

2. AMENDMENT/MODIFICATION NO. <b>238</b>	3. EFFECTIVE DATE (M/D/Y) <b>See Block 16C</b>	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
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6. ISSUED BY <b>U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352</b>	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code)  <b>Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354</b>	<input type="checkbox"/>          <input checked="" type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
		10A. MODIFICATION OF CONTRACT/ ORDER NO. <b>DE-AC27-01RV14136</b>
		10B. DATED (SEE ITEM 13)  <b>December 11, 2000</b>
CODE <b>396A5</b>	FACILITY CODE <b>153392068</b>	

**11. THIS ITEM 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 DATE AND HOUR 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 amendment and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,  
IT MODIFIES THE CONTRACT/ORDER NO. AS SET FORTH 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.
<input type="checkbox"/>	
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO AUTHORITY OF FAR 43.103(b).
<input checked="" type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF: Clause I.82, "FAR 52.243-2, Changes -- Cost-Reimbursement (Aug 1987) - Alternate III (Apr 1984)" and Clause I.66 "Limitation of Funds" (Apr 1984)
<input type="checkbox"/>	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 following page(s)

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) <b>Frank M. Russo Project Director</b>	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) <b>Ashley T. Morris Contracting Officer</b>
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15P. CONTRACTOR/OFFEROR <b>ORIGINAL SIGNED BY</b> <hr/> <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED <b>10/12/11</b>	16B. UNITED STATES OF AMERICA <b>ORIGINAL SIGNED BY</b> <hr/> <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED <b>10.13.11</b>
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**Purpose of Modification:**

The purpose of this modification is to update Section B, *Supplies or Services and Prices/Costs* and Section J, Attachment J, sub-Atch B, *List of Exclusions from Equitable Adjustment Settlements*. The subject modification definitizes Request for Equitable Adjustment (REA) 2010-013, *Implementation of 10CFR 851 Worker Safety and Health Program – Subcontractor Implementation Costs*

**Description of Modification:**

1. The table in Section B, *Supplies or Services and Prices/Costs*, Contract Section B.2 *Obligation and Availability of Funds and Contract Value*, paragraph (c) is deleted in its entirety and replaced with the following table, which revises the TECC and TECP.
  - a. Increase the TECC by \$8,352,837, from \$10,547,809,375 to \$10,556,162,212;
  - b. Increase the TECP by \$8,352,837 from \$11,155,942,077 to \$11,164,294,914; and
  - c. Said REA, 2010-013, is non-fee bearing, therefore there is no change in Total Maximum Available Fee.

**Cost:**  
**Total Estimated Contract Cost (TECC)** \$ 10,556,162,212

**Fee:**

A	Final Fee Determination - Pre-Mod No. A143	\$ 102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$ 127,510,377
B.1	Project Management Incentive	\$ 41,182,737
B.2	Cost Incentive	\$ 86,273,000
B.3	REA Settlement	\$ 54,640
C	Schedule Incentive Fee	\$ 227,000,000
C.1	Activity Milestone Completion	\$ 173,000,000
C.2	Facility Milestone Completion	\$ 54,000,000
D	Operational Incentive Fee	\$ 91,000,000
D.1	Cold Commissioning	\$ 45,000,000
D.2	Hot Commissioning	\$ 46,000,000
E	Enhancement Incentive Fee	\$ 60,000,000
E.1	Enhanced Plant Capacity	\$ 15,000,000
E.2	Sodium Reduction	\$ 15,000,000
E.3	Enhanced Plant Turnover	\$ 15,000,000
E.4	Sustained Production Achievement	\$ 15,000,000
<b>Total Maximum Available Fee (236)</b>		<u><b>\$ 608,132,702</b></u>
<b>Total Estimated Contract Price (TECP) (238)</b>		<u><b>\$ 11,164,294,914</b></u>

2. Update Section J, Attachment J, sub-Atch B, *List of Exclusions from Equitable Adjustment Settlements* to reflect definitization of REA 2010-013, *Implementation of 10CFR 851 Worker Safety and Health Program – Subcontractor Implementation Costs*. Said table modified as noted in the following table, which reflects the definitization modification number.

**FROM:**

Trend #	Trend Description	Definitized
TN-24590-06-03859	Additional Impacts Associated with 10 CFR 851.	
	Additional Impacts Associated with 10 CFR 851 – Silica Sand Impact, REA 2010-012 (Note this is a portion of TN-24590-06-03859)	233

**TO:**

Trend #	Trend Description	Definitized
TN-24590-06-03859	Additional Impacts Associated with 10 CFR 851.	233 & 238
	Additional Impacts Associated with 10 CFR 851 – Silica Sand Impact, REA 2010-012 (Note this is a portion of TN-24590-06-03859)	233

	Additional Impacts Associated with 10 CFR 851 – Subcontract Implementation Costs, REA 2010-013 (Note this is a portion of TN-24590-06-03859)	238
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3. No additional funds are currently being obligated to this contract for REA 2010-013. Work associated with the REA will be performed within the amount of funds which have been obligated to the contract in accordance with Contract Clause I.66 – FAR 52.232-22 *Limitation of Funds (APR 1984)*.

**Contractor’s Statement of Release:**

In consideration of the Modification, 238, agreed to herein as complete equitable adjustment for the Contractor’s Request for Equitable Adjustment (REA) for 2010-013, *Implementation of 10CFR 851 Worker Safety and Health Program – Subcontractor Implementation Costs*, 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 the changes as noted in the modification; except the Contractor does not waive any claim it may have for (i) potential schedule impacts resulting from this REA, or (ii) the potential cumulative impacts to schedule and/or the total estimated contract cost (TECC) resulting from this and other REAs, wherein cumulative schedule and/or TECC impacts were not resolved (negotiated); provided that the Contractor shall not be entitled to additional fee for such impacts.

**All other terms and conditions remain unchanged.**

**(End of Modification)**