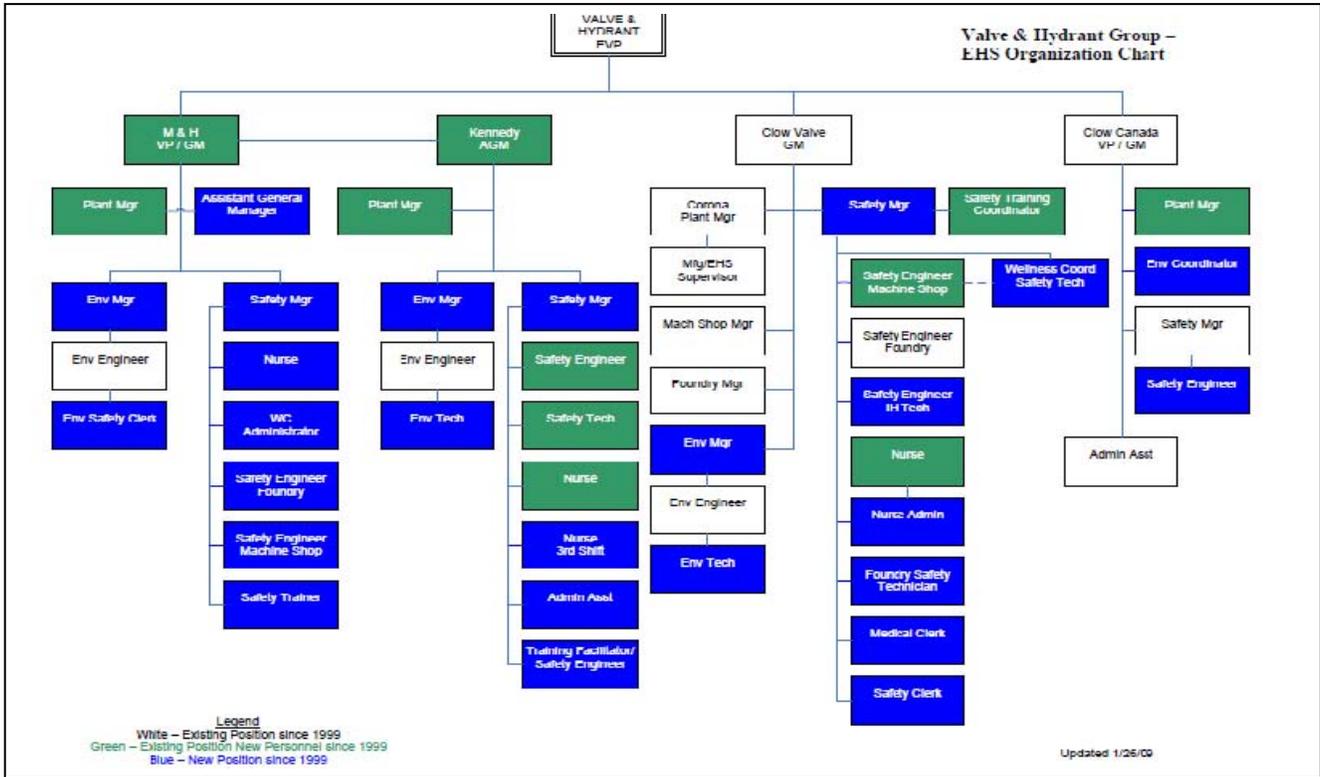
McWane, Inc. – Corporate Team



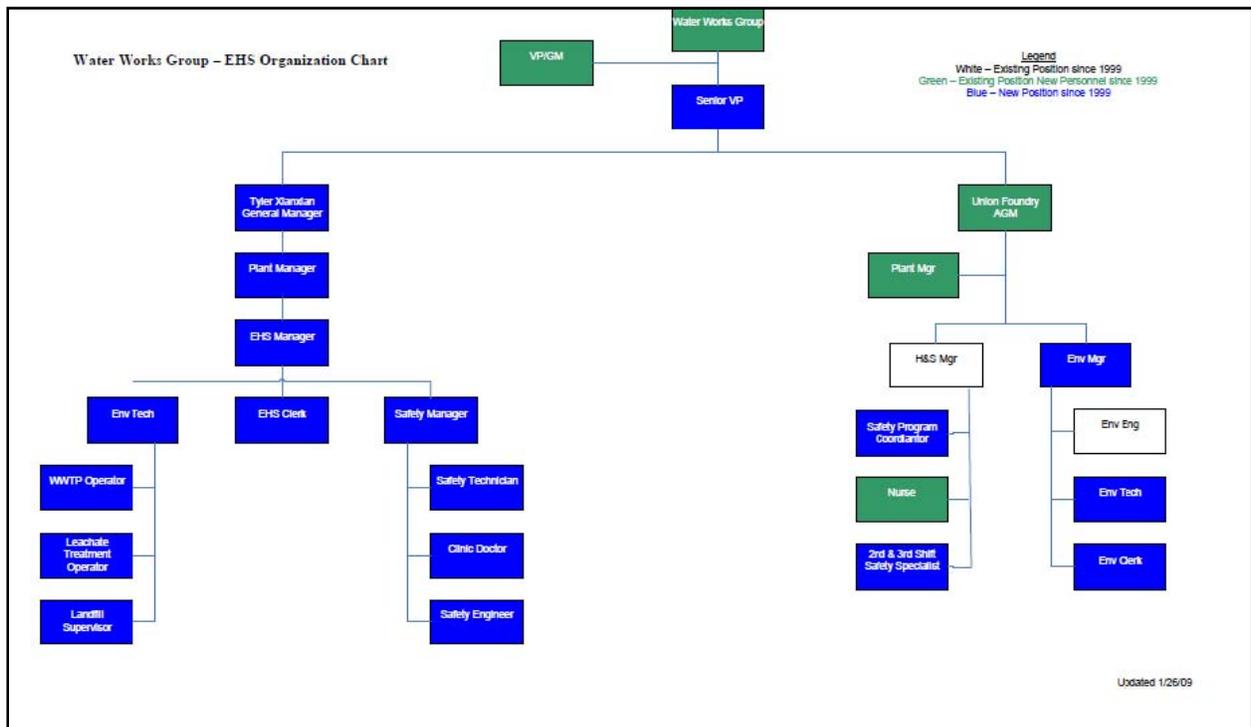
Ductile Iron Pipe EHS Team



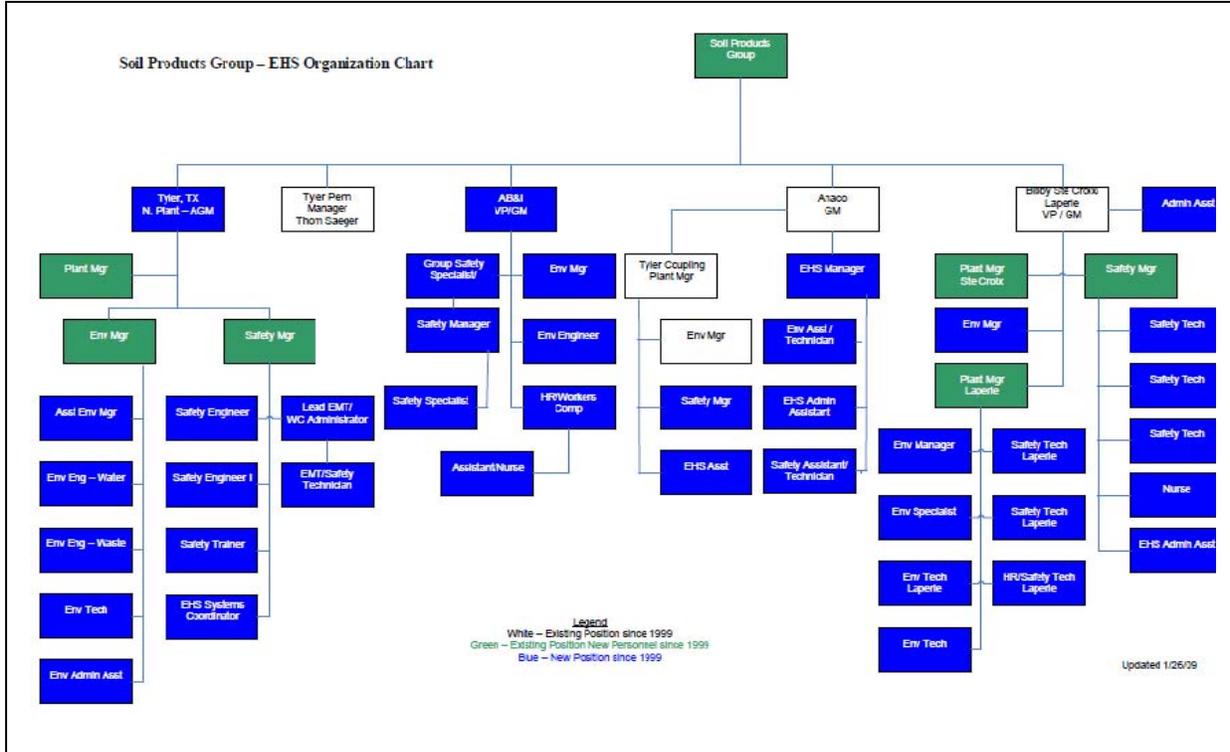
Valve & Hydrant EHS Team



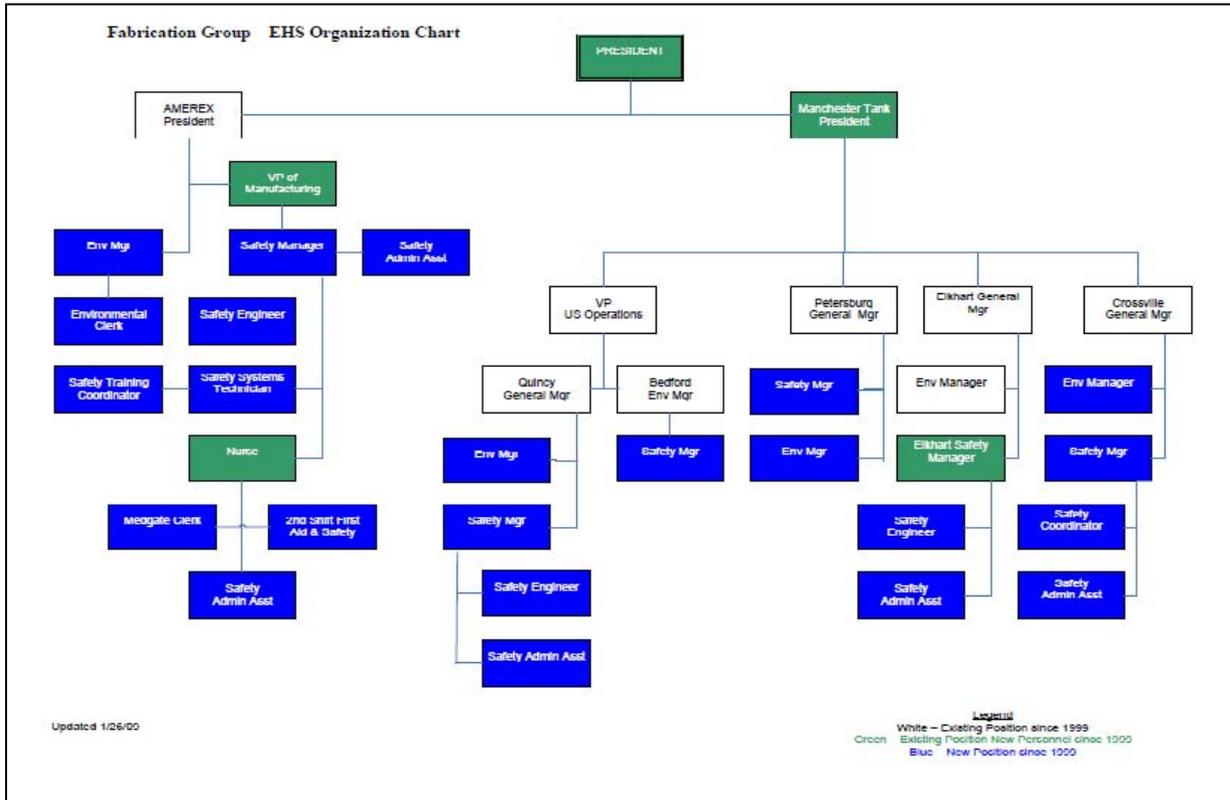
Water Works EHS Team



Soil Products EHS Team



Fabrication EHS Team



Attachment 3

Summary of Several of Our Company-wide Training Programs

- All new hourly hires receive between five and 10 hours of health and safety training as part of their orientation, followed by specific job-related training as appropriate.
- All employees receive environmental awareness training, with additional levels of specialized environmental training as appropriate.
- More than 900 managers participated in the Casting Leadership Excellence supervisor development program, a program with the goal of equipping managers with the knowledge, methods, practices, and skills to be effective leaders, to enhance their potential for growth within McWane, and to mold the company's culture.
- All salaried supervisors must complete the 10-hour OSHA General Industry Safety and Health Course and the National Safety Council's Supervisory Safety Development Course or equivalent course.
- At least one individual at each facility must complete the OSHA 501 Training Course to be certified to deliver OSHA 10-hour training courses. Additionally, each site safety manager must have either an undergraduate degree in occupational safety, obtain the National Safety Council's Advanced Safety Certificate, receive professional certification from the Board of Certified Safety Professionals or American Board of Industrial Hygiene, or complete comparable training.
- Program specific training is provided for every employee by job classification and responsibilities.
- Annual OSHA recordkeeping training is provided for employees responsible for OSHA recordkeeping.
- USWA Agreement: In a cooperative effort with the United Steel Workers, we conducted training for members of the joint health and safety committees and hourly departmental safety representatives at several plants. The course included the OSHA 30-hour course plus an additional 10 hours on roles and responsibilities. Attached is a letter from the president of the USWA attesting to the progress our company has made.
- Clear Management Training: This is an innovative supervisor training program, developed by McWane and Clarus, based on teaching self-awareness, strengths-based leadership, team development, and planning through participatory, team-based training. I have attached a brief description of this program. Once the pilot program was completed, company-wide implementation began in 2007.

USWA LETTER

United Steelworkers



Building Power

USW

Merged April 14, 2005



February 23, 2006

Leo W. Gerard
International President

Mr. Robert F. Meunier, Debarring Official
Environmental Protection Agency
Office of Grants and Debarment
1200 Pennsylvania Avenue, N.W.
Mail Code 3901R-Room 51206
Washington, DC 20460

Dear Mr. Meunier:

Re: McWane, Inc.

As President of the United Steelworkers (USW), I write you today on behalf of our union members at McWane, Inc. and its divisions and operations across the United States. It has come to my attention that the government is considering suspending McWane from contracts and subcontracts funded with federal money due to various environmental and workplace health and safety issues. Although I can understand the federal government's concern due to the recent convictions of McWane, those convictions were for crimes that occurred years ago. The company's more recent history is much better. Our union and our members at McWane are working closely with the company to correct the safety problems at the many locations whose workers we represent. Debarment would mostly hurt those very workers who have labored so hard to make McWane a safer company.

In my position as President of the USWA, I have had the opportunity to interact and work closely with McWane officials, at the highest levels of the company, on various health and safety matters. I have also heard from our union members about McWane's efforts to reach out to them and work together to improve workplace health and safety. While McWane certainly had serious problems several years ago, the current management has shown a dramatic change in attitude, has worked hard, and has committed substantial time and money to protect workers in their plants across the US and Canada.

The company is far from perfect. It takes time to reform the entire culture of an enterprise, especially one that has been as decentralized as McWane. But great progress has been made. The USW represents workers at several other domestic companies producing similar products. Current safety practices at McWane are as good as or better than at any of its competitors. Despite McWane's past problems and current challenges, it is my belief that the company's management is truly committed to working with their employees and the union in the creation and maintenance of a safe and healthy workplace. That commitment should be applauded, not punished. Debarment at this time would serve no useful purpose. In fact it would hurt our ongoing efforts to improve safety.

Thank you for your time and your consideration of my opinion. If you have any additional questions or concerns that I can address, please do not hesitate to contact me. I can be reached at 412-562-2300.

Sincerely,

A handwritten signature in black ink that reads "Leo W. Gerard".

Leo W. Gerard
International President

United Steel, Paper and Forestry, Rubber, Manufacturing,
Energy, Allied Industrial and ServiceWorkers International Union

Pittsburgh Office: Five Gateway Center, Pittsburgh, PA 15222 • (412) 562-2400

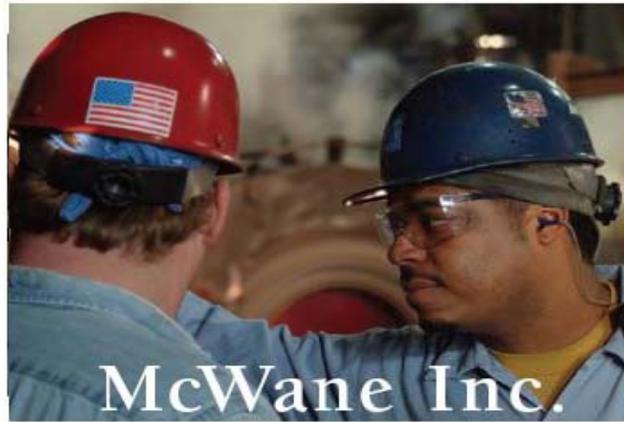


CLEAR MANAGEMENT TRAINING MODULES

Module Name	Learning Objectives
Module 1: Understanding your personal management style	<ul style="list-style-type: none"> ▪ Overview of entire curriculum ▪ Understand company's basic vision and mission ▪ Understand your personal style
Module 2: The importance of communication	<ul style="list-style-type: none"> ▪ Understand the purpose, components, and barriers of effective communication ▪ Learn and practice effective communication tools
Module 3: Coaching your team members	<ul style="list-style-type: none"> ▪ Appreciation of constructive communication between managers and their employees ▪ Appreciation of the value of career and personal development ▪ Learn effective mentoring and coaching skills ▪ Learn and practice mentoring and coaching techniques
Module 4: High-performance teams	<ul style="list-style-type: none"> ▪ Understand benefits of High Performance Teams (HPT) ▪ Understand components of HPT ▪ Appreciate power of differences ▪ Understand strategies for analysis of team function ▪ Learn techniques for supporting HPTs
Module 5: Managing conflict	<ul style="list-style-type: none"> ▪ Recognize different conflict styles ▪ Understand your own conflict style and the role of conflict ▪ Learn and practice conflict resolution skills ▪ Identify and manage potentially dangerous situations
Module 6: Planning and metrics	<ul style="list-style-type: none"> ▪ Understand the benefits of working from a plan ▪ Understand the elements of an effective plan ▪ Learn tools for creating effective plans, individually and as a team ▪ Understand how metrics can positively and negatively impact performance
Module 7: Effective performance evaluation	<ul style="list-style-type: none"> ▪ Understand what drives performance of individuals and teams ▪ Recognize your personal stereotypes, assumptions, and tendencies regarding performance and performance reviews ▪ Understand and use the company's performance review forms ▪ Understand individual employee needs regarding communicating performance results and the actual performance review ▪ Use tools to improve communication and feedback

Attachment 4

Environmental, Health and Safety Responsibilities Pamphlet



**ENVIRONMENTAL
HEALTH AND SAFETY**

Responsibilities
of Employees
and Contractors

To All Our Valued Employees:

We are proud of McWane's heritage of hard-working people. For over 80 years, we have provided products vital to the delivery of water and other services to our neighbors across the nation and the world. Being the best in the industry means making the best products at a competitive price and at the same time being a leader in environmental, health and safety (EHS) programs.

The McWane family of companies is committed to operating and growing a sustainable business that demonstrates leadership in both production and profit while protecting the environment and providing for worker safety and health. It's a commitment from which we must never waiver.

You are an important part of the McWane team. Being a part of the team means taking your EHS responsibilities seriously. This pamphlet provides some important information about what we all must do to help our Company improve its environmental programs and workplace safety.

Together, we must commit to do what it takes to make McWane a model for our industry. It takes all of us...and it starts with you and me.



G Ruffner Page Jr.

P R E S I D E N T



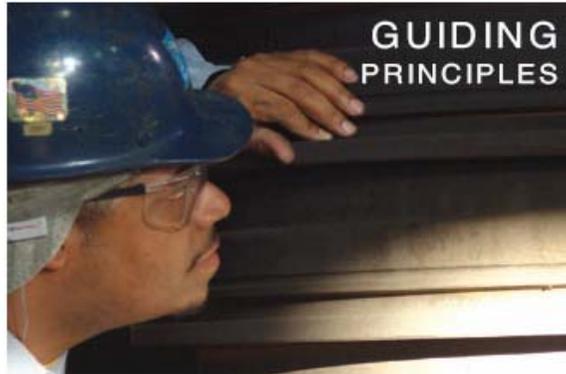
The McWane family of companies has been a part of American industry since 1921. We have a strong history, and today we're building our future.

We Honor our heritage by manufacturing products that are lasting and sustainable.

We Invest in the future of our business, our employees and our communities.

We Commit to excellence in integrity, service and quality.

We Strive to adhere to the highest standards of workplace safety and environmental stewardship.



In the area of environmental, health and safety, three guiding principles provide direction for the McWane commitment to carry out our mission:

- **Compliance:** We will manage our business activities to meet all environmental, health and safety laws, as well as Company EHS policies, directives and commitments (even if they exceed government requirements).

- **Protection:** We will conduct our activities in a manner that protects the well-being of our employees, the public and the environment, and that meets the needs of the present without compromising the ability of future generations to meet their own needs (sustainability). Employee health and safety and protection of the environment are our highest values.

- **Continual Improvement:** We will strive to continually improve our Company's EHS performance.



EHS is a shared responsibility at McWane. It requires cooperation with co-workers, plant management and corporate personnel in order for us to be successful. In conducting day-to-day activities as a member of our team, it is your responsibility to:

- **Work** in a safe manner and encourage your co-workers to do the same. If a task cannot be done safely, it should not be done at all.
- **Understand** your role in carrying out the McWane commitment to EHS programs and performance.
- **Follow** all laws, government regulations and McWane policies and procedures relating to your job requirements and performance.
- **Promote** the protection of the environment and employee health and safety at your facility.
- **Communicate** information on EHS issues or incidents with your coworkers, supervisors, plant management or others at McWane when appropriate. If you have a question or concern about EHS issues, speak with your supervisor, plant environmental, health and safety staff or plant management about it. Your thoughts and suggestions are important to us.
- **Be Truthful**, accurate and complete in maintaining records, submitting documents and making statements and reports to Company personnel, government agencies and others.
- **Cooperate** with the Company's environmental, health and safety audit teams, other EHS personnel, government agencies and others.

These responsibilities also apply to all independent contractors of McWane. As with all job responsibilities, failure to uphold your EHS responsibilities may result in disciplinary actions or contract termination. If you are unsure about how these EHS responsibilities apply to you, or if you have any questions about any of the EHS requirements that may apply to your job or employment with the Company, contact your supervisor, plant environmental, health and safety staff, human resources department or plant management.

MORE ABOUT REPORTING EHS ISSUES

No employee or the employee of an independent contractor will be discharged, disciplined or in any way discriminated against as a result of making report or raising questions regarding EHS matters. We encourage you to bring any concern to the attention of your supervisor, EHS staff or plant management.

Examples of Things You Should Report:

- Environmental, health or workplace safety issues or hazards that you observe and believe may be harmful to you or your co-workers
- Misuse of equipment and improper or unsafe work practices that may cause injury to you and your co-worker
- Violations of Company policies or regulations related to EHS issues

- Any possible violations of Federal or State Environmental Regulations and Laws

Where or To Whom Should You Report Concerns:

- If you see something that violates Company policies or regulations or are otherwise made aware of something that violates Company policies or regulations relating to your job, speak first with your supervisor.
- If for any reason you are not comfortable bringing an issue to your supervisor, or if you reasonably believe that your supervisor has not taken appropriate action to address the matter, take your concern to the plant EHS staff, human resources director, your department head or the plant manager. If necessary, go to your general manager.
- **If you feel more comfortable reporting your concerns anonymously to a neutral third party, you may do so by calling the McWane Access Line at (877) 231-0904. For detailed instructions on how to use the McWane Access Line, see page 6 of this brochure.**

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- **Participate in EHS Training:** Training in the EHS program will improve your productivity and workplace safety. Participation in training is required for all employees and is an ongoing requirement. Certification of appropriate training will be required of all contractors for each of their employees working on McWane premises. Training needs are evaluated based on your job description. Find out about training opportunities by talking with your supervisor or human resources staff.

- **Sign an EHS Acknowledgement Statement:** All current McWane employees have received a copy of the EHS responsibilities pamphlet and must sign an acknowledgement regarding these basic responsibilities immediately. All new McWane employees will receive a copy of the EHS responsibilities document during their employee orientation and must sign an acknowledgement regarding these basic responsibilities before starting to work at a McWane facility. The EHS Responsibility Statement is attached to the back of this pamphlet. Fill out the information requested, tear off the acknowledgement form and return it to your supervisor or human resources department. This acknowledgement will become a part of your permanent personnel file.

This pamphlet should also be provided to all independent contractors prior to their beginning work at a McWane facility. The acknowledgement statement attached to the back of this document must be completed and returned to the supervisor or human resources department at the facility where the contractor will be working.

- **Talk About It:** Each employee and contractor has a responsibility to help our Company and each facility in the McWane family continue its success in improving EHS programs. You owe it to yourself and to your co-workers to talk about the programs and work practices you learn about in training and in your everyday experiences on the job. Problems or concerns that are not brought to our attention cannot be addressed; so talking about them, reporting them and offering suggestions are important first steps in assisting us to make positive changes in caring for our environment and employee health and safety.



The McWane Access Line

The McWane corporate office in Birmingham, Alabama, has established the [MCWANE ACCESS LINE](#). The line is a toll-free number that you can call 24 hours a day, seven days a week if you believe that your questions, concerns or issues that you have identified have not been appropriately responded to by your local plant management.

How to Use the McWane Access Line:

- **Dial Toll-Free 1-877-231-0904.** Your call will be answered by a qualified professional who will take your information and ask questions that will assist us in providing a response or taking action when necessary. Spanish speaking translators are readily available, and other languages may be translated through a special service when needed.
- You may call the access line without providing your name or other identifying information. However, the person taking your call may ask you to identify yourself if a response to you would require that we know who you are and how to get in touch with you.
- If you choose not to give your name or other information, you will be given a number that will identify you to the access line staff in the event that you need to call back for further assistance regarding the matter you reported.
- The access line cannot guarantee a response to you if the matter you are reporting would require us to know who you are and you choose to remain anonymous.
- Remember...you will not be disciplined or otherwise discriminated against for making a report to the access line. Any form of retaliation is strictly prohibited.

This is a perforated page to be torn off, completed by each employee and independent contractor, and returned to the human resources department.

**Environmental, Health and Safety
Acknowledgement Statement**

I hereby certify that I have been provided with the McWane EHS pamphlet, and I agree that it is my responsibility to comply with all policies, guidelines and obligations contained (or incorporated by reference) therein. I understand that failure to follow McWane's policies as set forth therein could result in disciplinary action against me, including termination of employment or my contract with the Company.

I acknowledge that the information provided to me in this pamphlet does not constitute an employment contract, or a guarantee of continued employment with McWane, Inc.

Signature: _____

Printed Name: _____

Title/Position: _____

Company (If Contractor) _____

Date: _____

Division: _____

Location: _____

This acknowledgement statement must be returned to your supervisor or human resources department. This statement will become a part of your permanent personnel file.

Contact Information

McWane, Inc.

2900 Hwy. 280, Suite 300
Birmingham, Alabama 35223
(205) 414-3100
www.mcwane.com

**McWane Corporate Environmental,
Health & Safety**

1143 Vanderbilt Road
Birmingham, Alabama 35234
(205) 323-2400

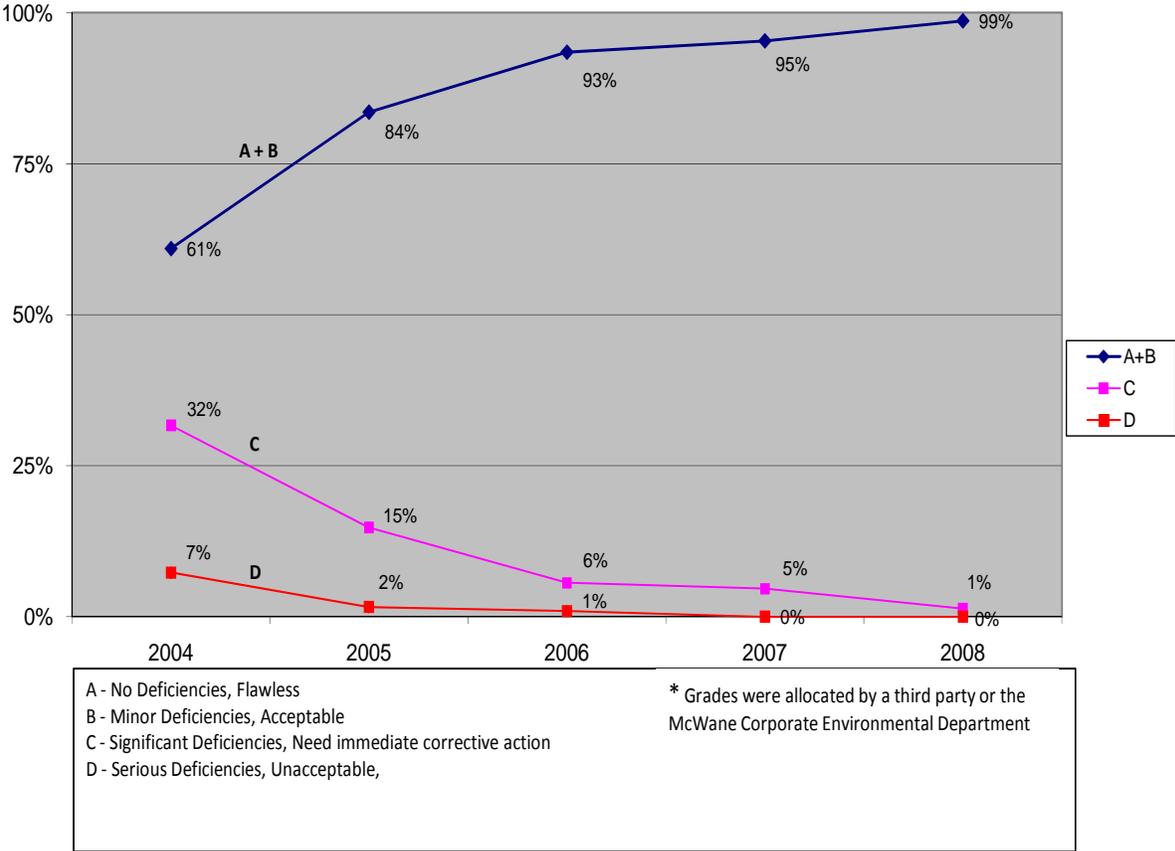
McWane Access Line

1-877-231-0904

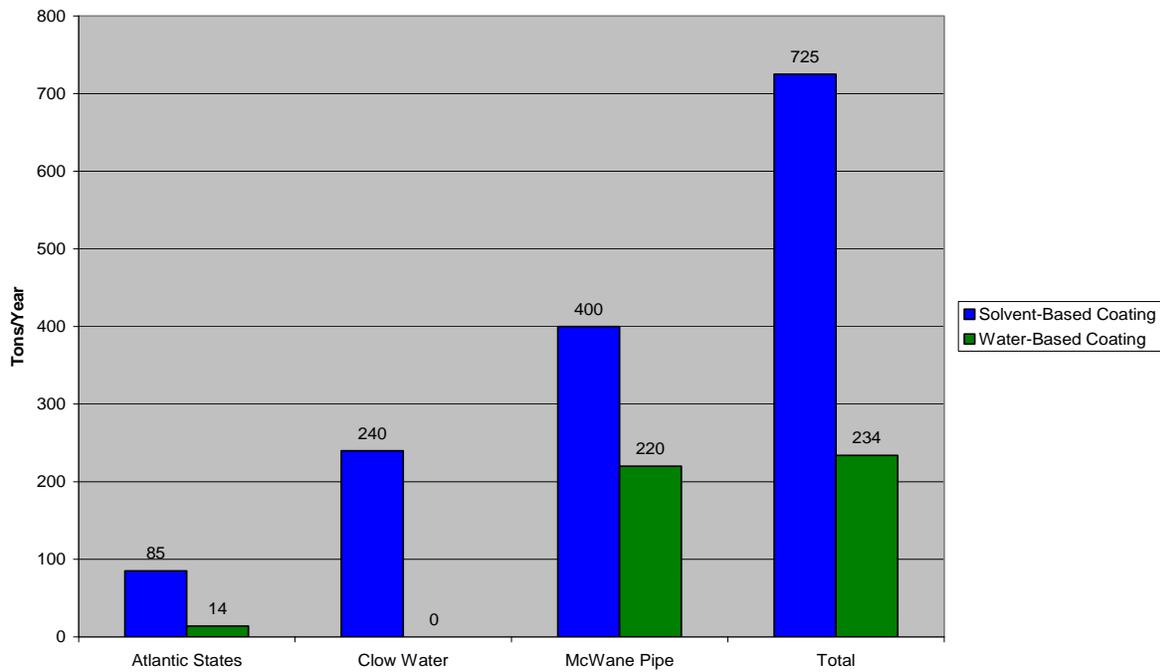
Attachment 5

Performance Charts Regarding Environmental Emissions and Audits

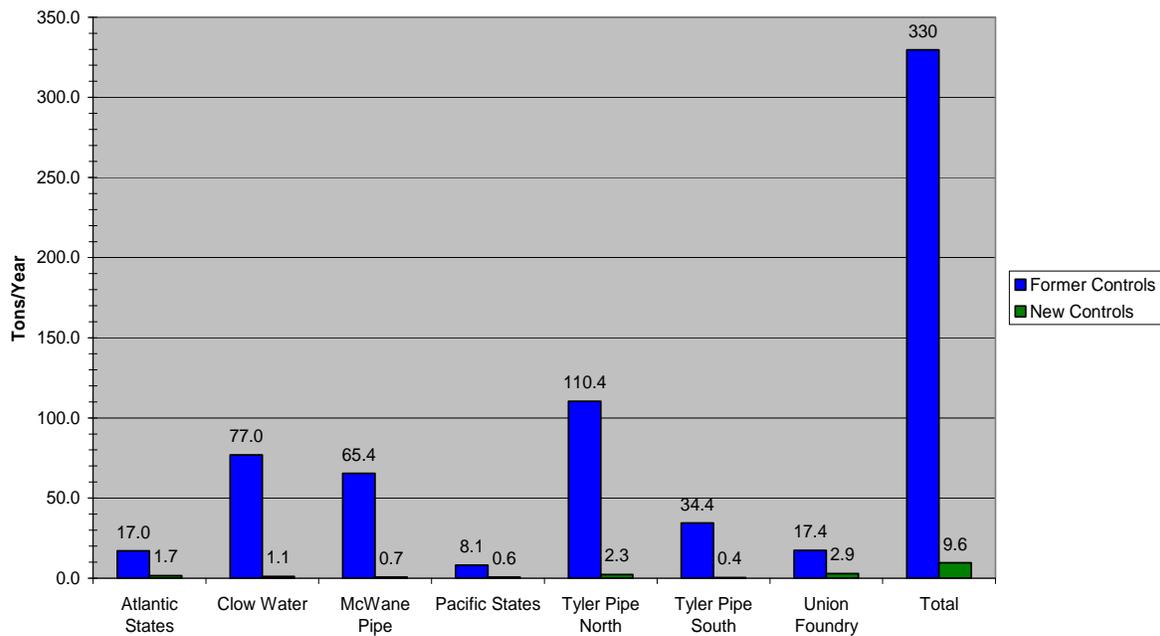
Comparison of Audit Grades



VOC Reductions from Conversion to Water Based Coatings



Cupola Particulate Matter (PM) Emission Reductions After Installation of State of the Art Baghouse Controls (Based on 3000 Hours) (All emissions were below applicable permit limits)



Attachment 6

Some of Our Safety, Environmental, and Other Recognitions

- Clow Valve won the 2009 Ergo Cup award, which rewards companies' innovative ergonomic solutions. The division bested The Boeing Company, Bridgestone/Firestone, and GE Energy.



- In 2008, Atlantic States garnered exemplary scores from third-party audits conducted by ESIS/South Star for the past three years. There have been no OSHA citations at this plant since September 2005, and Atlantic States received the 2008 award for Best Performing EHS Program at McWane.
- By 2009, McWane has had five sites included in OSHA's Voluntary Protection Program (VPP), which recognizes exemplary health and safety programs. Our goal is 100 percent participation.



- In 2008, the Birmingham Business Journal honored McWane, Inc. President G. Ruffner Page, Jr. as its Green Business Leader of the Year.
- In 2008, Manchester Tank in Elkhart, Indiana, completed its first year of membership in the Indiana Department of Environmental Management's Environmental Stewardship Program (ESP).

- In 2008, McWane Pipe received the Cahaba River Society’s Blue-Green Design Innovation Award in recognition for its successful storm/process water system.
- In March 2007, Clow Valve became the first iron and brass foundry in the nation to be recognized as an OSHA VPP Merit site. It is now a Star site. On April 27, 2007, the Clow Valve metal casting facility received an Incident Rate Award from the Iowa/Illinois Safety Council for having an incident rate below the national average.



- In 2007, the Utah Department of Environmental Quality recognized Pacific States with its Outstanding Achievement in Pollution Prevention Award, and the Provo/Orem Chamber of Commerce named Pacific States its “Business of the Year.”
- In January 2006, Atlantic States Cast Iron Pipe in Phillipsburg, New Jersey, became the first foundry in North America to apply control technology to substantially limit mercury emissions. The new technology installed by Atlantic States reflects a voluntary investment of more than \$9.3 million. As a result, Atlantic States has surpassed compliance with emission standards set by the U.S. Environmental Protection Agency under the Clean Air Act, and preemptively met New Jersey Department of Environmental Protection (NJDEP) mercury regulations far ahead of its compliance date of January 2010.

Atlantic States
A DIVISION OF ALBRITZ, INC.
AN ISO 9001 CERTIFIED COMPANY

183 Silgrees Street
Phillipsburg, NJ 08865
908-654-1161
FAX 908-213-0983

First Cupola Emission Cleaning System for Mercury Reduction in USA

- In 2006, Union Foundry achieved 2 Million Man Hours and at one point went two years without a lost-time accident.



- In 2006, M&H Valve went four consecutive months without a recordable injury.
- At YE 2006, Tyler Pipe was below industry averages in all categories. Also, in 2006 our Tyler plant went 163 days without a lost-time accident, and has launched its effort to achieve OSHA VPP status.
- M&H Valve received the 2006 Safety Award from the Calhoun County Chamber of Commerce.
- In 2006, Manchester Tank, Elkhart, received the Governor's Award for Energy/Renewable Resources. The Governor's awards distinguish Indiana's leaders who have implemented outstanding environmental strategies into their operations and decision-making processes.
- In December 2006, the Manchester Tank, Petersburg, Virginia, facility was awarded the OSHA VPP Star status by the State of Virginia as an exemplary worksite with comprehensive, successful safety and health management systems, and injury and illness rates at or below the national average of its industry. The plant also received the South Central Waste Water Authority (SCWWA) Compliance Award for the years 2002 to 2006, as well as the SCWWA Gold Award for Pollution Prevention in 2002.
- McWane, Inc. Business Council of Alabama, 2005 Manufacturer's Make A Difference Community Leadership Award, March 2005.
- *McWane Magazine*—Casting for the Future 2005, The Communicator Awards, Award of Excellence, April 2006.
- McWane Inc. Corporate Brochure—McWane, For Generations, The Communicator Awards, Award of Distinction, April 2006.

- Birmingham Board of Education PIE Award—McWane Cast Iron Pipe Company, Partner of the Year, Large Business, May 2006.
- In 2006, Union Foundry earned the State of Alabama’s highest safety award, the “Award of Superior Achievement,” from the Alabama Department of Industrial Relations. Union Foundry also received a “Workplace Safety Award of Excellence” from the Alabama Department of Industrial Relations for continuous operation without a lost-time injury for the time period of May 17, 2004 to May 15, 2005.
- *McWane Magazine*—Casting for the Future 2005, Finalist, PR News Platinum PR Awards, August 2006.
- In 2005, Union Foundry was honored by the Calhoun County Chamber of Commerce during the Chamber’s 2005 Industry Awards of Excellence as the winner of the “Award in Safety Excellence.”
- Birmingham Board of Education PIE Award—McWane Cast Iron Pipe Company, New Partner of the Year, (Large Business), May 2005.
- McWane Cast Iron Pipe Company, Beautification Award by the City of Birmingham, July 2005.



- McWane, Inc., 2005 Outstanding Corporate Citizen of the Year Award, Alabama Chapter of Fund-raising Professionals, November 2005.
- McWane Cast Iron Pipe Company Summer Arts Program, Certificate of Appreciation, Birmingham Park and Recreation Board, August 2005.
- In 2004, the Manchester Tank, Elkhart, Indiana, facility was awarded the Earth Award by the Elkhart Chamber of Commerce. This award is given to companies “who go above and beyond the call of duty environmentally.”
- In 2003, the Manchester Tank, Crossville, Tennessee, facility received the "Environmental Stewardship Award for Pretreatment Excellence" from the City of Crossville.

Attachment 7

Ductile Iron Pipe Fact Sheet

Ductile Iron Pipe Research Association Environmentally Responsible Ductile Iron Pipe Quick Fact Sheet

The Product and by-products

- Ductile iron pipe is made from 100% recycled scrap iron and steel, including recycled "spillage" from within the manufacturing process
- Ductile iron pipe is 100% recyclable
 - The final product is recyclable
 - The by-products of manufacturing are recyclable
 - All ductile iron pipe manufacturers have a "buy-back" policy on ductile and cast iron pipes that have been removed from service. If you ship it to them, they will pay the going rate for scrap steel and iron

The Manufacturing Process

- The manufacturing process includes environmentally sound practices
 - A closed-loop process
 - Waste heat from production is re-used
 - Process water streams are recycled within the manufacturing process
 - There are minimal water discharges and all waste waters are treated on-site before release
 - Spent foundry sand is recycled and used as a construction material
 - Contaminants are removed from gas streams before venting to the atmosphere

The Installation Process

- The strength of ductile iron pipe means less energy required to install pipelines.
 - Lower CO₂ emissions from construction equipment due to faster rates of installation
 - Less need for select material to support the pipe

The Performance

- The use of ductile iron pipe is environmentally responsible
 - The larger inside diameter of ductile iron pipe (compared to substitute materials) means that, for a given flow, it takes less energy to pump through ductile iron pipe
- Ductile iron pipe designs for pipe wall thickness and corrosion control result in a minimum anticipated service life of 100 years.
 - 100 years of energy savings in lower pumping costs
 - 100 years of service or more possible before replacement construction
- Ductile iron pipe is impermeable to organic contaminants
 - With proper gasket selection, waters are protected from environmental spills in the ground.
 - Wastewater contaminants cannot exfiltrate into the environment

*For more information please visit us at:
www.dipra.org*