

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. CONTRACT ID CODE

PAGE OF PAGES

1 5

2. AMENDMENT/MODIFICATION NO.

3. EFFECTIVE DATE

4. REQUISITION/PURCHASE REQ. NO.

5. PROJECT NO. (If applicable)

296

See Block 16C

11EM002638

6. ISSUED BY

CODE

00601

7. ADMINISTERED BY (If other than Item 6)

CODE

00601

Richland Operations Office  
U.S. Department of Energy  
Richland Operations Office  
P.O. Box 550, MSIN A7-80  
Richland WA 99352

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U.S. Department of Energy  
Richland Operations Office  
P.O. Box 550, MSIN A7-80  
Richland WA 99352

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)

WASHINGTON CLOSURE HANFORD, LLC  
Attn: Neil Brosee, President  
2620 Fermi Avenue  
Richland WA 99354

(X) 9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

X 10A. MODIFICATION OF CONTRACT/ORDER NO.  
DE-AC06-05RL14655

10B. DATED (SEE ITEM 13)

03/23/2005

CODE 167280762

FACILITY CODE

**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)

**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: I. 70-FAR 52.243-2-Changes-Cost Reimbursement (8/87)-Alt I (Apr 1984) and Mutual Agreement of the Parties
	D. OTHER (Specify type of modification and authority)

**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

Tax ID Number: 94-1381538

DUNS Number: 167280762

CHANGE ORDER NO. WCH-REA-019B

A. The purpose of this modification is to definitize the following Request for Equitable Adjustment (REA), which was submitted to RL by WCH on November 15, 2010, and revised on February 8, 2011: WCH-REA-019B, "300 Area Utility Upgrades (General Plant Project 7), Pipe Bursting." Contract revisions are detailed in the SF30 Block 14 Continuation beginning on Page 2 of this modification.

Period of Performance: 03/23/2005 to 09/30/2015.

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)

M.N. Brosee President

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Jewel J. Short

15B. CONTRACTOR/OFFEROR

15C. DATE SIGNED

5-26-11

16B. UNITED STATES OF AMERICA

16C. DATE SIGNED

5-31-11

(Signature of person authorized to sign)

(Signature of Contracting Officer)

NSN 7540-01-152-8070  
Previous edition unusable

STANDARD FORM 30 (REV. 10-83)  
Prescribed by GSA  
FAR (48 CFR) 53.243

**SF30 BLOCK 14 CONTINUATION:**

B. Based on negotiations of WCH-REA-019B, the following increases are hereby made to Contract Target Cost and Target Fee within Contract Line Item No. 1:

Cost: \$2,744,058  
 Fee: \$ 192,084  
 Total: \$2,936,142

C. This modification is subject to adjustment pending resolution of internal and external reviews of the Contractor’s proposed Disclosure Statement Revision 6 and indirect cost rates. At the time of Contract definitization, internal and external reviews have not been completed. Therefore, the parties agree that the negotiated cost and fee above is subject to adjustment based on the results of subsequent reviews and resolution of review findings.

D. Section B, Table B.1, *Incentive Fee Structure*, is replaced in its entirety with the revised attached Table B.1. Contract replacement page B-18 is included with this modification. Revisions to Table B.1 are detailed below:

Element	From*	To	Increase
Target Cost – CLIN 1	\$1,706,268,496	\$1,709,012,554	\$2,744,058
Target Cost – TOTAL	2,038,687,138	2,041,431,196	2,744,058
Target Fee – CLIN 1	\$ 123,266,936	\$ 123,459,020	\$ 192,084
Target Fee – TOTAL	146,313,131	146,505,215	192,084
Maximum Cost Performance Incentive Fee – CLIN 1	\$ 230,346,247	\$ 230,716,695	\$ 370,448
Maximum Cost Performance Incentive Fee – Total	\$ 275,222,764	\$ 275,593,212	\$ 370,448

\*The base amounts for revisions identified in Table B.1 are from Modification No. 295, WCH-REA-092 Definitization.

E. The following contract sections will be updated for WCH-REA-019B in a future contract modification to be issued at a later date:

1. Section B, Table B.2, *Schedule of Quantities and Target Cost* – The following line items will be affected by REA-019B:
  - Operate/Close Utilities – 300 Area (WBS 1.01.07.01.18) D4-300 Area O&C Utilities – Baseline Quantity remains unchanged. CLIN 1 Target Cost and Total Target Cost increased by \$2,349,778.
  - 200 Area – Waste Operations - Waste Ops - Operations/Disposal/Treatment (CLIN #1) (WBS 1.04.01.02.31 / 1.04.01.02.32) – Baseline Quantity increased by 376 Tons. CLIN 1 Target Cost and Total Target Cost increased by \$4,471.

- 200 Area – Waste Operations - Waste Ops - Transportation (CLIN #1) (WBS 1.04.01.03.37 / 1.04.01.03.38) - Waste Ops-Transportation Routes/Methods and Transportation – Baseline Quantity increased by 376 Tons. CLIN 1 Target Cost and Total Target Cost increased by \$3,993.
  - 200 Area – Waste Operations - Waste Ops-Project Management and Support (WBS 1.04.99.01.29 / 1.04.99.02.29 / 1.04.01.02.32) – CLIN 1 Target Cost and Total Target Cost increased by \$254. This cost is associated with the application of the PM&S indirect cost rate.
  - Mission Support/General Support - Project Management and Support (WBS 1.06.01/1.06.02/1.06.03/1.06.04/1.06.05/1.06.06) - MS/GS-Project Integration, Project Services, SHQ, Engineering, Regulatory and Environmental Management and Office of the Project Gen. Manager – CLIN 1 Target Cost and Total Target Cost increased by \$385,563. This cost is associated with the application of the PM&S indirect cost rate.
2. Section J, Attachment J-1, *River Corridor Closure Contract Work Scope* – the following line items will be added and/or revised in Attachment J-1 for REA-019B:
- **NEW** – Operate/Close Utilities – 300 Area Utilities (WBS 1.01.07.01.18.03) – 300 Area Relocation Project - GPP7 Finalization Supplement - 300 Area Utility Upgrades - REA 019B
  - 200 Area – Waste Operations - 200 Area ERDF Waste Ops-Ops/Disposal (CLIN #1) (WBS 1.04.01.02.31.01) - Waste Operations - Environmental Restoration Disposal Facility (Facility Operations/Disposal) – Add “REA 019B” to column entitled “Assumed Activity Status h.”
  - 200 Area – Waste Operations - 200 Area ERDF Waste Ops-Transportation (CLIN #1) - Waste Ops-Transportation (WBS 1.04.01.03.38.01) - Waste Operations - Environmental Restoration Disposal Facility (Transportation) - Add “REA 019B” to column entitled “Assumed Activity Status h.”
  - 200 Area – Waste Operations - 200 Area ERDF Waste Ops-Transportation (CLIN #1) – Waste Ops-Project Management and Support (WBS 1.04.99.01.29 / 1.04.99.02.29 / 1.04.01.02.32) - Add “Also includes REA PM&S Rates for REA 019B” to column entitled “Assumed Activity Status h.”
  - Mission Support/General Support - MS/GS-Project Integration (WBS 1.06.01.01.01.01) - Legacy Retiree Medical Costs; Project Controls / Director of Project Integration; Strategic Planning and Baseline Management – Add “Also includes REA MS/GS Rates for REA 019B” to column entitled “Assumed Activity Status h.”
  - Mission Support/General Support - MS/GS-Project Services (WBS 1.06.02.01.01.01) - Contracts; Facilities Services; Financial Services; Human Resources; Information and Administrative Services; Information Technology (IT); Labor Relations; Light Vehicles; Procurement; Project Services; Taxes and Insurance – Add “Also includes REA MS/GS Rates for REA 019B” to column entitled “Assumed Activity Status h.”
  - Mission Support/General Support - MS/GS-ESHQ (WBS 1.06.03.01.01.01) - ESHI Support; Quality Assurance; Radiological Control Program; Safety and Health; Safety, Health and Quality Management – Add “Also includes REA MS/GS Rates for REA 019B” to column entitled “Assumed Activity Status h.”

- Mission Support/General Support - MS/GS-Engineering (WBS 1.06.04.01.01.01) - Engineering Support; Nuclear Safety; Technology Application – Add “Also includes REA MS/GS Rates for REA 019B” to column entitled “Assumed Activity Status h.”
  - Mission Support/General Support - MS/GS-Reg. Integration and Outreach (WBS 1.06.05.01.01.01) - Environmental Support; Regulatory Integration and Outreach – Add “Also includes REA MS/GS Rates for REA 019B” to column entitled “Assumed Activity Status h.”
  - Mission Support/General Support - MS/GS-Office of the Project Gen. Manager (WBS 1.06.06.01.01.01) - President General Support; Incentive Compensation Plan; Communications; Employee Concerns; Arbitration, Legal/Internal Audit; Safeguards and Security; Training– Add “Also includes REA MS/GS Rates for REA 019B” to column entitled “Assumed Activity Status h.”
- F. This modification does not obligate additional funds to the contract. Accordingly, work under the contract, such as that described herein, must be performed within the amount of funds which have been incrementally allotted to the contract in accordance with Clause I.57 - FAR 52.232-22 - Limitation of Funds (Apr 1984).
- G. Contractor Statement of Release: In consideration of the modification agreed to herein as complete equitable adjustment for WCH-REA-019B, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustment attributable to such facts or circumstances giving rise to WCH-REA-019B.

There are no other changes to the terms and conditions of the contract.

End of Modification 296

**TABLE B.1 INCENTIVE FEE STRUCTURE**

Element	Definition/ Reference	CLIN 1		CLIN 2		CLIN 3		CLIN 4		Total
		Date	Amount	Date	Amount	Date	Amount	Date	Amount	
<b>Cost Performance Incentive Fee (Target Cost, Target Fee, and Cost Share Ratio)</b>										
Target Cost	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(1)		\$1,709,012,554		\$0		\$112,847,740		\$219,570,902	\$2,041,431,196
Target Fee	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(2)		\$123,459,020		\$0		\$7,899,297		\$15,146,898	\$146,505,215
Estimated Incumbent Employee Pension Costs	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)(5)		\$34,074,455		\$1,806,276		\$2,795,184		\$0	\$38,675,915
Cost Share Ratio (Government/ Contractor)	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)		80/20		80/20		80/20		80/20	80/20
<b>Schedule Performance Incentive Fee</b>										
Completion of Contract Requirements	Fee earned for completion on or before the dates shown:	3/31/2012	\$25.9M	3/31/2012	\$10.9M	3/31/2012	\$3.2M			\$40.0M
		9/30/2012	\$19.4M	9/30/2012	\$8.2M	9/30/2012	\$2.4M			\$30.0M
		3/31/2013	\$15.5M	3/31/2013	\$6.5M	3/31/2013	\$2.0M			\$24.0M
		9/30/2013	\$7.8M	9/30/2013	\$3.2M	9/30/2013	\$1.0M			\$12.0M
		3/31/2014	\$3.9M	3/31/2014	\$1.6M	3/31/2014	\$0.5M			\$6.0M
		9/30/2014	\$2.6M	9/30/2014	\$1.1M	9/30/2014	\$0.3M			\$4.0M
		3/31/2015	\$1.2M	3/31/2015	\$0.6M	3/31/2015	\$0.2M			\$2.0M
		9/30/2015	Zero	9/30/2015	Zero	9/30/2015	Zero			Zero
<b>Total Maximum Incentive Fee</b>										
Maximum Cost Performance Incentive Fee	Maximum total Cost Performance Incentive Fee that may be earned		\$230,716,695 (13.5% of Target Cost)		\$0 (13.5% of Target Cost)		\$15,234,445 (13.5% of Target Cost)		\$29,642,072 (13.5% of Target Cost)	\$275,593,212 (13.5% of Target Cost)
Maximum Schedule Performance Incentive Fee	Maximum total Schedule Performance Incentive Fee that may be earned		\$25.9M		\$10.9M		\$3.2M		Zero	\$40.0M
<b>Total Minimum Incentive Fee</b>										
Minimum Cost Performance Incentive Fee	Minimum total Cost Performance Incentive Fee that may be earned		Zero		Zero		Zero		Zero	Zero
Minimum Schedule Performance Incentive Fee	Minimum total Schedule Performance Incentive Fee that may be earned		Zero		Zero		Zero		Zero	Zero