

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1	OF PAGES 5
2. AMENDMENT/MODIFICATION NO. 322		3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	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		CODE	7. ADMINISTERED BY (If other than Item 6)	CODE	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354			<input type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.	
			<input type="checkbox"/>	9B. DATED (SEE ITEM 11)	
			<input checked="" type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ ORDER NO. DE-AC27-01RV14136	
			<input checked="" type="checkbox"/>	10B. DATED (SEE ITEM 13) December 11, 2000	
CODE 396A5		FACILITY CODE 153392068			

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 type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return __ 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)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
		George F. Champlain Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
_____ (Signature of person authorized to sign)		BY <i>George F. Champlain</i> (Signature of Contracting Officer)	<i>18 March 2014</i>

Modification Purpose:

The purpose of this modification is to update Section B, *Supplies or Services and Prices/Costs*, to incorporate the award fee determination for the 2013-B Performance Evaluation and Measurement Plan (PEMP) evaluation period.

Modification Description:

1. For the 2013-B PEMP award fee evaluation period, the fee-determining official (FDO) determined that the Contractor earned a total of \$3,025,000 in award fee, allocated as follows:

- a. B.1 Award Fee – Project Management Incentive: \$2,745,000
- b. B.2 Award Fee – Cost Incentive: \$280,000

The FDO's determination is documented in letter 14-CPM-0055, dated March 11, 2014.

2. As a result of the FDO's determination, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through c below.
 - a. 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 revised as follows:
 - Decrease B Maximum Available Award Fee (See Table B-2-B-1) by \$3,275,000, the unearned award fee for award fee evaluation period 2013-B. The B Maximum Available Award Fee (See Table B-2-B-1) is decreased from \$117,776,215, to \$114,501,215;
 - Decrease B.1 Project Management Incentive by \$2,555,000, the unearned award fee for award fee evaluation period 2013-B. The B.1 Project Management Incentive is decreased from \$57,299,797, to \$54,744,797;
 - Decrease B.2 Cost Incentive by \$720,000, the unearned award fee for award fee evaluation period 2013-B. The B.2 Cost Incentive is decreased from \$55,078,760 to \$54,358,760;
 - Decrease the Total Maximum Available Fee by \$3,275,000, the total unearned fee for award fee evaluation period 2013-B. The Total Maximum Available Fee is decreased from \$598,398,540, to \$595,123,540; and
 - Decrease the Total Estimated Contract Price (TECP) by \$3,275,000, the total unearned fee for award fee evaluation period 2013-B. The TECP is decreased from \$11,313,218,514 to \$11,309,943,514.

The table in Section B, Contract Clause B.2 is deleted in its entirety and replaced in full as follows:

Cost:				
		Total Estimated Contract Cost (TECC) (320)		\$ 10,714,819,974
Fee:				
A	Final Fee Determination - Pre-Mod No. A143			\$ 102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)			\$ 114,501,215
B.1	Project Management Incentive	\$ 54,744,797		
B.2	Cost Incentive	\$ 54,358,760		
B.3	REA Settlement	\$ 5,397,658		
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			\$ 595,123,540
	Total Estimated Contract Price (TECP) (322)			\$ 11,309,943,514

b. The table in Section B, *Supplies or Services and Prices/Costs*, Contract Clause B.11, *Attachments*, Attachment B-1, *Incentive Fee Summary Table*, is revised as follows:

- Decrease B.1 Project Management Incentive by \$2,555,000, the unearned award fee for award fee evaluation period 2013-B. The B.1 Project Management Incentive is decreased from \$57,299,797, to \$54,744,797;
- Decrease B.2 Cost Incentive by \$720,000, the unearned award fee for award fee evaluation period 2013-B. The B.2 Cost Incentive is decreased from \$55,078,760 to \$54,358,760;
- Decrease Total Award Fee by \$3,275,000, the unearned award fee for award fee evaluation period 2013-B. The Total Award Fee is decreased

from \$117,776,215, to \$114,501,215; and

- Decrease the Total Maximum Available Fee by \$3,275,000, the total unearned fee for award fee evaluation period 2013-B. The Total Maximum Available Fee is decreased from \$598,398,540, to \$595,123,540.

Section B, Table B-1, Attachment B-1 is deleted in its entirety and replaced as follows:

ATTACHMENT B-1 INCENTIVE FEE SUMMARY TABLE

Table B-1 - WTP Incentive Fee Structure			
Description	Reference	Amount	
A	Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	\$102,622,325
B	Maximum Available Award Fee:		
B.1	Project Management Incentive	Attachment B-2-B	\$54,744,797
B.2	Cost Incentive	Attachment B-2-B	\$54,358,760
	*See Table B-2-B-1		
B.3	REA Settlement Fee	Attachment B-3	\$5,397,658
	Total Award Fee		\$114,501,215
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		\$54,000,000
	Total Schedule Incentive Fee		\$227,000,000
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	\$12,000,000
	Subtotal-Cold Commissioning		\$45,000,000
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	\$13,000,000
	Subtotal-Hot Commissioning		\$46,000,000
	Total Operational Incentive Fee		\$91,000,000
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	\$15,000,000
	Total Enhancement Incentive Fee		\$60,000,000
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (322)			\$595,123,540

*Reflects Unearnable Award Fee

- c. The table in Section B, *Supplies or Services and Prices/Costs*, Contract Clause B.11, *Attachments*, Attachment B-2, *Incentive Fee Details*, Sub-Attachment B-2-

B, Incentive Fee B, Maximum Available Award Fee, Table B-2-B-1, Incentive Fee B, Maximum Available Award Fee, is revised to reflect the fee earned for award fee evaluation period 2013-B. Section B, Table B-2-B-1 is deleted in its entirety and replaced in full as follows:

ATTACHMENT B-2-B – INCENTIVE FEE B – MAXIMUM AVAILABLE AWARD FEE

Table B-2-B-1. Incentive Fee B – Maximum Available Award Fee

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	\$1,348,000	\$4,300,000	\$2,795,000	\$6,300,000	\$4,143,000	\$2,157,000
	2011-B	\$2,000,000	\$1,426,000	\$4,300,000	\$2,451,000	\$6,300,000	\$3,877,000	\$2,423,000
2012	2012-A	\$3,150,000	\$1,571,850	\$3,150,000	\$1,549,800	\$6,300,000	\$3,121,650	\$3,178,350
	2012-B	Waived	at the	request	of the	Contractor		
2013	2013-A	\$3,780,000	\$1,869,210	\$2,520,000	\$1,254,960	\$6,300,000	\$3,124,170	\$3,175,830
	2013-B	\$5,300,000*	\$2,745,000	\$1,000,000*	\$280,000	\$6,300,000	\$3,025,000	\$3,275,000
2014	2014-A	\$5,300,000*	TBD	\$1,000,000*	TBD	\$6,300,000	TBD	
	2014-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
2015	2015-A	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
	2015-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
2016	2016-A	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
	2016-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
2017	2017-A	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
	2017-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
2018	2018-A	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
	2018-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
2019	2019-A	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
	2019-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
Totals		\$64,557,675	\$14,794,797	\$68,520,000	\$18,708,760	\$133,077,675	\$33,503,557	\$23,974,118

*For the 2013-B and 2014-A PEMP award fee periods, the available award fee allocated to Award Fee Objectives 1, 2, and 3 is considered B.1 Award Fee – Project Management Incentive; and the available award fee allocated to Award Fee Objective 4 is considered B.2 Award Fee – Cost Incentive.

3. All other terms and conditions remain unchanged.
(End of Modification)