

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES
			1 14
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
158	See Block 16C	12EM001337	
6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
	00603		00603
Office of River Protection U.S. Department of Energy Office of River Protection P.O. Box 450 Richland WA 99352		Office of River Protection U.S. Department of Energy Office of River Protection P.O. Box 450 MS: H6-60 Richland WA 99352	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(x)	9A. AMENDMENT OF SOLICITATION NO.
WASHINGTON RIVER PROTECTION SOLUTIONS LLC Attn: KAREN VACCA C/O URS ENERGY & CONSTRUCTION, INC. PO BOX 73 / 720 PARK BLVD BOISE ID 837290073			
			9B. DATED (SEE ITEM 11)
		x	10A. MODIFICATION OF CONTRACT/ORDER NO.
			DE-AC27-08RV14800
			10B. DATED (SEE ITEM 13)
CODE	FACILITY CODE		05/29/2008
806500521			

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.

Total Amount for this Modification: -\$1,563,935,282.00

Contract Value changed from \$7,200,385,866.00 to \$5,636,450,584.00.

FOB: Destination

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)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
<i>Abel B. Dunning</i> / Contract Mgr	Susan E. Bechtol
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
<i>Abel B. Dunning</i> (Signature of person authorized to sign)	<i>Susan E. Bechtol</i> (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED
3/15/12	3/15/2012

1. The purpose of this modification is to add the cost and fee associated with the reconciliation proposals for work to be performed under the contract for Sub-Contract Line Item Number (CLIN) 3.4 and Sub-CLIN 4.3 and to delete costs and fee for scope that cannot be priced at this point in time, including sub-CLINS 4.1, 4.2, and 4.4.

2. Background: The Department of Energy (DOE) issued the Request for Proposal (RFP) for the Tank Operations Contract (TOC) contract in 2007. The RFP included specific instructions for the offerors to not price CLINs 4 and 5. (After contract award, DOE modified the contract and moved scope associated with Sub-CLIN 5.3 to Sub-CLIN 3.4.) The offerors were instructed to use Government provided cost estimates because the scope was not well defined when the RFP was issued.

As part of the TOC process of identifying differences between authorized work and the contract price, the Contractor proposed costs and fee for Sub-CLIN 3.4 and Sub-CLINs 4.3. This is the contractor's initial proposal on this scope as the contract costs for these CLINs were originally derived from DOE cost estimates. DOE also determined that sub-CLINS 4.1 and 4.2 and 4.4 would not be implemented as originally envisioned in the RFP so the DOE plug number costs estimates for these sub-CLINS are being removed from the contract price.

3. As a result of the above, the following changes are hereby incorporated into the contract:

Update Contract Section B, B.4-1 Table, to incorporate the revised cost and fee for the CLINs identified above. The net change of these sub-CLINS results in a decreased contract value of \$1,563,935,282, as summarized below:

Cost and Fee for the B.4 Table (raw number)	Total Base Period	Total Option 1	Total Option 2	Grand Total
COSTS				
3.4 Added costs/scope	23,225,841	0	0	23,225,841
3.4 Deleted costs/Scope	(91,917,716)	(39,892,306)	(30,325,845)	(162,135,867)
3.4 Total Revised Cost	(68,691,875)	(39,892,306)	(30,325,845)	(138,910,026)
4.1 Deleted costs	(124,999,939)	0	0	(124,999,939)
4.2 Deleted costs	(6,681,848)	(43,601,428)	(27,892,192)	(78,175,467)
4.3 Added costs/scope	10,545,588	6,996,235	4,988,912	22,530,735
4.3 Deleted costs/Scope	(10,020,599)	(67,415,698)	0	(77,436,298)
4.3 Total Revised Cost	524,988	(60,419,463)	4,988,912	(54,905,563)
4.4 Deleted costs	(1,647,021)	(338,468,384)	(717,082,252)	(1,057,197,657)
Total Revised Costs (net Change to Costs)	(201,495,694)	(482,381,581)	(770,311,376)	(1,454,188,651)
FEE				
3.4 Added Fee	1,086,366	0	0	1,086,366

4.3 Added Fee	770,001	521,220	371,674	1,662,895
Deleted Fee (4.1, 4.2, 4.3 & 4.4)	(17,645,034)	(36,703,336)	(58,147,522)	(112,495,892)
Total Revised Fee (Net Change to Fee)	(15,788,667)	(36,182,117)	(57,775,848)	(109,746,631)
Total Change to Contract Price (Cost & Fee)	(217,284,361)	(518,563,697)	(828,087,224)	(1,563,935,282)

4. Update Contract Section B, B.4-1 table 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	138,167	135,350	150,152	144,480	154,364	722,513
	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	16,257	24,005	19,840	22,172	91,999
	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	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

<i>and Operation of WTP LAW Facility</i>	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	447,125	445,747	505,793	512,115	517,659	2,428,440
	Available Fee*	16,486	25,097	24,357	28,132	23,990	118,060
	Contract Price	463,610	470,844	530,151	540,246	541,649	2,546,500
<i>CLIN 7 American Recovery and Reinvestment Act (ARRA) Work scope</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	485,443	596,542	619,074	512,833	517,809	2,731,701
	Available Fee	19,339	36,277	32,723	28,179	23,999	140,516
	Contract Price	504,781	632,819	651,797	541,011	541,808	2,872,217

*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
	\$16,485	\$25,096	\$24,414	\$14,334	\$517	\$80,846

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

		Option Period 1			
		FY 2014	FY 2015	FY 2016	Totals
<i>CLIN 1 Base Operations</i>	Sub-CLIN 1.2	146,423	104,945	142,105	393,473
	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

CLIN 3 <i>WTP Support</i>	Sub-CLIN 3.1	24,691	18,372	20,424	63,488
	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 <i>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	566,192	639,635	941,960	2,147,788
	Available Fee	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	116,670
	Contract Price	<i>Total</i>	<i>Total</i>	<i>Total</i>	2,264,458

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

		Option Period 2		
		FY 2017	FY 2018	Totals
CLIN 1 <i>Base Operations</i>	Sub-CLIN 1.2	174,840	166,701	341,541
	Sub-CLIN 1.3	14,199	14,892	29,091
CLIN 2	Sub-CLIN	69,945	43,603	113,548

SST Retrieval and Closure	2.1			
	Sub-CLIN 2.2	4,298	2,873	7,171
CLIN 3 WTP Support	Sub-CLIN 3.1	10,878	5,000	15,878
	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	1,084,257	857,405	1,941,662
	Available Fee	TBD by DOE	TBD by DOE	115,000
	Contract Price	Total	Total	2,056,663

Contract Totals		
Total: Transition,	Contract Cost	6,828,199

Base & Option Periods	Available Fee	372,187
	Contract Price	7,200,386

TO:

**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					
	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	138,167	135,350	150,152	144,480	154,364	722,513
	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	16,257	24,005	19,840	22,172	91,999
	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	160	543	3,394	9,593	9,535	23,225
CLIN 4 Supplementa l Treatment	Sub-CLIN 4.1	0	0	0	0	0	0
	Sub-CLIN 4.2	0	0	0	0	0	0
	Sub-CLIN 4.3	0	2,500	3,677	2,158	2,211	10,546
	Sub-CLIN 4.4	0	0	0	0	0	0
	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	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

<i>Facility</i>	Sub-CLIN 5.4	0	0	0	0	0	0
CLIN 6 <i>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
Base Contract Sub-Totals	Contract Cost	381,521	393,864	469,268	490,497	493,543	2,228,692
	Available Fee*	11,566	21,187	21,548	26,153	21,820	102,271
	Contract Price	393,086	415,050	490,873	516,697	515,372	2,331,078
CLIN 7 <i>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
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	419,839	544,659	581,668	490,497	493,543	2,530,205
	Available Fee	14,418	32,366	29,914	26,200	21,829	124,727
	Contract Price	434,257	577,025	611,582	516,697	515,372	2,654,933

*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
	\$8,287	\$17,659	\$16,446	\$22,049	\$18,210	\$82,652

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

		Option Period 1			
		FY 2014	FY 2015	FY 2016	Totals
CLIN 1 <i>Base Operations</i>	Sub-CLIN 1.2	144,916	103,523	140,858	389,296
	Sub-CLIN 1.3	18,203	18,608	15,884	52,695
CLIN 2 <i>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
CLIN 3	Sub-CLIN	24,691	18,372	20,424	63,488

WTP Support	3.1				
	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	0	0	0	0
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	0	0	0	0
	Sub-CLIN 4.2	0	0	0	0
	Sub-CLIN 4.3	2,271	2,332	2,394	6,997
	Sub-CLIN 4.4	0	0	0	0
	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	524,015	541,418	599,973	1,665,406
	Available Fee	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	80,488
	Contract Price	<i>Total</i>	<i>Total</i>	<i>Total</i>	1,745,894

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	174,840	166,701	341,541
	Sub-CLIN 1.3	14,199	14,892	29,091
CLIN 2	Sub-CLIN	69,945	43,603	113,548

SST Retrieval and Closure	2.1			
	Sub-CLIN 2.2	4,298	2,873	7,171
CLIN 3 WTP Support	Sub-CLIN 3.1	10,878	5,000	15,878
	Sub-CLIN 3.2	3,392	3,460	6,852
	Sub-CLIN 3.3	25,277	19,708	44,985
	Sub-CLIN 3.4	0	0	0
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	0	0	0
	Sub-CLIN 4.2	0	0	0
	Sub-CLIN 4.3	2,460	2,529	4,989
	Sub-CLIN 4.4	0	0	0
	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	607,688	565,219	1,172,907
	Available Fee	TBD by DOE	TBD by DOE	57,224
	Contract Price	Total	Total	1,230,131

Contract Totals		
Total: Transition,	Contract Cost	5,374,011

Base & Option Periods	Available Fee	262,440
	Contract Price	5,636,451

5. 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. 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, 2001 (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	July 29, 2011 (Modification 123)	Increase unallocated fee pool amount
Revision 12	August 4, 2011 (Modification 126)	Increase unallocated fee pool amount
Revision 13	September 7, 2011 (Modification 128)	Misc Changes to PBIs 2.6 – 2.15
Revision 14	September 23, 2011 (Modification 131)	Increase unallocated fee pool amount
Revision 15	September 29, 2011 (Modification 135)	Increase unallocated fee pool amount

Revision 16	December 29, 2011 (Modification 142)	Adjust PBI's 1.4 and 2.1 to reflect increase in total available Base Period fee pool
Revision 17	January 27, 2012 (Modification 147)	Incorporate FY12 Award Fee Plan
Revision 18	See date of Modification 151	Adjust PBIs and reflect adjusted total available Base Period Fee Pool

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	July 29, 2011 (Modification 123)	Increase unallocated fee pool amount
Revision 12	August 4, 2011 (Modification 126)	Increase unallocated fee pool amount
Revision 13	September 7, 2011 (Modification 128)	Misc Changes to PBIs 2.6 – 2.15
Revision 14	September 23, 2011 (Modification 131)	Increase unallocated fee pool amount
Revision 15	September 29, 2011 (Modification 135)	Increase unallocated fee pool amount

Revision 16	December 29, 2011 (Modification 142)	Adjust PBI's 1.4 and 2.1 to reflect increase in total available Base Period fee pool
Revision 17	January 27, 2012 (Modification 147)	Incorporate FY12 Award Fee Plan
Revision 18	February 15, 2012 (Modification 151)	Adjust PBIs and reflect adjusted total available Base Period Fee Pool
Revision 19	See date of Modification 158	Add costs and fee for reconciliation of CLINs 3.4-4.4

6. Update Section J.4, Attachment J.4.2, Performance Evaluation and Measurement Plan (PEMP), Page J.4.2-84, to update the Total and Available Unallocated Base Period fee. The change is as follows:

FROM:

PBI-Reserved - Unallocated Base Period Fee

The Total Unallocated Base Period Fee value is \$9,616,072. The Available Unallocated Base Period Fee Value is \$104,167. The Total Unavailable Unallocated Base Period Fee is \$9,511,905, which includes \$6,824,905 in original Unavailable Unallocated Base Period Fee and \$2,687,000 in Unavailable Unallocated Base Period Fee as a result of reactivation of on-hold PBI's. Unavailable Unallocated Base Period Fee is not available to be earned. The Contractor is not entitled to this unallocated and unavailable fee.

Available Unallocated base Period Fee:	\$104,167 (Mod 151)
<u>Available Unallocated ARRA Fee:</u>	<u>\$ 0</u>
Total Available Unallocated Fee:	\$104,167 (Mod 151)

TO:

PBI-Reserved - Unallocated Base Period Fee

The Total Unallocated Base Period Fee value is \$9,616,072. The Available Unallocated Base Period Fee Value is \$1,910,167. The Total Unavailable Unallocated Base Period Fee is \$7,705,905, which includes \$5,018,905 in original Unavailable Unallocated Base Period Fee and \$2,687,000 in Unavailable Unallocated Base Period Fee as a result of reactivation of on-hold PBI's. Unavailable Unallocated Base Period Fee is not available to be earned. The Contractor is not entitled to this unallocated and unavailable fee.

Available Unallocated base Period Fee:	\$1,910,167 (Mod 158)
<u>Available Unallocated ARRA Fee:</u>	<u>\$ 0</u>
Total Available Unallocated Fee:	\$1,910,167 (Mod 158)

7. Update Section J, Table of Contents to reflect the revisions to Section J.4 as a result of this modification and modifications 141, 147 and 151 in which the Table of Contents was inadvertently not updated. The change is as follows:

FROM:

Attachment Number	Title of Attachment	Revision Number	Number of Pages
J.4	PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP)	15	113

TO:

Attachment Number	Title of Attachment	Revision Number	Number of Pages
J.4	PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP)	19	113

8. **Attached to this modification are replacement pages for the following sections:**
- Section B, Pages B-6 thru B-8
 - Section J, Table of Contents, Page J.1
 - Section J.4, Attachment J.4.2, Pages J.4.2-1 and J.4.2-99
9. The negotiated price revision does not include adjustments to Indirect Costs and fee on Indirect Costs, which will be negotiated separately under the CLIN 1 reconciliation proposal.
10. **Contractor's Statement of Release-** In consideration of the modifications agreed to herein as complete equitable adjustments for the CLIN 3.4, 4.1, 4.2, 4.3, and 4.4 Reconciliation "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".
11. **All other Terms and Conditions remain unchanged.**

Attachment 1

DE-AC27-08RV14800, MODIFICATION 158

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.4, Pages J.4.2-1 and J.4.2-99**

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	138,167	135,350	150,152	144,480	154,364	722,513
	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
CLIN 3 WTP Support	Sub-CLIN 2.2	12,070	14,245	22,238	27,879	19,338	95,771
	Sub-CLIN 3.1	9,725	16,257	24,005	19,840	22,172	91,999
	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
CLIN 4 Supplemental Treatment	Sub-CLIN 3.4	160	543	3,394	9,593	9,535	23,225
	Sub-CLIN 4.1	0	0	0	0	0	0
	Sub-CLIN 4.2	0	0	0	0	0	0
	Sub-CLIN 4.3	0	2,500	3,677	2,158	2,211	10,546
CLIN 5 Early Feed and Operation of WTP LAW Facility	Sub-CLIN 4.4	0	0	0	0	0	0
	Sub-CLIN 4.5	9,590	5,759	17,101	9,923	10,222	52,595
	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
CLIN 6 Pension and Welfare Plans	Sub-CLIN 5.4	0	0	0	0	0	0
	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	381,521	393,864	469,268	490,497	493,543	2,228,692
	Available Fee*	11,566	21,187	21,548	26,153	21,820	102,271
	Contract Price	393,086	415,050	490,873	516,697	515,372	2,331,078
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	419,839	544,659	581,668	490,497	493,543	2,530,205
	Available Fee	14,418	32,366	29,914	26,200	21,829	124,727
	Contract Price	434,257	577,025	611,582	516,697	515,372	2,654,933

*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
		\$8,287	\$17,659	\$16,446	\$22,049	\$18,210

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

		Option Period 1			Totals
		FY 2014	FY 2015	FY 2016	
CLIN 1 <i>Base Operations</i>	Sub-CLIN 1.2	144,916	103,523	140,858	389,296
	Sub-CLIN 1.3	18,203	18,608	15,884	52,695
CLIN 2 <i>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
CLIN 3 <i>WTP Support</i>	Sub-CLIN 3.1	24,691	18,372	20,424	63,488
	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	0	0	0	0
CLIN 4 <i>Supplemental Treatment</i>	Sub-CLIN 4.1	0	0	0	0
	Sub-CLIN 4.2	0	0	0	0
	Sub-CLIN 4.3	2,271	2,332	2,394	6,997
	Sub-CLIN 4.4	0	0	0	0
	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	524,015	541,418	599,973	1,665,406
	Available Fee	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	80,488
	Contract Price	<i>Total</i>	<i>Total</i>	<i>Total</i>	1,745,894

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	174,840	166,701	341,541
	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	10,878	5,000	15,878
	Sub-CLIN 3.2	3,392	3,460	6,852
	Sub-CLIN 3.3	25,277	19,708	44,985
	Sub-CLIN 3.4	0	0	0
CLIN 4 Supplemental Treatment	Sub-CLIN 4.1	0	0	0
	Sub-CLIN 4.2	0	0	0
	Sub-CLIN 4.3	2,460	2,529	4,989
	Sub-CLIN 4.4	0	0	0
	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	607,688	565,219	1,172,907
	Available Fee	TBD by DOE	TBD by DOE	57,224
	Contract Price	Total	Total	1,230,131

Contract Totals		
Total: Transition, Base & Option Periods	Contract Cost	5,374,011
	Available Fee	262,440
	Contract Price	5,636,451

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.

B.6 BASIS FOR TOTAL AVAILABLE FEE

The cost basis for *Total Available Fee* shall be the *Total Contract Cost*, excluding:

- (a) Pass-through funding provided to other contractors for Hanford Site services identified in the Section J Attachment entitled, *Hanford Site Services and Interface Requirements*

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

SECTION J -- LIST OF ATTACHMENTS

TABLE OF CONTENTS

Attachment Number	Title of Attachment	Revision Number	Number of Pages
J.1	ABBREVIATIONS AND ACRONYM LIST	0	7
J.2	REQUIREMENTS SOURCES AND IMPLEMENTING DOCUMENTS	13	8
J.3	HANFORD SITE SERVICES AND INTERFACE REQUIREMENTS MATRIX	3	68
J.4	PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP)	19	113
J.5	PERFORMANCE GUARANTEE AGREEMENT	0	5
J.6	SMALL BUSINESS SUBCONTRACTING PLAN	0	14
J.7	SMALL DISADVANTAGED BUSINESS PARTICIPATION PROGRAM TARGETS	0	3
J.8	ADVANCE UNDERSTANDING OF COSTS	0	5
J.9	SPECIAL FINANCIAL INSTITUTION ACCOUNT AGREEMENT	1	5
J.10	WAGE DETERMINATIONS – SERVICE CONTRACT ACT (SCA) AND DAVIS-BACON ACT	1	48
J.11	SUPPLEMENTAL WORK DESCRIPTION TABLES	0	22
J.12	GOVERNMENT-FURNISHED SERVICES AND INFORMATION (GFS/I)	0	1
J.13	HANFORD SITE STRUCTURES LIST	2	66
J.14	HANFORD WASTE SITE ASSIGNMENT LIST	2	132
J.15	AMERICAN RECOVERY AND REINVESTMENT ACT (ARRA) MILESTONES AND PERFORMANCE MEASURES	3	5

Section J.4 Performance Evaluation and Measurement Plan (PEMP)

Attachment 2 –Performance Measures for Base Contract Period, Effective: FY 2010-2013

The performance measures described in this attachment provide performance criteria for the base contract period, specifically for during FY 2010-FY 2013. Section J.4, Attachment 1, contains performance measures incorporated into the contract during FY 2009 including some “multi-year” performance based incentives (PBIs) that have milestones in 2010 and 2011.

Configuration Table

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
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Revision 18	February 15, 2012 (Modification 151)	Adjust PBIs and reflect adjusted total available Base Period Fee Pool
Revision 19	See date of Modification 158	Add costs and fee for reconciliation of CLINs 3.4-4.4

PBI-Reserved - Unallocated Base Period Fee

The Total Unallocated Base Period Fee value is \$9,616,072. The Available Unallocated Base Period Fee Value is \$1,910,167. The Total Unavailable Unallocated Base Period Fee is \$7,705,905, which includes \$5,018,905 in original Unavailable Unallocated Base Period Fee and \$2,687,000 in Unavailable Unallocated Base Period Fee as a result of reactivation of on-hold PBI's. Unavailable Unallocated Base Period Fee is not available to be earned. The Contractor is not entitled to this unallocated and unavailable fee.

Available Unallocated base Period Fee:	\$1,910,167 (Mod 158)
Available Unallocated ARRA Fee:	\$ 0
Total Available Unallocated Fee:	\$1,910,167 (Mod 158)

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.