

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   14
2. AMENDMENT/MODIFICATION NO. 163	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 12EM001555	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: KAREN VACCA C/O URS ENERGY & CONSTRUCTION, INC. PO BOX 73 / 720 PARK BLVD BOISE ID 837290073		(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)


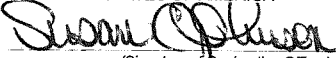
**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return 2 copies to the issuing office.

**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)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Susan C. Johnson	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 4-04-12	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 4-11-12

**Purpose of Modification:**

The purpose of this supplemental agreement is to definitize the following change orders:

- Modification 124, dated 08/03/11, Change Order to begin work on the Pretreatment Engineering Platform (11-AMD-198)
- Modification 134, dated 09/29/11 Change Order to begin work on the Natural Phenomena Hazard, Phase II (11-AMD-240)

In addition, this modification changes Section B, Table B.4-1 Contract Cost and Contract Fee to segregate the direct costs of CLIN 1.2 from the indirect costs. CLIN 1.2 is hereby subdivided into sub-CLIN 1.2.1 Direct Cost for Base Operations and sub-CLIN 1.2.2 Tank Farms Contract Indirect Cost. This change in CLIN structure will provide better visibility of the indirect costs, which are in practice allocated across most of the direct costs when incurred and invoiced. For this modification, the indirect costs of the two actions being definitized are segregated and accumulated under sub-CLIN 1.2.2. The identification and segregation of indirect costs from CLIN 1.2 direct cost is in progress and will be completed in a subsequent contract modification.

1. Update Section B as follows:

- 1.1 Incorporate costs and fee for the National Phenomenon Hazard Assessment (NPHA) Phase 2. The addition of this new scope increases the costs by sub-CLINs and fee as follows:

<b>NPH Phase 2</b>	<b>FY2012</b>	<b>TOTAL</b>
CLIN 1.2.1 Base Operations Direct Costs	\$198,404	\$198,404
CLIN 1.2.2 Base Operations Indirect Costs	\$36,346	\$36,346
CLIN 6.1 Hanford Employee Retirement Benefit Plan Management	\$1,936	\$1,936
Fee	\$11,151	\$11,151
<b>Total</b>	<b>\$247,837</b>	<b>\$247,837</b>

- 1.2 Incorporate costs and fee for the removal and storage of the Pretreatment Engineering Platform (PEP). The addition of this new scope increases the costs by sub-CLIN and fee as follows:

PEP	FY11	FY12	FY13	FY14	FY15	FY16	FY17	FY18	TOTAL Contract
CLIN 1.2.2- Indirect Costs	\$0	\$244,116	\$10,654	\$10,974	\$11,302	\$11,639	\$11,992	\$12,356	\$313,033
CLIN 3.2 Waste Treatment Plant Operational Readiness	\$25,731	\$1,567,668	\$70,936	\$73,061	\$75,253	\$77,513	\$79,860	\$82,266	\$2,052,288
CLIN 6.1 Hanford Employee Retirement Benefit Plan Management	\$0	\$59,775	\$93	\$98	\$90	\$84	\$90	\$96	\$60,326
Fee	\$1,993	\$117,000	\$5,493	\$5,658	\$5,828	\$6,003	\$6,184	\$6,371	\$154,530
<b>Total</b>	<b>\$27,724</b>	<b>\$1,988,559</b>	<b>\$87,176</b>	<b>\$89,791</b>	<b>\$92,473</b>	<b>\$95,239</b>	<b>\$98,126</b>	<b>\$101,089</b>	<b>\$2,580,177</b>

- 1.3 Update Section B, B.4-1 Table to incorporate the above changes from this modification.
- 1.4 The total cost and fee being added as a result of these negotiated changes is \$2,828,014. The Total Contract Price is changed from \$5,636,450,584, to \$5,639,278,598. Section B, Table B.4-1 sub-CLIN 1.2.1, sub-CLIN 1.2.2, sub-CLIN 3.2 and sub-CLIN 6.1 and Total Contract Price are changed as follows:

**FROM:**

**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					
<i>Totals</i>	Contract Price	5,494					
Base Period							
		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
<i>CLIN 1 Base Operations</i>	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

<b>CLIN 2 SST Retrieval and Closure</b>	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
<b>CLIN 3 WTP Support</b>	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
<b>CLIN 4 Supplemental Treatment</b>	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
<b>CLIN 5 Early Feed and Operation of WTP LAW Facility</b>	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
	Sub-CLIN 5.5	0	0	0	0	0	0
<b>CLIN 6 Pension and Welfare Plans</b>	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
<b>Base Contract Sub-Totals</b>	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
<b>CLIN 7 American Recovery and Reinvestment Act (ARRA) Workscope</b>	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
<b>ARRA Sub- Totals</b>	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
<b>Totals</b>	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
<b>CLIN 1</b> <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
<b>CLIN 2</b> <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
<b>CLIN 3</b> <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
<b>CLIN 4</b> <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
<b>CLIN 5</b> <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
<b>CLIN 6</b> <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
<b>Totals</b>	<b>Contract Cost</b>	<b>524,015</b>	<b>541,418</b>	<b>599,973</b>	<b>1,665,406</b>
	<b>Available Fee</b>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<b>80,488</b>
	<b>Contract Price</b>	<i>Total</i>	<i>Total</i>	<i>Total</i>	<b>1,745,894</b>

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

<b>Option Period 2</b>				
		<b>FY 2017</b>	<b>FY 2018</b>	<b>Totals</b>
<b>CLIN 1</b> <b>Base</b> <b>Operations</b>	Sub-CLIN 1.2	174,840	166,701	341,541
	Sub-CLIN 1.3	14,199	14,892	29,091
<b>CLIN 2</b> <b>SST Retrieval and</b> <b>Closure</b>	Sub-CLIN 2.1	69,945	43,603	113,548
	Sub-CLIN 2.2	4,298	2,873	7,171
<b>CLIN 3</b> <b>WTP Support</b>	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
<b>CLIN 4</b> <b>Supplemental</b> <b>Treatment</b>	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
<b>CLIN 5</b> <b>Early Feed and</b> <b>Operation</b> <b>of WTP LAW</b> <b>Facility</b>	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
<b>CLIN 6</b> <b>Pension and Benefit</b> <b>Plans</b>	Sub-CLIN 6.1	39,561	43,479	83,040
	Sub-CLIN 6.2	109,913	106,517	216,430
<b>Totals</b>	<b>Contract Cost</b>	<b>607,688</b>	<b>565,219</b>	<b>1,172,907</b>
	<b>Available Fee</b>	<b>TBD by DOE</b>	<b>TBD by DOE</b>	<b>57,224</b>
	<b>Contract Price</b>	<b>Total</b>	<b>Total</b>	<b>1,230,131</b>

<b>Contract Totals</b>		
<b>Total:</b> <b>Transition,</b> <b>Base &amp;</b> <b>Option</b> <b>Periods</b>	<b>Contract Cost</b>	<b>5,374,011</b>
	<b>Available Fee</b>	<b>262,440</b>
	<b>Contract Price</b>	<b>5,636,451</b>

**TO:**

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

Transition Period – FY 2008							
<b>CLIN 1 Base Operations</b>	<b>Sub-CLIN 1.1</b>	5,494					
	<b>Contract Cost</b>	5,494					
<b>Totals</b>	<b>Contract Price</b>	5,494					
Base Period							
		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
<b>CLIN 1 Base Operations</b>	Sub-CLIN 1.2.1	138,167	135,350	150,152	144,678	154,364	722,712
	Sub-CLIN 1.2.2	0	0	0	280	11	291
	Sub-CLIN 1.3	14,397	14,649	16,974	17,775	18,234	82,030
<b>CLIN 2 SST Retrieval and Closure</b>	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
<b>CLIN 3 WTP Support</b>	Sub-CLIN 3.1	9,725	16,257	24,005	19,840	22,172	91,999
	Sub-CLIN 3.2	3,085	3,154	3,255	4,864	3,455	17,814
	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
<b>CLIN 4 Supplemental Treatment</b>	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
<b>CLIN 5 Early Feed and Operation of WTP LAW Facility</b>	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
<b>CLIN 6 Pension and Welfare Plans</b>	Sub-CLIN 6.1	20,036	21,877	23,836	26,010	27,376	119,135
	Sub-CLIN 6.2	100,827	113,582	117,716	126,066	122,161	580,352

<b>Base Contract Sub-Totals</b>	Contract Cost	382,776	397,335	477,591	495,144	495,493	2,248,339
	Available Fee*	11,566	21,187	21,550	26,281	21,825	102,407
	Contract Price	393,086	415,050	490,901	518,933	515,459	2,333,429
<b>CLIN 7 American Recovery and Reinvestment Act (ARRA) Workscope</b>	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
<b>ARRA Sub- Totals</b>	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
<b>Totals</b>	<b>Contract Cost</b>	<b>419,839</b>	<b>544,659</b>	<b>492,605</b>	<b>493,624</b>	<b>2,532,421</b>	<b>492,605</b>
	<b>Available Fee</b>	<b>14,418</b>	<b>32,366</b>	<b>26,328</b>	<b>21,835</b>	<b>124,863</b>	<b>26,328</b>
	<b>Contract Price</b>	<b>434,257</b>	<b>577,025</b>	<b>518,933</b>	<b>515,459</b>	<b>2,657,284</b>	<b>518,933</b>

\*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	\$16,448	\$22,177	\$18,215	\$82,788

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

		Option Period 1				
		FY 2014	FY 2015	FY 2016	Totals	
<b>CLIN 1 Base Operations</b>	Sub-CLIN 1.2.1	144,916	103,523	140,858	389,296	
	Sub-CLIN 1.2.2	11	11	12	34	
	Sub-CLIN 1.3	18,203	18,608	15,884	52,695	
<b>CLIN 2 SST Retrieval and Closure</b>	Sub-CLIN 2.1	53,842	62,477	73,998	190,317	
	Sub-CLIN 2.2	14,874	15,408	8,334	38,616	
<b>CLIN 3 WTP Support</b>	Sub-CLIN 3.1	24,691	18,372	20,424	63,488	
	Sub-CLIN 3.2	3,535	3,334	3,422	10,290	
	Sub-CLIN 3.3	3,726	17,945	35,568	57,239	
	Sub-CLIN 3.4	0	0	0	0	
<b>CLIN 4 Supplemental Treatment</b>	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
<b>CLIN 5</b> <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
<b>CLIN 6</b> <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
<b>Totals</b>	<b>Contract Cost</b>	<b>524,099</b>	<b>541,505</b>	<b>600,062</b>	<b>1,665,666</b>
	<b>Available Fee</b>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<b>80,506</b>
	<b>Contract Price</b>	<i>Total</i>	<i>Total</i>	<i>Total</i>	<b>1,746,172</b>

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

<b>Option Period 2</b>				
		<b>FY 2017</b>	<b>FY 2018</b>	<b>Totals</b>
<b>CLIN 1</b> <i>Base Operations</i>	Sub-CLIN 1.2.1	174,840	166,701	341,541
	Sub-CLIN 1.2.2	12	12	24
	Sub-CLIN 1.3	14,199	14,892	29,091
<b>CLIN 2</b> <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
<b>CLIN 3</b> <i>WTP Support</i>	Sub-CLIN 3.1	10,878	5,000	15,878
	Sub-CLIN 3.2	3,472	3,542	7,014
	Sub-CLIN 3.3	25,277	19,708	44,985
	Sub-CLIN 3.4	0	0	0
<b>CLIN 4</b> <i>Supplemental Treatment</i>	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
<b>CLIN 5</b> <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
<b>CLIN 6</b>	Sub-CLIN 6.1	39,561	43,479	83,040

<i>Pension and Benefit Plans</i>	Sub-CLIN 6.2	109,913	106,517	216,430
<i>Totals</i>	<b>Contract Cost</b>	607,779	565,313	1,173,092
	<b>Available Fee</b>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	57,237
	<b>Contract Price</b>	<i>Total</i>	<i>Total</i>	1,230,329

<b>Contract Totals</b>		
<i>Total: Transition, Base &amp; Option Periods</i>	<b>Contract Cost</b>	5,376,673
	<b>Available Fee</b>	262,606
	<b>Contract Price</b>	5,639,279

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. The “Summary of Changes” column is also updated for Revision19 to make it consistent with the summary for other modifications that are adjusting the PEMP. The change is as follows:

**FROM:**

<b>Version</b>	<b>Date Approved</b>	<b>Summary of Changes</b>
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	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

**TO:**

<b>Version</b>	<b>Date Approved</b>	<b>Summary of Changes</b>
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	February 15, 2012 (Modification 151)	Adjust PBIs and reflect adjusted total available Base Period Fee Pool
Revision 19	March 15, 2012 (Modification 158)	Decrease unallocated fee pool amount
Revision 20	See date of Modification 163	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 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 \$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
<b>Total Available Unallocated Fee:</b>	<b>\$1,910,167 (Mod 158)</b>

**TO:**

**PBI-Reserved - Unallocated Base Period Fee**

The Total Unallocated Base Period Fee value is \$9,751,709. The Available Unallocated Base Period Fee Value is \$2,045,804. The Total Unavailable Unallocated Base Period Fee is \$7,705,905, which includes \$5,018,805 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:	\$2,045,804 (Mod 163)
Available Unallocated ARRA Fee:	\$ 0
<b>Total Available Unallocated Fee:</b>	<b>\$2,045,804 (Mod 163)</b>

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

**FROM:**

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

**TO:**

<b>Attachment Number</b>	<b>Title of Attachment</b>	<b>Revision Number</b>	<b>Number of Pages</b>
J.4	PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP)	20	113

5. **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
6. This 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.
7. **Contractor's Statement of Release-** In consideration of the modifications agreed to herein as complete equitable adjustments for the removal and storage of the Pretreatment Engineering Platform and the Natural Phenomenon Hazard Assessment Phase 2 "proposals 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 these "proposals for adjustment."
8. **All other Terms and Conditions remain unchanged.**

**Attachment 1**

**DE-AC27-08RV14800, MODIFICATION 163**

**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					
	Contract Cost	5,494					
Totals	Contract Price	5,494					
Base Period							
		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
<b>CLIN 1 Base Operations</b>	Sub-CLIN 1.2.1	138,167	135,350	150,152	144,678	154,364	722,712
	Sub-CLIN 1.2.2	0	0	0	280	11	291
<b>Operations</b>	Sub-CLIN 1.3	14,397	14,649	16,974	17,775	18,234	82,030
<b>CLIN 2 SST Retrieval and Closure</b>	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
<b>CLIN 3 WTP Support</b>	Sub-CLIN 3.1	9,725	16,257	24,005	19,840	22,172	91,999
	Sub-CLIN 3.2	3,085	3,154	3,255	4,864	3,455	17,814
	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
<b>CLIN 4 Supplemental Treatment</b>	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
<b>CLIN 5 Early Feed and Operation of WTP LAW Facility</b>	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
<b>CLIN 6 Pension and Welfare Plans</b>	Sub-CLIN 6.1	20,036	21,877	23,836	26,010	27,376	119,135
	Sub-CLIN 6.2	100,827	113,582	117,716	126,066	122,161	580,352
<b>Base Contract Sub-Totals</b>	Contract Cost	382,776	397,335	477,591	495,144	495,493	2,248,339
	Available Fee*	11,566	21,187	21,550	26,281	21,825	102,407
	Contract Price	393,086	415,050	490,901	518,933	515,459	2,333,429
<b>CLIN 7 American Recovery and Reinvestment Act (ARRA) Workscope</b>	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
<b>ARRA Sub-Totals</b>	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
<b>Totals</b>	Contract Cost	419,839	544,659	492,605	493,624	2,532,421	492,605
	Available Fee	14,418	32,366	26,328	21,835	124,863	26,328
	Contract Price	434,257	577,025	518,933	515,459	2,657,284	518,933

\*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	\$16,448	\$22,177	\$18,215	\$82,788

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

		Option Period 1			
		FY 2014	FY 2015	FY 2016	Totals
<b>CLIN 1</b> <b>Base Operations</b>	Sub-CLIN 1.2.1	144,916	103,523	140,858	389,296
	Sub-CLIN 1.2.2	11	11	12	34
	Sub-CLIN 1.3	18,203	18,608	15,884	52,695
<b>CLIN 2</b> <b>SST Retrieval and Closure</b>	Sub-CLIN 2.1	53,842	62,477	73,998	190,317
	Sub-CLIN 2.2	14,874	15,408	8,334	38,616
<b>CLIN 3</b> <b>WTP Support</b>	Sub-CLIN 3.1	24,691	18,372	20,424	63,488
	Sub-CLIN 3.2	3,535	3,334	3,422	10,290
	Sub-CLIN 3.3	3,726	17,945	35,568	57,239
	Sub-CLIN 3.4	0	0	0	0
<b>CLIN 4</b> <b>Supplemental Treatment</b>	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
<b>CLIN 5</b> <b>Early Feed and Operation of WTP LAW Facility</b>	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
<b>CLIN 6</b> <b>Pension and Benefit Plans</b>	Sub-CLIN 6.1	29,972	32,846	36,029	98,847
	Sub-CLIN 6.2	123,155	118,010	113,995	355,160
	<b>Contract Cost</b>	<b>524,099</b>	<b>541,505</b>	<b>600,062</b>	<b>1,665,666</b>
	<b>Available Fee</b>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<b>80,506</b>
<b>Totals</b>	<b>Contract Price</b>	<i>Total</i>	<i>Total</i>	<i>Total</i>	<b>1,746,172</b>

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

Option Period 2				
		FY 2017	FY 2018	Totals
<b>CLIN 1</b> <b>Base Operations</b>	Sub-CLIN 1.2.1	174,840	166,701	341,541
	Sub-CLIN 1.2.2	12	12	24
	Sub-CLIN 1.3	14,199	14,892	29,091
<b>CLIN 2</b> <b>SST Retrieval and Closure</b>	Sub-CLIN 2.1	69,945	43,603	113,548
	Sub-CLIN 2.2	4,298	2,873	7,171
<b>CLIN 3</b> <b>WTP Support</b>	Sub-CLIN 3.1	10,878	5,000	15,878
	Sub-CLIN 3.2	3,472	3,542	7,014
	Sub-CLIN 3.3	25,277	19,708	44,985
	Sub-CLIN 3.4	0	0	0
<b>CLIN 4</b> <b>Supplemental Treatment</b>	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
<b>CLIN 5</b> <b>Early Feed and Operation of WTP LAW Facility</b>	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
<b>CLIN 6</b> <b>Pension and Benefit Plans</b>	Sub-CLIN 6.1	39,561	43,479	83,040
	Sub-CLIN 6.2	109,913	106,517	216,430
<b>Totals</b>	<b>Contract Cost</b>	<b>607,779</b>	<b>565,313</b>	<b>1,173,092</b>
	<b>Available Fee</b>	<b>TBD by DOE</b>	<b>TBD by DOE</b>	<b>57,237</b>
	<b>Contract Price</b>	<b>Total</b>	<b>Total</b>	<b>1,230,329</b>

Contract Totals		
<b>Total: Transition, Base &amp; Option Periods</b>	<b>Contract Cost</b>	<b>5,376,673</b>
	<b>Available Fee</b>	<b>262,606</b>
	<b>Contract Price</b>	<b>5,639,279</b>

**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 Matrix*;

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

**SECTION J -- LIST OF ATTACHMENTS**

**TABLE OF CONTENTS**

<b>Attachment Number</b>	<b>Title of Attachment</b>	<b>Revision Number</b>	<b>Number of Pages</b>
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)	20	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**

<b>Version</b>	<b>Date Approved</b>	<b>Summary of Changes</b>
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
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Revision 9	June 22, 2011 (Modification 111)	Adjust PBIs to reflect decrease in total available Base Period fee pool.
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Revision 11	July 29, 2011 (Modification 123)	Increase unallocated fee pool amount
Revision 12	August 4, 2011 (Modification 126)	Increase unallocated fee pool amount
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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	March 15, 2012 (Modification 158)	Decrease unallocated fee pool amount
Revision 20	See date of Modification 163	Increase unallocated fee pool amount

## PBI-Reserved - Unallocated Base Period Fee

The Total Unallocated Base Period Fee value is \$9,751,709. The Available Unallocated Base Period Fee Value is \$2,045,804. 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:	\$2,045,804 (Mod 163)
Available Unallocated ARRA Fee:	\$ 0
<b>Total Available Unallocated Fee:</b>	<b>\$2,045,804 (Mod 163)</b>

**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.