

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES
			1 12
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
109	See Block 16C	11EM002678	
6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
Office of River Protection U.S. Department of Energy Office of River Protection P.O. Box 450 Richland WA 99352	00603	Office of River Protection U.S. Department of Energy Office of River Protection P.O. Box 450 MS: H6-60 Richland WA 99352	00603
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: DUANE SCHMOKER PO BOX 73 720 PARK BLVD BOISE ID 837290001		9B. DATED (SEE ITEM 11)	
		X 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-08RV14800	
		10B. DATED (SEE ITEM 13)	05/29/2008
CODE	FACILITY CODE		
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.)

The purpose of this modification is to make certain changes to the contract (see continuation pages).

Attached to this modification are replacement pages for pages B-6 thru B-8, J.2-7 thru J.2-9, J.4.2-1 and J.4.2-87.

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)
A. B. Dunning / Contract Manager	Susan E. Bechtol
15B. CONTRACTOR REFERENCE	16B. UNITED STATES OF AMERICA
ORIGINAL SIGNED BY _____ sign)	ORIGINAL SIGNED BY _____
15C. DATE SIGNED	16C. DATE SIGNED
5/24/11	5/26/2011

Purpose of Modification:

This modification incorporates the negotiated costs and fee for Due Diligence Discovery and Investigation Form (DDDIF) 118 and Department of Energy (DOE) Order (O) 425.1D, and adds DOE Orders 461.1B and 461.2 with no cost impacts. The following changes are hereby incorporated into the contract:

1. Update Section B as follows:

- 1.1 Incorporate costs and fee to implement DOE O 425.1D, Verification of Readiness to Start Up or Restart Nuclear Facilities.

The addition of this new scope increases the costs of CLIN 1, Base Operations by \$156,062 and increases fee in the amount of \$7,803, for a total increase in contract value of \$163,862.

- 1.2 Incorporate costs and fee for DDDIF-118 for the planning, characterization, design and construction of the Interim Barriers for the SX Tank Farm.

The addition of this new scope increases the costs of CLIN 2.2, Single-Shell Tank Farm (Waste Management Area) Closure by \$20,901,093 and increases fee in the amount of \$1,201,813 for a total increase in contract value of \$22,102,906.

- 1.3 Update Section B, B.4-1 Table to incorporate the following changes from this modification.

The total increase to CLIN 1 is \$156,062 in costs and an increase of \$7,803 in Fee, for a total increase of \$163,865. The total increase to CLIN 2.2 is \$20,901,093 in costs and an increase of \$1,201,813 in Fee, for a total increase of \$22,102,906. The total net increase in contract value is \$22,266,771, composed of \$21,057,155 of cost and \$1,209,616 of fee.

- 1.4 As a result of the negotiated changes, the Total Contract Price is changed from \$7,101,384,980 to \$7,123,651,751. Section B, Table B.4-1 CLIN 1, CLIN 2 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

Contract Number DE-AC27-08RV14800
Continuation Page, Modification 109

Base Period							
		FY 2009	FY 2010	FY 2011	FY 2012	FY 2013	Totals
CLIN 1 <i>Base Operations</i>	Sub-CLIN 1.2	133,782	126,645	129,191	135,056	148,221	672,896
	Sub-CLIN 1.3	14,120	14,379	16,681	17,434	17,899	80,513
CLIN 2 <i>SST Retrieval and Closure</i>	Sub-CLIN 2.1	39,375	27,939	42,292	55,615	66,336	231,557
	Sub-CLIN 2.2	12,017	14,205	15,794	21,489	13,246	76,751
CLIN 3 <i>WTP Support</i>	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 <i>Supplemental Treatment</i>	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 <i>Early Feed and Operation of WTP LAW Facility</i>	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 <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	443,148	439,203	483,736	495,943	504,951	2,366,982
	Available Fee	16,187	24,604	22,807	27,011	23,139	113,747
	Contract Price	459,335	463,807	506,543	522,954	528,090	2,480,730

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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	596,136	495,943	504,951	2,668,495
	Available Fee	19,040	35,784	31,116	27,011	23,139	136,089
	Contract Price	500,506	625,782	627,252	522,954	528,090	2,804,585

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	14,255	14,815	7,772	36,842
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 <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	559,625	633,270	936,091	2,128,985
	Available Fee	TBD by DOE	TBD by DOE	TBD by DOE	115,278
	Contract Price	Total	Total	Total	2,244,264

Option Period 2				
		FY 2017	FY 2018	Totals
CLIN 1 <i>Base Operations</i>	Sub-CLIN 1.2	171,118	162,832	333,950
	Sub-CLIN 1.3	13,881	14,543	28,424
CLIN 2 <i>SST Retrieval and Closure</i>	Sub-CLIN 2.1	69,902	43,482	113,384
	Sub-CLIN 2.2	3,783	2,357	6,140
CLIN 3 <i>WTP Support</i>	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 <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	Sub-CLIN 5.1	0	0	0

<i>Early Feed and Operation of WTP LAW Facility</i>	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
<i>CLIN 6 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
<i>Totals</i>	Contract Cost	1,079,876	852,934	1,932,810
	Available Fee	TBD by DOE	TBD by DOE	114,232
	Contract Price	Total	Total	2,047,042

Contract Totals		
<i>Total: Transition, Base & Option Periods</i>	Contract Cost	6,735,785
	Available Fee	365,600
	Contract Price	7,101,385

TO:

Transition Period – FY 2008							
CLIN 1 Base Operations	Sub-CLIN 1.1	5,494					
<i>Totals</i>	Contract Cost	5,494					
	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	133,782	126,645	129,347	135,056	148,221	673,052
	Sub-CLIN 1.3	14,120	14,379	16,681	17,434	17,899	80,513
<i>CLIN 2</i>	Sub-CLIN 2.1	39,375	27,939	42,292	55,615	66,336	231,557

<i>SST Retrieval and Closure</i>	Sub-CLIN 2.2	12,017	14,205	22,148	27,689	19,212	95,270
CLIN 3 <i>WTP Support</i>	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 <i>Supplemental Treatment</i>	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 <i>Early Feed and Operation of WTP LAW Facility</i>	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 <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	443,148	439,203	490,246	502,143	510,917	2,385,658
	Available Fee	16,187	24,604	23,180	27,367	23,482	114,820
	Contract Price	459,335	463,807	513,426	529,510	534,399	2,500,478
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

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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	602,646	502,143	510,917	2,687,171
	Available Fee	19,040	35,784	31,489	27,367	23,482	137,162
	Contract Price	500,506	625,782	634,135	529,510	534,399	2,824,333

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	Sub-CLIN 6.1	29,972	32,846	36,029	98,847	

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<i>Pension and Benefit Plans</i>	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	<i>TBD by DOE</i>	<i>TBD by DOE</i>	<i>TBD by DOE</i>	115,359
	Contract Price	Total	Total	Total	2,245,754

Option Period 2				
		FY 2017	FY 2018	Totals
CLIN 1				
<i>Base Operations</i>	Sub-CLIN 1.2	171,118	162,832	333,950
	Sub-CLIN 1.3	13,881	14,543	28,424
CLIN 2				
<i>SST Retrieval and Closure</i>	Sub-CLIN 2.1	69,902	43,482	113,384
	Sub-CLIN 2.2	4,264	2,849	7,113
CLIN 3				
<i>WTP Support</i>	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				
<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
	Contract Cost	1,080,357	853,426	1,933,783

<i>Totals</i>	Available Fee	TBD by DOE	TBD by DOE	114,288
	Contract Price	Total	Total	2,048,071

Contract Totals		
<i>Total: Transition, Base & Option Periods</i>	Contract Cost	6,756,842
	Available Fee	366,809
	Contract Price	7,123,651

2. Update Section J, Attachment J.2 to add DOE O 461.1B, Packaging and Transportation for Offsite Shipment of Materials of National Security Interest and DOE O 461.2, Packaging and Transportation for Onsite Transfer of Materials of National Security Interest with no cost impact to the government. The change is as follows:

FROM:

DOE O 461.1A	Packaging and Transfer or Transportation of Materials of National Security Interest
DOE M 461.1-1 Chg 1	Packaging and Transfer of Materials of National Security Interest Manual
DOE O 470.2B	Independent Oversight and Performance Assurance Program

TO:

DOE O 461.1B	Packaging and Transportation for Offsite Shipment of Materials of National Security Interest
DOE M 461.1-1 Chg 1	Packaging and Transfer of Materials of National Security Interest Manual
DOE O 461.2	Packaging and Transportation for Onsite Transfer of Materials of National Security Interest
DOE O 470.2B	Independent Oversight and Performance Assurance Program

3. 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 of the PEMP as a result of this modification and to add the date of Modification 105 to Revision 7. 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	See date of Contract Modification 105	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 18, 2011 (Modification 105)	Increase unallocated fee pool amount
Revision 8	See date of Contract Modification 109	Increased fee pool amount

4. Update Section J.4, Attachment J.4.2, Performance Evaluation and Measurement Plan (PEMP), Page J.4.2-84, to increase the Unallocated Fee pool from \$6,824,905 to \$8,034,521.

FROM:

Performance Fee available and not allocated to a performance measure:

Total unallocated fee:	\$6,824,905
Base unallocated fee:	\$6,824,905
ARRA unallocated fee:	\$ 0

TO:

Performance Fee available and not allocated to a performance measure:

Total unallocated fee:	\$7,897,568
Base unallocated fee:	\$7,897,568
ARRA unallocated fee:	\$ 0

5. **Attached to this modification are replacement pages for the following sections:**
- Section B, Pages B-6, B-7 and B-8
 - Section J, Attachment J.2, Pages J.2-7 thru J.2-9
 - Section J.4, Attachment J.4.2, Pages J.4.2-1 and J.4.2-87
6. **Contractor's Statement of Release**- In consideration of the modifications agreed to herein as complete equitable adjustments for the material difference DDDIF-118 and implementation of DOE O 425.1D, "proposals for adjustment," and for the incorporation of DOE Orders 461.1B and 461.2 with no cost impact to DOE, 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 "proposal(s) for adjustment".
7. **All other Terms and Conditions remain unchanged.**

Replacement Pages

(Total: Nine (9) including this Cover Page)

- **Section B, Pages B-6, B-7, B-8**
- **Section J.2, Pages J.2-7 thru J.2-9**
- **Section J.4, Attachment J.4-2, Pages J.4.2-1 and J.4.2-87**

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	133,782	126,645	129,347	135,056	148,221	673,052
	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	490,246	502,143	510,917	2,385,658
	Available Fee	16,187	24,604	23,180	27,367	23,482	114,820
	Contract Price	459,335	463,807	513,426	529,510	534,399	2,500,478
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	481,466	589,998	602,646	502,143	510,917	2,687,171
	Available Fee	19,040	35,784	31,489	27,367	23,482	137,162
	Contract Price	500,506	625,782	634,135	529,510	534,399	2,824,333

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

		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

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	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 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	1,080,357	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	6,756,842
	Available Fee	366,809
	Contract Price	7,123,651

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.

Document Number	Title
DOE O 420.1B	Facility Safety
DOE O 422.1	Conduct of Operations
DOE O 425.1C	Startup and Restart of Nuclear Facilities
DOE O 426.2	Personnel Selection, Training, Qualification, and Certification Requirements
DOE O 430.1B Chg 1	Real Property Asset Management
DOE O 430.2B	Departmental Energy and Utilities Management
DOE O 433.1B	Maintenance Management Program for DOE Nuclear Facilities
DOE M 435.1-1 Chg 1	Radioactive Waste Management Manual
DOE O 435.1, Chg 1	Radioactive Waste Management
DOE M 440.1-1A	DOE Explosives Safety Manual
DOE O 440.1B	Worker Protection Management for DOE Federal and Contractor Employees
DOE M 442.1-1	Differing Professional Opinions Manual for Technical Issues Involving Environment, Safety, and Health
DOE O 442.1A	DOE Employee Concerns Program
DOE M 441.1-1	Nuclear Material Packaging Manual
DOE O 450.1A	Environmental Protection Program
DOE M 450.4-1	Integrated Safety Management System Manual
DOE G 450.4-1B Vol 1	Integrated Safety Management System Guide (Volume 1) for use with Safety Management System Policies (DOE P 450.4, DOE P 450.5, and DOE P 450.6); The Functions, Responsibilities, and Authorities Manual; and the DOE Acquisition Regulation
DOE O 451.1B Chg 1	National Environmental Policy Act Compliance Program
DOE N 451.1	Change to DOE Order 451.1B
DOE O 460.1B	Packaging and Transportation Safety
DOE O 460.2A	Departmental Materials Transportation & Packaging Management
DOE M 460.2-1A	Radioactive Material Transportation Practices Manual
DOE O 461.1B	Packaging and Transportation for Offsite Shipment of Materials of National Security Interest
DOE M 461.1-1 Chg 1	Packaging and Transfer of Materials of National Security Interest Manual
DOE O 461.2	Packaging and Transportation for Onsite Transfer of Materials of National Security Interest
DOE O 470.2B	Independent Oversight and Performance Assurance Program
DOE O 470.3A	Design Basis Threat Policy
DOE O 470.4A	Safeguards and Security Program
DOE M 470.4-1, Chg 1	Safeguards and Security Program Planning and Management
DOE M 470.4-2, Chg 1	Physical Protection
DOE M 470.4-4 Chg 1	Information Security
DOE M 470.4-5	Personnel Security
DOE M 470.4-6, Chg 1	Nuclear Material Control and Accountability
DOE O 471.1A	Identification and Protection of Unclassified Controlled Nuclear Information
DOE O 471.3, Chg 1	Identifying and Protecting Official Use Only Information

Document Number	Title
DOE M 471.3-1	Manual for Identifying and Protecting Official Use Only Information
DOE O 475.1	Counterintelligence Program
DOE O 475.2	Identifying Classified Information
DOE M 475.1-1B	Manual for Identifying Classified Information
DOE O 522.1	Pricing of Departmental Materials and Services
DOE O 534.1B	Accounting
DOE O 551.1C	Official Foreign Travel
DOE O 1230.2	American Indian Tribal Government Policy
DOE O 1450.4	Consensual Listening-In To or Recording Telephone/Radio Conversations
DOE O 3792.3 Chg 1	Drug-Free Federal Workplace Testing Implementation Program
DOE O 5400.5 Chg 2	Radiation Protection of the Public and the Environment
DOE O 5610.2, Chg 1	Control of Weapon Data
DOE O 5660.1B	Management of Nuclear Materials

Table J.2.9 DOE-RL/ORP Implementing Documents

Document Number	Title
ASME NQA-1-2004	Quality Assurance Requirements for Nuclear Facility Applications
DOE-0223	RL Emergency Implementing Procedures
DOE-0336	Hanford Site Lockout/Tagout Revision 0
DOE-0343	Hanford Site Wide Stop Work Order Procedure
DOE/CBFO-94-1012	DOE Carlsbad Field Office, Quality Assurance Program Description, Revision 8, (for WIPP-related activities)
DOE/RL-2001-0036, Rev 2	Hanford Site Wide Transportation Safety Document
DOE/RL-2002-12	Hanford Radiological Health and Safety Document
DOE/RL-89-10	Hanford Federal Facility Agreement and Consent Order (Tri-Party Agreement)
DOE/RL-92-36	Hanford Site Hoisting and Rigging Manual
DOE/RL-94-02, Rev 4	Hanford Emergency Management Plan
DOE/RL-96-68, Rev 3	Hanford Analytical Services QA Requirements Document
DOE/RW-0333P, Rev 18	DOE Office of Civilian Radioactive Waste Management, Quality Assurance Requirements and Descriptions
DOE/RW-0351, Rev 4	Waste Acceptance System Requirements Document (WASRD)
DOE/RW-0511, Rev 2	Integrated Interface Control Document (ICD), Vol I, US DOE SNF & HLW to the Monitored Geologic Repository
ENS-ENG-IP-05, Rev 0	ORP Fire Protection Program
EM Policy Letter, July 10, 2006	Policies for Environmental Management Operating Project Performance Baselines, Contingency and Federal Risk Management Plans, and Configuration Control
ORP M 420.1-1 Rev 1	ORP Fire Protection Program

Document Number	Title
ORP M 420.2C	Facility Representative Program
SCSP, July 5 2005	Site Counterintelligence Support Plan
Reserved	
SEN-35-91	Nuclear Safety Policy
ANSI/ISA-84.00.01 (ANSI 2004)	Functional Safety: Safety Instrumented Systems for the Process Industry Sector

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
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 18, 2011 (Modification 105)	Increase unallocated fee pool amount
Revision 8	See date of Contract Modification 109	Increased unallocated fee pool amount

Signature Block

 Charles Spencer, President
 and Project Manager
 Washington River Protection Solutions

 Date

 Stacy Charboneau, Fee Determination Official
 U.S. Department of Energy, Office of River Protection

 Date

PBI-Reserved - Unallocated Base Period Fee

Performance Fee available and not allocated to a performance measure:

Total unallocated fee:	\$7,897,568
Base unallocated fee:	\$7,897,568
ARRA unallocated fee:	\$ 0

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.