

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 7 PAGES
2. AMENDMENT/MODIFICATION NO. 211		3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. ADMINISTERED BY (If other than Item 6)		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO.		
CODE 396A5		9B. DATED (SEE ITEM 11)		
FACILITY CODE 153392068		10A. MODIFICATION OF CONTRACT/ ORDER NO. DE-AC27-01RV14136		
		10B. DATED (SEE ITEM 13) December 11, 2000		
11. THIS ITEM APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> 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 B.7, Award Fee Administration			
<input type="checkbox"/>	D. OTHER (Specify type of modification and authority)			
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> 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) Frank M. Russo Project Director		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) George T. Champlain Ronnie L. Dawson Contracting Officer		
15B. CONTRACTOR/OFFEROR ORIGINAL SIGNED BY <u>FR</u> (Signature of person authorized to sign)	15C. DATE SIGNED 3/25/11	16B. UNITED STATES OF AMERICA BY <u>RD</u> ORIGINAL SIGNED BY <u>RD</u> (Signature of Contracting Officer)	16C. DATE SIGNED 3/28/11	

Purpose of Modification:

The purpose of this modification is to update Section B, *Supplies or Services and Prices/Costs*, as follows:

1. Update tables to incorporate the 2010-B Performance Evaluation and Measurement Plan (PEMP) award fee determination;
2. Update tables to reflect unearnable award fee to date; and
3. Update Table B-2-B-2 PEMP to incorporate PEMP's 2010-B and 2011-A by reference.

Description of Modification:

1. Contract Clause B.2, OBLIGATION AND AVAILABILITY OF FUNDS AND CONTRACT VALUE, paragraph (c) Table is modified to incorporate the 2010-B PEMP award fee determination and unearnable award fee to date as follows:

a) Fee: B, Maximum Available Award Fee, is changed FROM: \$139,432,341, TO: \$129,667,403, a decrease of \$9,764,938.

b) Fee: B, B.1 Project Management Incentive, is changed FROM: \$44,377,675, TO: \$41,834,737, a decrease of \$2,542,938.

c) Fee: B, B.2 Cost Incentive, is changed FROM: \$95,000,000, TO: \$87,778,000, a decrease of \$7,222,000.

d) Total Maximum Available Fee, is changed FROM: \$620,054,666, TO: \$610,289,728, a decrease of \$9,764,938.

e) Total Estimated Contract Price (TECP) is changed FROM: \$11,091,068,534, TO: \$11,081,303,596, a decrease of \$9,764,938.

f) The table in Section B, *Supplies or Services and Prices/Costs*, Contract Clause B.2, OBLIGATION AND AVAILABILITY OF FUNDS AND CONTRACT VALUE, paragraph (c) is deleted in its entirety and replaced with the following table:

Cost:

Total Estimated Contract Cost (TECC) \$ 10,471,013,868.00

Fee:

A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	129,667,403
B.1	Project Management Incentive	\$	41,834,737
B.2	Cost Incentive	\$	87,778,000
B.3	REA Settlement	\$	54,666
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
Total Maximum Available Fee (211)		\$	<u>610,289,728</u>
Total Estimated Contract Price (TECP)		\$	<u>11,081,303,596.00</u>

2. Contract Clause B.11 ATTACHMENTS, ATTACHMENT B-1 INCENTIVE FEE SUMMARY TABLE, Table B-1 – WTP Incentive Fee Structure, is modified as follows:

- a) B.1 Project Management Incentive, is changed FROM: \$44,377,675, TO: \$41,834,737, a decrease of \$2,542,938.
- b) B.2 Cost Incentive, is changed FROM: \$95,000,000, TO: \$87,778,000, a decrease of \$7,222,000.
- c) Total Award Fee is changed FROM: \$139,432,341, TO: \$129,667,403, a decrease of \$9,764,938.
- d) Total Maximum Available Fee (A+B+C+D+E)*, is changed FROM: \$620,054,666, TO: \$610,289,728, a decrease of \$9,764,938.
- e) The * note in the Table is changed to read, ‘Reflects unearnable award fee (211)’.

f) ATTACHMENT B-1 INCENTIVE FEE SUMMARY TABLE, Table B-1 – WTP Incentive Fee Structure, is deleted in its entirety and replaced with the following table:

Table B-1 - WTP Incentive Fee Structure

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	<u>\$41,834,737</u>
B.2 Cost Incentive	Attachment B-2-B	<u>\$87,778,000</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	\$54,666
Total Award Fee		<u>\$129,667,403</u>
C Schedule Incentive Fee:		
C.1.X Activity Milestone Completion:	Attachment B-2-C	\$173,000,000
C.2 Facility Milestones Completion:		
C.2.1 LAB Construction Substantially Complete	Attachment B-2-C	\$4,000,000
C.2.2 LAW Construction Substantially Complete	Attachment B-2-C	\$4,000,000
C.2.3 LBL Start Cold Commissioning (SCC)	Attachment B-2-C	\$4,000,000
C.2.4 LBL Complete Hot Commissioning (CHC)	Attachment B-2-C	\$4,000,000
C.2.5 HLW Start Cold Commissioning	Attachment B-2-C	\$9,500,000
C.2.6 PT Start Cold Commissioning	Attachment B-2-C	\$9,500,000
C.2.7 HLW Complete Hot Commissioning	Attachment B-2-C	\$9,500,000
C.2.8 PT Complete Hot Commissioning	Attachment B-2-C	\$9,500,000
Total - Facility Schedule Incentive		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
D Operational Incentive Fee:		
D.1 Cold Commissioning:		
D.1.1 PT High Level Waste	Attachment B-2-D	\$10,000,000
D.1.2 PT Low Level Waste	Attachment B-2-D	\$10,000,000
D.1.3 HLW Vitrification	Attachment B-2-D	\$13,000,000
D.1.4 LAW Vitrification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
D.2 Hot Commissioning:		
D.2.1 PT High Level Waste	Attachment B-2-D	\$10,000,000
D.2.2 PT Low Level Waste	Attachment B-2-D	\$10,000,000
D.2.3 HLW Vitrification	Attachment B-2-D	\$13,000,000
D.2.4 LAW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
E Enhancement Incentive Fee:		
E.1 Enhanced Plant Capacity	Attachment B-2-E	\$15,000,000
E.2 Sodium Reduction	Attachment B-2-E	\$15,000,000
E.3 Enhanced Plant Turnover	Attachment B-2-E	\$15,000,000
E.4 Sustained Production Achievement	Attachment B-2-E	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)*		<u>\$610,289,728</u>

***Reflects Unearnable Award Fee (211)**

3. Contract Clause B.11 ATTACHMENTS, ATTACHMENT B-2-B, INCENTIVE FEE B – MAXIMUM AVAILABLE AWARD FEE, Table B-2-B-1. Incentive Fee B – Maximum Available Award Fee, is modified as follows:

- a) Award Fee Period 2010-B, B.1 Award Fee - Project Mgmt Incentive, Earned , is changed FROM: TBD, TO: \$1,521,600.
- b) Award Fee Period 2010-B, B.2 Award Fee – Cost Incentive, Earned, is changed FROM: TBD, TO: \$2,623,000.
- c) Award Fee Period 2010-B, Total Award Fee, Earned, is changed FROM: TBD, TO: \$4,144,600.

d) Total Award Fee, column entitled “Unearnable” is added, and the following is incorporated into the Unearnable column:

2009-A	\$2,179,119
2009-B	\$3,089,419
2010-A	\$2,341,000
2010-B	\$2,155,400

- e) Totals row, B.1 Award Fee - Project Mgmt Incentive, Earned, is changed FROM: \$4,313,137, TO: \$5,834,737, an increase of \$1,521,600.
- f) Totals row, B.2 Award Fee – Cost Incentive, Earned, is changed FROM: \$7,755,000, TO: \$10,378,000, an increase of \$2,623,000.
- g) Totals row, Total Award Fee, Earned, is changed FROM: \$12,068,137, TO: \$16,212,737, an increase of \$4,144,600.
- h) Totals row, Total Award Fee, Unearnable, incorporate \$9,764,938.

i) ATTACHMENT B-2-B - INCENTIVE FEE B – MAXIMUM AVAILABLE AWARD FEE, Table B-2-B-1. Incentive Fee B – Maximum Available Award Fee, is deleted in its entirety and replaced with the following table:

Cal. Year (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		Available	Earned	Available	Earned	Available	Earned	Unearnable
2009	2009-A	\$2,188,838	\$1,584,719	\$4,500,000	\$2,925,000	\$6,688,838	\$4,509,719	\$2,179,119
	2009-B	\$2,188,837	\$1,349,418	\$4,500,000	\$2,250,000	\$6,688,837	\$3,599,418	\$3,089,419
2010	2010-A	\$2,000,000	\$1,379,000	\$4,300,000	\$2,580,000	\$6,300,000	\$3,959,000	\$2,341,000
	2010-B	\$2,000,000	\$1,521,600	\$4,300,000	\$2,623,000	\$6,300,000	\$4,144,600	\$2,155,400
2011	2011-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2011-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2012	2012-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2012-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2013	2013-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2013-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2014	2014-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2014-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2015	2015-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2015-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2016	2016-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2016-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2017	2017-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2017-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2018	2018-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2018-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
2019	2019-A	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
	2019-B	\$2,000,000	TBD	\$4,300,000	TBD	\$6,300,000	TBD	
Totals		\$44,377,675	\$5,834,737	\$95,000,000	\$10,378,000	\$139,377,675	\$16,212,737	\$9,764,938

4. Contract Clause B.11 ATTACHMENTS, ATTACHMENT B-2-B-2 - INCENTIVE FEE B – PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP), is modified as follows:

- a) Award Fee Period 2010-B, incorporate **Rev. 0** into PEMP Revision column; incorporate **July 1, 2010** into the Effective Date column.
- b) Award Fee Period 2011-A, incorporate **Rev. 0** into PEMP Revision column; incorporate **January 1, 2011** into the Effective Date column.

c) ATTACHMENT B-2-B-2, INCENTIVE FEE B – PERFORMANCE EVALUATION AND MEASUREMENT PLAN (PEMP), is deleted in its entirety and replaced with the following table:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B		
2012	2012-A		
	2012-B		
2013	2013-A		
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

Contractor’s Statement of Release: In consideration of the Modification agreed to herein as complete equitable 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 the changes as noted in this modification.

All other terms and conditions remain unchanged.

(End of Modification)