

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 10
2. AMENDMENT/MODIFICATION NO. 123	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 11EM003345	5. PROJECT NO. (If applicable)
6. ISSUED BY Office of River Protection U.S. Department of Energy Office of River Protection P.O. Box 450 Richland WA 99352	CODE 00603	7. ADMINISTERED BY (If other than Item 6) Office of River Protection U.S. Department of Energy Office of River Protection P.O. Box 450 MS: H6-60 Richland WA 99352	CODE 00603
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) WASHINGTON RIVER PROTECTION SOLUTIONS LLC Attn: DUANE SCHMOKER PO BOX 73 720 PARK BLVD BOISE ID 837290001		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 806500521 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-08RV14800	10B. DATED (SEE ITEM 13) 05/29/2008

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended, is not extended.
 Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Schedule

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.243-2, Changes-Cost Reimbursement (AUG 1987)
	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

See continuation pages.

Period of Performance: 06/20/2008 to 09/30/2013

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) <i>Abby Dunning, Contract Manager</i>	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Susan E. Bechtol
15B. CONTRACTOR/OFFEROR ORIGINAL SIGNED BY <i>(Signature of person authorized to sign)</i>	16B. UNITED STATES OF AMERICA ORIGINAL SIGNED BY <i>(Signature of Contracting Officer)</i>
15C. DATE SIGNED 9/29/11	16C. DATE SIGNED 7/29/11

Purpose of Modification:

The purpose of this modification is to incorporate the negotiated costs and fee for Due Diligence Discovery and Identification Form (DDDIF) 138, Base Labor Rates. The following changes are hereby incorporated into the contract:

1. Update Section B as follows:

1.1 Incorporate costs and fee for DDDIF-138, Base Labor Rates.

The addition of this new scope increases the costs of sub-CLINs 1.2 thru 3.3 and CLIN 4.5 by \$32,828,811 and increases fee in the amount of \$2,462,161 for a total increase in contract value of \$35,290,972. The costs are added to each sub-CLIN as follows:

DDDIF-138 Base Labor Rates	TOTAL Contract
1.2	21,356,806
1.3	3,186,347
2.1	3,603,253
2.2	922,832
3.1	1,940,261
3.2	422,300
3.3	554,467
4.5	842,545
Sub-Total	32,828,811
Fee	2,462,161
Total	35,290,972

1.2 Update Section B, B.4-1 Table to incorporate the following changes from this modification: (Attachment 2 to this modification shows the added costs and fee broken down by Fiscal Year)

The total increase in costs is \$32,828,811 and an increase in fee of \$2,462,161, for a total increase of \$35,290,972.

1.3 As a result of the negotiated changes, the Total Contract Price is changed from \$7,125,738,461 to \$7,161,029,433. Section B, Table B.4-1 sub-CLINs 1.2 thru 4.5 and Total Contract Price are changed as follows:

FROM:

Transition Period – FY 2008							
CLIN 1 Base Operations	Sub-CLIN 1.1	5,494					
	Contract Cost	5,494					
Totals	Contract Price	5,494					
Base Period							
		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
CLIN 1 Base Operations	Sub-CLIN 1.2	133,782	126,645	130,823	135,433	148,312	674,995
	Sub-CLIN 1.3	14,120	14,379	16,681	17,434	17,899	80,513
CLIN 2 SST Retrieval and Closure	Sub-CLIN 2.1	39,375	27,939	42,292	55,615	66,336	231,557
	Sub-CLIN 2.2	12,017	14,205	22,148	27,689	19,212	95,270
CLIN 3 WTP Support	Sub-CLIN 3.1	9,605	15,584	21,041	17,553	21,056	84,389
	Sub-CLIN 3.2	3,045	3,115	3,187	3,247	3,335	15,929
	Sub-CLIN 3.3	926	0	830	4,272	1,350	7,378
	Sub-CLIN 3.4	16,536	17,333	23,879	19,024	15,145	91,917
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	49,228	37,388	19,799	13,895	4,689	124,999
	Sub-CLIN 4.2	0	0	22	308	6,353	6,683
	Sub-CLIN 4.3	0	101	382	389	9,149	10,021
	Sub-CLIN 4.4	0	104	396	471	676	1,647
	Sub-CLIN 4.5	9,533	5,686	17,008	9,751	9,932	51,910
CLIN 5 Early Feed and Operation of WTP LAW Facility	Sub-CLIN 5.1	34,118	6,848	2,674	1,973	2,648	48,261
	Sub-CLIN 5.2	0	34,417	49,008	43,452	35,379	162,256
	Sub-CLIN 5.3	0	0	0	0	0	0
	Sub-CLIN 5.4	0	0	0	0	0	0
CLIN 6 Pension and Welfare Plans	Sub-CLIN 6.1	20,036	21,877	23,836	25,948	27,376	119,073
	Sub-CLIN 6.2	100,827	113,582	117,716	126,066	122,161	580,352
Base Contract Sub-Totals	Contract Cost	443,148	439,203	491,722	502,519	511,008	2,387,601
	Available Fee*	16,187	24,604	23,294	27,391	23,488	114,964
	Contract Price	459,335	463,807	515,016	529,910	534,496	2,502,564
CLIN 7 American Recovery and Reinvestment Act (ARRA) Workscope	Sub-CLIN 7.1	29,362	89,029	63,680	0	0	182,071
	Sub-CLIN 7.2	2,661	17,260	11,791	0	0	31,712
	Sub-CLIN 7.3	5,756	26,731	26,448	0	0	58,935
	Sub-CLIN 7.4	0	0	0	0	0	0
	Sub-CLIN 7.5	539	6,943	3,268	0	0	10,750
	Sub-CLIN 7.6	0	10,832	7,213	0	0	18,045
ARRA Sub-Totals	ARRA Cost	38,318	150,795	112,400	0	0	301,513
	ARRA Fee	2,853	11,180	8,309	0	0	22,342

	ARRA Price	41,171	161,975	120,709	0	0	323,855
Totals	Contract Cost	481,466	589,998	604,122	502,519	511,008	2,689,114
	Available Fee	19,040	35,784	31,603	27,391	23,488	137,306
	Contract Price	500,506	625,782	635,725	529,910	534,496	2,826,419

Option Period 1					
		FY 2014	FY 2015	FY 2016	Totals
CLIN 1 Base Operations	Sub-CLIN 1.2	141,072	99,697	137,316	378,084
	Sub-CLIN 1.3	17,860	18,271	15,561	51,692
CLIN 2 SST Retrieval and Closure	Sub-CLIN 2.1	53,361	62,089	73,809	189,259
	Sub-CLIN 2.2	14,720	15,281	8,250	38,251
CLIN 3 WTP Support	Sub-CLIN 3.1	23,597	17,359	19,307	60,263
	Sub-CLIN 3.2	3,412	3,220	3,307	9,939
	Sub-CLIN 3.3	3,676	17,845	35,469	56,990
	Sub-CLIN 3.4	15,801	15,530	8,561	39,892
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	0	0	0	0
	Sub-CLIN 4.2	8,559	17,298	17,745	43,602
	Sub-CLIN 4.3	12,086	22,176	33,154	67,416
	Sub-CLIN 4.4	8,002	45,545	284,921	338,468
	Sub-CLIN 4.5	3,409	2,944	0	6,353
CLIN 5 Early Feed and Operation of WTP LAW Facility	Sub-CLIN 5.1	436	0	0	436
	Sub-CLIN 5.2	10,092	21,416	21,908	53,416
	Sub-CLIN 5.3	0	0	0	0
	Sub-CLIN 5.4	90,880	124,209	127,237	342,326
CLIN 6 Pension and Benefit Plans	Sub-CLIN 6.1	29,972	32,846	36,029	98,847
	Sub-CLIN 6.2	123,155	118,010	113,995	355,160
Totals	Contract Cost	560,089	633,736	936,569	2,130,394
	Available Fee	TBD by DOE	TBD by DOE	TBD by DOE	115,359
	Contract Price	Total	Total	Total	2,245,754

Option Period 2				
		FY 2017	FY 2018	Totals
CLIN 1 Base Operations	Sub-CLIN 1.2	171,118	162,832	333,950
	Sub-CLIN 1.3	13,881	14,543	28,424
CLIN 2 SST Retrieval and Closure	Sub-CLIN 2.1	69,902	43,482	113,384
	Sub-CLIN 2.2	4,264	2,849	7,113
CLIN 3 WTP Support	Sub-CLIN 3.1	9,705	4,009	13,714
	Sub-CLIN 3.2	3,356	3,420	6,776
	Sub-CLIN 3.3	25,165	19,552	44,717
	Sub-CLIN 3.4	13,086	17,239	30,325
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	0	0	0
	Sub-CLIN 4.2	18,102	9,790	27,892
	Sub-CLIN 4.3	0	0	0
	Sub-CLIN 4.4	448,611	268,471	717,082
	Sub-CLIN 4.5	0	0	0
CLIN 5	Sub-CLIN 5.1	0	0	0

Early Feed and Operation of WTP LAW Facility	Sub-CLIN 5.2	22,412	22,928	45,340
	Sub-CLIN 5.3	0	0	0
	Sub-CLIN 5.4	131,281	134,315	265,596
CLIN 6 Pension and Benefit Plans	Sub-CLIN 6.1	39,561	43,479	83,040
	Sub-CLIN 6.2	109,913	106,517	216,430
Totals	Contract Cost	1,080,357	853,426	1,933,783
	Available Fee	TBD by DOE	TBD by DOE	114,288
	Contract Price	Total	Total	2,048,071

Contract Totals		
Total: Transition, Base & Option Periods	Contract Cost	6,758,785
	Available Fee	366,953
	Contract Price	7,125,738

TO:

Transition Period – FY 2008							
CLIN 1 Base Operations	Sub-CLIN 1.1	5,494					
Totals	Contract Cost	5,494					
	Contract Price	5,494					
Base Period							
		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
CLIN 1 Base Operations	Sub-CLIN 1.2	135,656	128,408	132,677	137,619	150,477	684,836
	Sub-CLIN 1.3	14,397	14,649	16,974	17,775	18,234	82,030
CLIN 2 SST Retrieval and Closure	Sub-CLIN 2.1	39,669	28,154	42,729	56,374	67,012	233,938
	Sub-CLIN 2.2	12,070	14,245	22,238	27,879	19,338	95,771
CLIN 3 WTP Support	Sub-CLIN 3.1	9,725	15,709	21,208	17,744	21,230	85,615
	Sub-CLIN 3.2	3,085	3,154	3,230	3,297	3,384	16,150
	Sub-CLIN 3.3	931	0	832	4,277	1,375	7,415
	Sub-CLIN 3.4	16,536	17,333	23,942	19,024	15,145	91,917
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	49,228	37,388	19,799	13,895	4,689	124,999
	Sub-CLIN 4.2	0	0	22	308	6,353	6,683
	Sub-CLIN 4.3	0	101	382	389	9,149	10,021
	Sub-CLIN 4.4	0	104	396	471	676	1,647
	Sub-CLIN 4.5	9,590	5,759	17,101	9,923	10,222	52,595
CLIN 5	Sub-CLIN 5.1	34,118	6,848	2,674	1,973	2,648	48,261

<i>Early Feed and Operation of WTP LAW Facility</i>	Sub-CLIN 5.2	0	34,417	49,008	43,452	35,379	162,256
	Sub-CLIN 5.3	0	0	0	0	0	0
	Sub-CLIN 5.4	0	0	0	0	0	0
<i>CLIN 6 Pension and Welfare Plans</i>	Sub-CLIN 6.1	20,036	21,877	23,836	25,948	27,376	119,073
	Sub-CLIN 6.2	100,827	113,582	117,716	126,066	122,161	580,352
<i>Base Contract Sub-Totals</i>	Contract Cost	445,869	441,728	494,699	506,414	514,848	2,403,559
	Available Fee*	16,391	24,794	23,518	27,683	23,776	116,161
	Contract Price	462,261	466,521	518,217	534,097	538,624	2,519,720
<i>CLIN 7 American Recovery and Reinvestment Act (ARRA) Workscope</i>	Sub-CLIN 7.1	29,362	89,029	63,680	0	0	182,071
	Sub-CLIN 7.2	2,661	17,260	11,791	0	0	31,712
	Sub-CLIN 7.3	5,756	26,731	26,448	0	0	58,935
	Sub-CLIN 7.4	0	0	0	0	0	0
	Sub-CLIN 7.5	539	6,943	3,268	0	0	10,750
	Sub-CLIN 7.6	0	10,832	7,213	0	0	18,045
<i>ARRA Sub-Totals</i>	ARRA Cost	38,318	150,795	112,400	0	0	301,513
	ARRA Fee	2,853	11,180	8,309	0	0	22,342
	ARRA Price	41,171	161,975	120,709	0	0	323,855
<i>Totals</i>	Contract Cost	484,187	592,523	607,099	506,414	514,848	2,705,072
	Available Fee	19,244	35,974	31,827	27,683	23,776	138,503
	Contract Price	503,432	628,496	638,926	534,097	538,624	2,843,575

*Note: In accordance with clause B.14, DOE Authorization of Work, Table B.4-1a below reflects the authorized available base fee to date:

Table B.4-1a, Authorized Available Base Fee to Date
(\$'s in K)

Available Fee for Authorized CLINS	FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
	\$16,391	\$24,793	\$23,518	\$13,838	\$294	\$78,833

Option Period 1					
		FY 2014	FY 2015	FY 2016	Totals
<i>CLIN 1 Base Operations</i>	Sub-CLIN 1.2	143,408	102,100	139,610	385,118
	Sub-CLIN 1.3	18,203	18,608	15,884	52,695
<i>CLIN 2 SST Retrieval and Closure</i>	Sub-CLIN 2.1	53,842	62,477	73,998	190,317
	Sub-CLIN 2.2	14,874	15,408	8,334	38,616
<i>CLIN 3 WTP Support</i>	Sub-CLIN 3.1	23,860	17,565	19,598	61,023
	Sub-CLIN 3.2	3,462	3,259	3,344	10,064
	Sub-CLIN 3.3	3,726	17,945	35,568	57,239
	Sub-CLIN 3.4	15,801	15,530	8,561	39,892
<i>CLIN 4 Supplemental Treatment</i>	Sub-CLIN 4.1	0	0	0	0
	Sub-CLIN 4.2	8,559	17,298	17,745	43,602

	Sub-CLIN 4.3	12,086	22,176	33,154	67,416
	Sub-CLIN 4.4	8,002	45,545	284,921	338,468
	Sub-CLIN 4.5	3,496	3,014	0	6,510
CLIN 5 <i>Early Feed and Operation of WTP LAW Facility</i>	Sub-CLIN 5.1	436	0	0	436
	Sub-CLIN 5.2	10,092	21,416	21,908	53,416
	Sub-CLIN 5.3	0	0	0	0
	Sub-CLIN 5.4	90,880	124,209	127,237	342,326
CLIN 6 <i>Pension and Benefit Plans</i>	Sub-CLIN 6.1	29,972	32,846	36,029	98,847
	Sub-CLIN 6.2	123,155	118,010	113,995	355,160
Totals	Contract Cost	563,853	637,405	939,886	2,141,145
	Available Fee	TBD by DOE	TBD by DOE	TBD by DOE	116,165
	Contract Price	Total	Total	Total	2,257,310

Option Period 2				
		FY 2017	FY 2018	Totals
CLIN 1 <i>Base Operations</i>	Sub-CLIN 1.2	173,301	165,131	338,432
	Sub-CLIN 1.3	14,199	14,892	29,091
CLIN 2 <i>SST Retrieval and Closure</i>	Sub-CLIN 2.1	69,945	43,603	113,548
	Sub-CLIN 2.2	4,298	2,873	7,171
CLIN 3 <i>WTP Support</i>	Sub-CLIN 3.1	9,985	4,134	14,119
	Sub-CLIN 3.2	3,392	3,460	6,852
	Sub-CLIN 3.3	25,277	19,708	44,985
	Sub-CLIN 3.4	13,086	17,239	30,325
CLIN 4 <i>Supplemental Treatment</i>	Sub-CLIN 4.1	0	0	0
	Sub-CLIN 4.2	18,102	9,790	27,892
	Sub-CLIN 4.3	0	0	0
	Sub-CLIN 4.4	448,611	268,471	717,082
	Sub-CLIN 4.5	0	0	0
CLIN 5 <i>Early Feed and Operation of WTP LAW Facility</i>	Sub-CLIN 5.1	0	0	0
	Sub-CLIN 5.2	22,412	22,928	45,340
	Sub-CLIN 5.3	0	0	0
	Sub-CLIN 5.4	131,281	134,315	265,596
CLIN 6 <i>Pension and Benefit Plans</i>	Sub-CLIN 6.1	39,561	43,479	83,040
	Sub-CLIN 6.2	109,913	106,517	216,430
Totals	Contract Cost	1,083,364	856,539	1,939,903
	Available Fee	TBD by DOE	TBD by DOE	114,747
	Contract Price	Total	Total	2,054,650

Contract Totals		
Total: Transition, Base & Option Periods	Contract Cost	6,791,614
	Available Fee	369,416
	Contract Price	7,161,030

2. Update Section J.4, Attachment J.4.2, Performance Evaluation and Measurement Plan (PEMP), Page J.4.2-1 to update the Configuration Table to reflect the revision to Attachment 2 as a result of this modification and to add the date of modification 118. The change is as follows:

FROM:

Version	Date Approved	Summary of Changes
Original	May 12, 2010 (Modification 54)	Established FY 2010-2013 PBIs
Revision 1	July 14, 2010 (Modification 59)	Addition of PBI 3-20 through PBI 3-24
Revision 2	August 27, 2010 (Modification 66)	Addition of PBI 2.18
Revision 3	September 23, 2010 (Modification 72)	Addition of PBI 7.3 through PBI 7.6
Revision 4	January 12, 2011 (Modification 87)	Update PBIs 1.1, 1.3 and 2.17
Revision 5	April 4, 2011 (Modification 101)	Increase unallocated fee pool amount
Revision 6	April 4, 2011 (Modification 102)	Misc. Changes to PBI 1, PBI 2 and PBI 3
Revision 7	April 15, 2011 (Modification 105)	Increase unallocated fee pool amount
Revision 8	May 26, 2011 (Modification 109)	Increase unallocated fee pool amount
Revision 9	June 22, 2011 (Modification 111)	Adjust PBIs to reflect decrease in total available Base Period fee pool.
Revision 10	See date of Modification 118	Increase unallocated fee pool amount

TO:

Version	Date Approved	Summary of Changes
Original	May 12, 2010 (Modification 54)	Established FY 2010-2013 PBIs
Revision 1	July 14, 2010 (Modification 59)	Addition of PBI 3-20 through PBI 3-24
Revision 2	August 27, 2010 (Modification 66)	Addition of PBI 2.18
Revision 3	September 23, 2010 (Modification 72)	Addition of PBI 7.3 through PBI 7.6
Revision 4	January 12, 2011 (Modification 87)	Update PBIs 1.1, 1.3 and 2.17
Revision 5	April 4, 2011 (Modification 101)	Increase unallocated fee pool amount
Revision 6	April 4, 2011 (Modification 102)	Misc. Changes to PBI 1, PBI 2 and PBI 3
Revision 7	April 15, 2011 (Modification 105)	Increase unallocated fee pool amount
Revision 8	May 26, 2011 (Modification 109)	Increase unallocated fee pool amount
Revision 9	June 22, 2011 (Modification 111)	Adjust PBIs to reflect decrease in total available Base Period fee pool.
Revision 10	July 14, 2011 (Modification 118)	Increase unallocated fee pool amount
Revision 11	See date of Modification 123	Increase unallocated fee pool amount

3. Update Section J.4, Attachment J.4.2, Performance Evaluation and Measurement Plan (PEMP), Page J.4.2-84, to update the paragraph describing the Unallocated Base Period Fee to use consistent terminology and to correct the following errors carried over from Modifications 111 and 118:

- Due to a calculation error when the revised PEMP was issued in Mod 111, the Total Unallocated Base Period Fee value and Total Available Unallocated Base Period Fee value were incorrect, and should have been \$225,000 more than what was stated in the modification. This error was also carried over into Mod 118.
- The unallocated base fee amount of \$143,585 that was added in Mod 118 was reflected in the Total Available Unallocated Base Period Fee value, but was not added to the Total Unallocated Base Period Fee value.

After adding the \$225,000 to correct the error from Mod 111, adding the \$143,585 to correct the error from Mod 118, and adding the unallocated base fee amount of \$1,196,861 for the Base Labor Rates, the updated Total Unallocated Base Period Fee value is \$9,238,239 and the Total Available Unallocated Base Period Fee value is \$2,413,334. The change is as follows:

FROM:

Performance Fee unallocated value is established at \$7,897,568. \$1,216,248 of the total base period fee pool is available to be allocated. \$6,824,905 is not allocated and not available to be earned. The Contractor is not entitled to this unallocated and unavailable fee.

Total unallocated fee: \$1,216,248 (Mod 118)
Base unallocated fee: \$1,216,248 (Mod 118)
ARRA unallocated fee: \$ 0

TO:

The Total Unallocated Base Period Fee value is \$9,238,239. The Total Available Unallocated Base Period Fee value is \$2,413,334. The Total Unavailable Unallocated Base Period Fee value is \$6,824,905, and is not available to be earned. The Contractor is not entitled to this unallocated and unavailable fee.

Available Unallocated Base Period Fee:	\$2,413,334 (Mod 123)
Available Unallocated ARRA Fee:	\$ 0
Total Available Unallocated Fee:	\$2,413,334 (Mod 123)

4. Update Section J, Table of Contents to reflect the revisions to Sections J.2 and J.4 as a result of this modification. The change is as follows:

FROM:

J.4	PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP)	10	99
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TO:

J.4	PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP)	11	113
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5. **Attached to this modification are replacement pages for the following sections:**
- Section B, Pages B-6 and B-8
 - Section J, Table of Contents, Page J.1
 - Section J.4, Attachment J.4.2, Pages J.4.2-1 and J.4.2-92
6. **Contractor’s Statement of Release-** In consideration of the modifications agreed to herein as complete equitable adjustments for Due Diligence Discovery and Identification Form (DDDIF) 138, Base Labor Rates , “proposal for adjustment,” the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to this “proposal for adjustment”.
7. **All other Terms and Conditions remain unchanged.**

Attachment 1

DE-AC27-08RV14800, MODIFICATION 123

Replacement Page

(Total: Seven (7) including this Cover Page)

- **Section B, Pages B-6 thru B-8**
- **Section J, Table of Contents, Page J-1**
- **Section J, Attachment J.2, Page J.2-6**
- **Section J, Attachment J.4, Pages J.4.2-1 and J.4.2-92**

Table B.4-1, Contract Cost and Contract Fee
 (\$'s in K)

Transition Period – FY 2008							
CLIN 1 Base Operations	Sub-CLIN 1.1	5,494					
Totals	Contract Cost	5,494					
	Contract Price	5,494					
Base Period							
		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
CLIN 1 Base Operations	Sub-CLIN 1.2	135,656	128,408	132,677	137,619	150,477	684,836
	Sub-CLIN 1.3	14,397	14,649	16,974	17,775	18,234	82,030
CLIN 2 SST Retrieval and Closure	Sub-CLIN 2.1	39,669	28,154	42,729	56,374	67,012	233,938
	Sub-CLIN 2.2	12,070	14,245	22,238	27,879	19,338	95,771
CLIN 3 WTP Support	Sub-CLIN 3.1	9,725	15,709	21,208	17,744	21,230	85,615
	Sub-CLIN 3.2	3,085	3,154	3,230	3,297	3,384	16,150
	Sub-CLIN 3.3	931	0	832	4,277	1,375	7,415
	Sub-CLIN 3.4	16,536	17,333	23,942	19,024	15,145	91,917
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	49,228	37,388	19,799	13,895	4,689	124,999
	Sub-CLIN 4.2	0	0	22	308	6,353	6,683
	Sub-CLIN 4.3	0	101	382	389	9,149	10,021
	Sub-CLIN 4.4	0	104	396	471	676	1,647
	Sub-CLIN 4.5	9,590	5,759	17,101	9,923	10,222	52,595
CLIN 5 Early Feed and Operation of WTP LAW Facility	Sub-CLIN 5.1	34,118	6,848	2,674	1,973	2,648	48,261
	Sub-CLIN 5.2	0	34,417	49,008	43,452	35,379	162,256
	Sub-CLIN 5.3	0	0	0	0	0	0
	Sub-CLIN 5.4	0	0	0	0	0	0
CLIN 6 Pension and Welfare Plans	Sub-CLIN 6.1	20,036	21,877	23,836	25,948	27,376	119,073
	Sub-CLIN 6.2	100,827	113,582	117,716	126,066	122,161	580,352
Base Contract Sub-Totals	Contract Cost	445,869	441,728	494,699	506,414	514,848	2,403,559
	Available Fee*	16,391	24,794	23,518	27,683	23,776	116,161
	Contract Price	462,261	466,521	518,217	534,097	538,624	2,519,720
CLIN 7 American Recovery and Reinvestment Act (ARRA) Workslope	Sub-CLIN 7.1	29,362	89,029	63,680	0	0	182,071
	Sub-CLIN 7.2	2,661	17,260	11,791	0	0	31,712
	Sub-CLIN 7.3	5,756	26,731	26,448	0	0	58,935
	Sub-CLIN 7.4	0	0	0	0	0	0
	Sub-CLIN 7.5	539	6,943	3,268	0	0	10,750
	Sub-CLIN 7.6	0	10,832	7,213	0	0	18,045
ARRA Sub-Totals	ARRA Cost	38,318	150,795	112,400	0	0	301,513
	ARRA Fee	2,853	11,180	8,309	0	0	22,342
	ARRA Price	41,171	161,975	120,709	0	0	323,855
Totals	Contract Cost	484,187	592,523	607,099	506,414	514,848	2,705,072
	Available Fee	19,244	35,974	31,827	27,683	23,776	138,503
	Contract Price	503,432	628,496	638,926	534,097	538,624	2,843,575

*Note: In accordance with clause B.14, DOE Authorization of Work, Table B.4-1a below reflects the authorized available base fee to date:

Table B.4-1a, Authorized Available Base Fee to Date
 (\$'s in K)

Available Fee for Authorized CLINS	FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
	\$16,391	\$24,793	\$23,518	\$13,838	\$294	\$78,833

Table B.4-1, Contract Cost and Contract Fee (continued)

		Option Period 1			Totals
		FY 2014	FY 2015	FY 2016	
CLIN 1 Base Operations	Sub-CLIN 1.2	143,408	102,100	139,610	385,118
	Sub-CLIN 1.3	18,203	18,608	15,884	52,695
CLIN 2 SST Retrieval and Closure	Sub-CLIN 2.1	53,842	62,477	73,998	190,317
	Sub-CLIN 2.2	14,874	15,408	8,334	38,616
CLIN 3 WTP Support	Sub-CLIN 3.1	23,860	17,565	19,598	61,023
	Sub-CLIN 3.2	3,462	3,259	3,344	10,064
	Sub-CLIN 3.3	3,726	17,945	35,568	57,239
	Sub-CLIN 3.4	15,801	15,530	8,561	39,892
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	0	0	0	0
	Sub-CLIN 4.2	8,559	17,298	17,745	43,602
	Sub-CLIN 4.3	12,086	22,176	33,154	67,416
	Sub-CLIN 4.4	8,002	45,545	284,921	338,468
	Sub-CLIN 4.5	3,496	3,014	0	6,510
CLIN 5 Early Feed and Operation of WTP LAW Facility	Sub-CLIN 5.1	436	0	0	436
	Sub-CLIN 5.2	10,092	21,416	21,908	53,416
	Sub-CLIN 5.3	0	0	0	0
	Sub-CLIN 5.4	90,880	124,209	127,237	342,326
CLIN 6 Pension and Benefit Plans	Sub-CLIN 6.1	29,972	32,846	36,029	98,847
	Sub-CLIN 6.2	123,155	118,010	113,995	355,160
Totals	Contract Cost	563,853	637,405	939,886	2,141,145
	Available Fee	TBD by DOE	TBD by DOE	TBD by DOE	116,165
	Contract Price	Total	Total	Total	2,257,310

Table B.4-1, Contract Cost and Contract Fee (continued)

		Option Period 2		
		FY 2017	FY 2018	Totals
CLIN 1 Base Operations	Sub-CLIN 1.2	173,301	165,131	338,432
	Sub-CLIN 1.3	14,199	14,892	29,091
CLIN 2 SST Retrieval and Closure	Sub-CLIN 2.1	69,945	43,603	113,548
	Sub-CLIN 2.2	4,298	2,873	7,171
CLIN 3 WTP Support	Sub-CLIN 3.1	9,985	4,134	14,119
	Sub-CLIN 3.2	3,392	3,460	6,852
	Sub-CLIN 3.3	25,277	19,708	44,985
	Sub-CLIN 3.4	13,086	17,239	30,325
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	0	0	0
	Sub-CLIN 4.2	18,102	9,790	27,892
	Sub-CLIN 4.3	0	0	0
	Sub-CLIN 4.4	448,611	268,471	717,082
	Sub-CLIN 4.5	0	0	0
CLIN 5 Early Feed and Operation of WTP LAW Facility	Sub-CLIN 5.1	0	0	0
	Sub-CLIN 5.2	22,412	22,928	45,340
	Sub-CLIN 5.3	0	0	0
	Sub-CLIN 5.4	131,281	134,315	265,596
CLIN 6 Pension and Benefit Plans	Sub-CLIN 6.1	39,561	43,479	83,040
	Sub-CLIN 6.2	109,913	106,517	216,430
Totals	Contract Cost	1,083,364	856,539	1,939,903
	Available Fee	TBD by DOE	TBD by DOE	114,747
	Contract Price	Total	Total	2,054,650

Contract Totals		
Total: Transition, Base & Option Periods	Contract Cost	6,791,614
	Available Fee	369,416
	Contract Price	7,161,030

NOTE: Fee amounts negotiated after contract award may not be available to be earned in the annual performance period the costs and fee were negotiated. However, additional fee negotiated is put in the unallocated fee pool and is available to be earned in the future. Refer to Section J.4, Performance Evaluation Measurement Plan for details on allocation of fee pool to contract performance measures.

PART III – LIST OF DOCUMENTS, EXHIBITS, AND OTHER ATTACHMENTS

SECTION J -- LIST OF ATTACHMENTS

TABLE OF CONTENTS

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PBI-Reserved - Unallocated Base Period Fee

The Total Unallocated Base Period Fee value is \$9,238,239. The Total Available Unallocated Base Period Fee value is \$2,413,334. The Total Unavailable Unallocated Base Period Fee value is \$6,824,905, and is not available to be earned. The Contractor is not entitled to this unallocated and unavailable fee.

Available Unallocated Base Period Fee:	\$2,413,334 (Mod 123)
Available Unallocated ARRA Fee:	\$ 0
Total Available Unallocated Fee:	\$2,413,334 (Mod 123)

Fee Structure: Method to be determined

Fee will be allocated to award fee or additional performance based incentives as the need is identified before the end of fiscal year 2012 for base fee, and before the end of FY 2011 for ARRA fee.

Attachment 2

DE-AC27-08RV14800, MODIFICATION 123

- **B-4 Table Changes for Due Diligence Discovery and Investigation Form (DDDIF) 138**

Total This MOD	FY09	FY10	FY11	FY12	FY13	Total Base	FY14	FY15	FY16	Total Opt 1	FY17	FY18	Total Opt 2	OTAL Contract
1.2	\$1,873,704	\$1,762,660	\$1,853,489	\$2,186,320	\$2,164,801	\$9,840,974	\$2,336,224	\$2,403,297	\$2,294,390	\$7,033,912	\$2,182,923	\$2,298,998	\$4,481,920	\$21,356,806
1.3	\$277,402	\$269,879	\$292,892	\$341,139	\$335,243	\$1,516,555	\$342,651	\$336,720	\$323,456	\$1,002,827	\$318,157	\$348,808	\$666,965	\$3,186,347
2.1	\$294,377	\$214,800	\$436,532	\$758,638	\$676,425	\$2,380,771	\$480,889	\$388,004	\$189,356	\$1,058,249	\$43,152	\$121,081	\$164,233	\$3,603,253
2.2	\$52,862	\$40,077	\$90,319	\$190,854	\$126,369	\$500,481	\$154,249	\$126,568	\$83,747	\$364,564	\$34,400	\$23,386	\$57,787	\$822,832
3.1	\$119,838	\$124,970	\$166,662	\$190,910	\$173,678	\$776,059	\$263,072	\$205,917	\$290,600	\$759,589	\$279,982	\$124,631	\$404,613	\$1,940,261
3.2	\$40,349	\$39,254	\$42,602	\$49,620	\$48,762	\$220,587	\$49,840	\$38,533	\$37,015	\$125,388	\$36,409	\$39,916	\$76,324	\$422,300
3.3	\$5,344	\$0	\$1,646	\$5,302	\$25,044	\$37,336	\$50,395	\$99,923	\$98,536	\$248,855	\$112,436	\$155,840	\$268,276	\$554,467
4.5	\$57,207	\$72,893	\$93,261	\$172,096	\$289,927	\$685,384	\$86,731	\$70,430	\$0	\$157,161	\$0	\$0	\$0	\$842,545
Sub-Total	\$2,721,082	\$2,524,534	\$2,977,403	\$3,894,879	\$3,840,249	\$15,958,147	\$3,764,052	\$3,669,392	\$3,317,101	\$10,750,545	\$3,007,459	\$3,112,659	\$6,120,118	\$32,828,811
Fee	\$204,081	\$189,340	\$223,305	\$292,116	\$288,019	\$1,196,861	\$282,304	\$275,204	\$248,783	\$806,291	\$225,559	\$233,449	\$459,009	\$2,462,161
Total	\$2,925,163	\$2,713,874	\$3,200,709	\$4,186,995	\$4,128,268	\$17,155,008	\$4,046,356	\$3,944,597	\$3,565,884	\$11,556,836	\$3,233,018	\$3,346,109	\$6,579,127	\$35,290,972

Available Fee for Authorized CLINS

FROM:

Available Fee for Authorized CLINS	FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
	\$16,187	\$24,604	\$23,295	\$13,545	\$6	\$77,637

TO:

Available Fee for Authorized CLINS	FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
	\$16,391	\$24,793	\$23,518	\$13,838	\$294	\$78,833