

From: [Wardrobe, Leonardo](#)
To: [RidsOgcMailCenter.Resource](#)
Subject: OGC Review of a Change of Control, Goodrich Corporation
Date: Tuesday, May 19, 2020 8:08:00 AM
Attachments: [L06-20581-01.618911.docx](#)
[L06-20581-01.618911.SER.docx](#)

OGC,

Please review the following change of control and provide a NLO response by June 4, 2020.

This is a direct change of control. The information is below:

Transferor	
Licensee – Goodrich Corporation	New Name – Danbury Mission Technologies, LLC
License No. – 06-20581-01	
Docket No. – 03019941	
Case/Reference No. – 618911	

Transferee – Danbury Mission Technologies, LLC

ADAMS Package #ML20136A005

Leo Wardrobe

Health Physicist
Nuclear Regulatory Commission, Region I
Division of Nuclear Materials Safety,
Commercial, Industrial, R&D, and Academic Branch
2100 Renaissance Boulevard, Suite 100
King of Prussia, PA 19406-2713
Office: 610-337-5171
Fax: 610-337-5269

leonardo.wardrobe@nrc.gov

<http://www.nrc.gov/>



**UNITED STATES
NUCLEAR REGULATORY COMMISSION**
REGION I
2100 RENAISSANCE BLVD.
KING OF PRUSSIA, PA 19406-2713

June xx, 2020

Michael R. Dumais, Vice President
Goodrich Corporation
100 Wooster Heights Road
Danbury, CT 06810

SUBJECT: GOODRICH CORPORATION, CONSENT TO PROPOSED TRANSFER, MAIL
CONTROL NO. 618911

Dear Mr. Dumais:

By letter dated May 13, 2020, Goodrich Corporation (Goodrich) requested written consent by the U.S. Nuclear Regulatory Commission (NRC) to a proposed direct transfer of control of NRC Materials License No. 06-20581-01 to Danbury Mission Technologies, LLC (Danbury). Based on the information you provided, we understand that an asset transfer transaction will occur on June 25, 2020 where the license and licensed material will be transferred to Danbury. We understand that this transfer will not result in any change to the location of use, materials, persons using licensed material, or persons responsible for radiation safety at the licensed facility. We further understand that the name will change to Danbury Mission Technologies, LLC.

Based on the above understandings, as more fully detailed in the enclosed NRC staff's Safety Evaluation Report, which documents the NRC staff's safety review of the request, the NRC consents to the proposed transfer. Please note that you will need to notify us promptly, in writing, after the transaction has been finalized and include a signed copy of the sale agreement confirming completion of the transaction. With this information, we can issue an administrative amendment to your NRC license to reflect the transaction. Please notify the NRC in writing, if this planned sale has not been consummated within 30 days of the expected transaction date, which is expected to occur on June 25, 2020, or this consent may be deemed null and void. If you have any questions regarding this letter, please contact Leonardo Wardrobe at (610) 337-5171 or via electronic mail at leonardo.wardrobe@nrc.gov.

Future changes in the license's name, licensed use, licensed materials, licensed locations, or persons responsible for licensed material require submission of a request to amend the license. NRC approval must be received prior to implementation of the proposed change.

An environmental assessment for this action was not required because this action is categorically excluded under 10 CFR 51.22(c)(21).

In accordance with 10 CFR 2.390 of the NRC's "Rules of Practice," a copy of this letter and its enclosure will be available electronically for public inspection in the NRC Public Document Room or from the NRC's document system (ADAMS). ADAMS is accessible from the NRC Web Site at: <http://www.nrc.gov/reading-rm/adams.html>.

Thank you for your cooperation in this matter.

Sincerely,

Leonardo Wardrobe, Health Physicist
Commercial, Industrial, R&D
and Academic Branch
Division of Nuclear Materials Safety
Region I

License No. 06-20581-01
Docket No. 618911
Mail Control No. 618911

cc: Christopher Ullathorne, Director, General Manager
Ryan Hannan, Radiation Safety Officer

Enclosure:
Safety Evaluation Report

GOODRICH CORPORATION, CONSENT TO PROPOSED TRANSFER, MAIL CONTROL NO.
618911 DATED JUNE xx, 2020

DOCUMENT NAME: G:\WBL Documents\WBL License Cover Letter\L06-20581-01.618911.docx

SUNSI Review Complete: LWARDrobe

After declaring this document "An Official Agency Record" it will be released to the Public.

To receive a copy of this document, indicate in the box: "C" = Copy w/o attach/encl "E" = Copy w/ attach/encl "N" = No copy

OFFICE	RI:DNMS	N					
NAME	LWARDrobe						
DATE	6/xx/2020						

OFFICIAL RECORD COPY

**SAFETY EVALUATION REPORT
PROPOSED CHANGE OF CONTROL FOR BYPRODUCT MATERIALS LICENSE
NUMBER 06-20581-01, GOODRICH CORPORATION**

DATE: June xx, 2020

DOCKET NO.: 030-19941

LICENSE NO.: 06-20581-01

LICENSEE: Goodrich Corporation
100 Wooster Heights Road
Danbury, CT 06810

TECHNICAL REVIEWER: Leonardo Wardrobe

SUMMARY AND CONCLUSIONS

The Goodrich Corporation (Goodrich) is an electro-optical solutions business authorized by NRC License 06-20581-01 for the possession and use of byproduct material for the purposes of testing subassemblies for products manufactured for customers. The U.S. Nuclear Regulatory Commission (NRC) staff reviewed a request for consent for a direct change of control submitted by Goodrich that will result from an asset transfer transaction between Goodrich and Danbury Mission Technologies, LLC (Danbury). Goodrich is an indirect, wholly-owned subsidiary of Raytheon Technologies Corporation (Raytheon Technologies). As part of the U.S. Department of Justice approval for the all-stock merger between the former Raytheon Company and United Technologies Corporation (now called Raytheon Technologies) completed on April 3, 2020, Raytheon Technologies was required to divest its electro-optical solutions business (Goodrich). Danbury, which is a subsidiary of AMERGINT Technologies (AMERGINT) is seeking to acquire through an asset transfer transaction the licensee and licensed material of Goodrich. The direct transfer of control is described in Agency Documents Access and Management System (ADAMS) accession number ML20136A006.

The request for consent was reviewed by NRC staff for a direct change of control of a 10CFR Part 30 license using the guidance in NUREG 1556, Volume 15, Revision 1, "Consolidated Guidance About Materials Licenses - Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses," dated June 2016. The NRC staff finds that the information submitted by Goodrich Corporation sufficiently describes and documents the transaction and commitments made by Danbury and Goodrich Corporation.

As required by 10 CFR 30.34 and section 184 of the Atomic Energy Act of 1954, as amended (the Act), NRC staff has reviewed the application and finds that the proposed change of control is in accordance with the Act. The staff finds that, after the change of control, Danbury will remain qualified to use byproduct material for the purpose requested, and will continue to have the equipment, facilities, and procedures needed to protect public health and safety, and promotes the security of licensed material.

SAFETY AND SECURITY REVIEW

According to data obtained from the NRC's Web-Based Licensing System (WBL), Goodrich Corporation has been an NRC licensee since January 19, 1983. The NRC conducted a main office inspection of Goodrich on August 23, 2017, and no violations were identified during this inspection. The commitments made by Danbury and Goodrich state that Danbury (License No. 06-20581-01):

- A. will not change the radiation safety officer listed in the NRC license;
- B. will not change the personnel involved in licensed activities;
- C. will not change the locations, facilities, and equipment authorized in the NRC license;
- D. will not change the radiation safety program authorized in the NRC license;
- E. will change the organization's name listed in the NRC license; and
- F. will keep regulatory required surveillance records and decommissioning records.

[insert discussion of known entity. For example: Company B has two subsidiaries that possess active NRC licenses: company B-1 (License No. xx-xxxxx-xx that authorizes...insert description...) and company B-2 (License No. xx-xxxxx-xx that authorizes...insert description...)]. Therefore, for security purposes, Danbury is not considered a known entity following the guidance provided by the NRC's Office of Federal and State Materials and Environmental Management Programs (FSME) 'Checklist to provide a basis for confidence that radioactive materials will be used as specified on the license', September 3, 2008 revision. The purpose of this checklist is for the NRC to obtain reasonable assurance from new license applicants or NRC licensees transferring control of licensed activities that the licensed material will be used for its intended purpose and not for malevolent use.

Goodrich is not required to have decommissioning financial assurance based on the types and amount of material authorized in License No. 06-20581-01.

REGULATORY FRAMEWORK

Goodrich's License No. 06-20581-01, was issued under 10 CFR Part 30, Rules of General Applicability to Domestic Licensing of Byproduct Material. The Commission is required by 10 CFR 30.34 to determine if the change of control is in accordance with the provisions of the Act and give its consent in writing.

10 CFR 30.34(b) states: "No license issued or granted pursuant to the regulations in this part and parts 31 through 36, and 39 nor any right under a license shall be transferred, assigned or in any manner disposed of, either voluntarily or involuntarily, directly or indirectly, through transfer of control of any license to any person, unless the Commission shall, after securing full information, find that the transfer is in accordance with the provisions of the Act and shall give its consent in writing."

As previously indicated, the staff evaluation is based on guidance in NUREG-1556, Volume

15. As discussed in NUREG-I 556, Volume 15, NRC is generally using the term “change of control” rather than the statutory term “transfer” to describe the variety of events that could require prior notification and written consent of the NRC. The central issue is whether the authority over the license has changed. Goodrich’s request for consent describes a direct change of control resulting from a planned asset transfer transaction between Goodrich, an indirect wholly-owned subsidiary of Raytheon Technologies and Danbury a subsidiary of AMERGINT. Following the completion of the asset transfer transaction, Licensee Name will indirectly, through Company A, become a wholly-owned subsidiary of Company B”] and, as such, the transfer requires NRC consent.

DESCRIPTION OF TRANSACTION

The transaction is described in ADAMS accession number ML20136A006. After completion of the merger, Danbury will continue as the licensee and remain in control of all licensed activities under Materials License No. 06-20581-01. The NRC staff finds that the request for consent adequately provides a complete and clear description of the transaction, and is consistent with the guidance provided in Appendix F of NUREG-1556, Volume 15.

TRANSFeree’S COMMITMENT TO ABIDE BY THE TRANSFEROR’S COMMITMENTS

The NRC staff finds that the information submitted by Goodrich sufficiently describes and documents the commitments made by Danbury and Goodrich, and is consistent with the guidance in NUREG-1556, Volume 15.

ENVIRONMENTAL REVIEW

An environmental assessment for this action is not required since this action is categorically excluded under 10 CFR 51.22(c)(21).

CONCLUSION

The staff has reviewed the request for consent submitted by both parties with regard to an indirect change of control of byproduct materials license No. 06-20581-01 and approves the application pursuant to 10 CFR 30.34(b).

The submitted information sufficiently describes the transaction; documents the understanding of the license and commitments; demonstrates that personnel have the experience and training to properly implement and maintain the license and that they will maintain the existing records; And, in the future, will abide by all existing commitments to the license, consistent with the guidance in NUREG-1556, Volume 15.

Therefore, the staff concludes that the proposed change in control would not alter the previous findings, made under 10 CFR Part 30, that licensed operations will not be inimical to the common defense and security, or to the health and safety of the public.