

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 6
2. AMENDMENT/MODIFICATION NO. 0396	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Schedule	5. PROJECT NO. (If applicable)
6. ISSUED BY Richland Operations Office U.S. Department of Energy Richland Operations Office P.O. Box 550, MSIN A7-80 Richland WA 99352	CODE 00601	7. ADMINISTERED BY (If other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) CH2M HILL PLATEAU REMEDIATION COMPANY Attn: Kala Dickerson 2420 Stevens Center Place Richland WA 99354-1659		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE 805603128		FACILITY CODE	9B. DATED (SEE ITEM 11)
		x	10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC06-08RL14788
			10B. DATED (SEE ITEM 13) 06/19/2008

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) Net Increase: \$45,651,247.41
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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause B.3, Obligation and Availability of Funds

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.)

Tax ID Number: 77-0694488

DUNS Number: 805603128

A. The purpose of this modification is to obligate an increase of \$45,651,247.41 in funding on this contract. The details are shown on page two of this modification.

Delivery Location Code: 00601

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

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9 A 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)	
		J. Jeff Short	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
_____ (Signature of person authorized to sign)		Signature on File	02/26/2015
		_____ (Signature of Contracting Officer)	

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
DE-AC06-08RL14788/0396

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NAME OF OFFEROR OR CONTRACTOR
CH2M HILL PLATEAU REMEDIATION COMPANY

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
00002	<p>Payment: OR for Richland U.S. Department of Energy Oak Ridge Financial Service Center P.O. Box 4307 Oak Ridge TN 37831</p> <p>FOB: Destination Period of Performance: 06/19/2008 to 09/30/2018</p> <p>Change Item 00002 to read as follows (amount shown is the total amount):</p> <p>Plateau Remediation Contract - Option 1 execution Line item value is: \$2,074,832,809.00 Incrementally Funded Amount: \$487,212,955.39 Requisition No: 11EM003492, 14EM000014, 14EM000221, 14EM000428, 14EM000568, 14EM000617, 14EM000843, 14EM000920, 14EM001053, 14EM001246, 14EM001399, 14EM001657, 14EM001871, 14EM002177, 14EM002265, 14EM002574, 14EM002743, 14EM003049, 15EM000067, 15EM000258, 15EM000414, 15EM000530, 15EM000552, 15EM000686, 15EM000878, 15EM000923, 15EM000995</p> <p>Accounting Info: Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00</p> <p>Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00</p> <p>Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00</p> <p>Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00</p> <p>Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00</p> <p>Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: Continued ...</p>				2,074,832,809.00

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
DE-AC06-08RL14788/0396

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NAME OF OFFEROR OR CONTRACTOR
CH2M HILL PLATEAU REMEDIATION COMPANY

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00 Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00 Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00 Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$0.00 Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: \$45,785,721.00 Accounting Info: PRC Base PR Fund: 00000 Appr Year: 0000 Allottee: 00 Report Entity: 000000 Object Class: 00000 Program: 0000000 Project: 0000000 WFO: 0000000 Local Use: 0000000 Funded: -\$134,473.59				

B. Pursuant to Contract Clause B.3, Obligation and Availability of Funds, the amount of funds (non-Recovery Act) is hereby increased by \$45,651,247.41 from \$2,679,968,611.15 to \$2,725,619,858.56 as shown below:

FROM:

B.3 OBLIGATION AND AVAILABILITY OF FUNDS

- (a) Obligation of Funds. Pursuant to the Section I Clause entitled, FAR 52.232-22, Limitation of Funds, total funds in the amount of **\$2,679,968,611.15** have been allotted for obligation and are available for payment of services provided from the effective date of this Contract through September 30, 2018.
- (b) Pursuant to the clause in Section I, entitled "Limitation of Funds," total funds in the amount of \$1,375,998,168.34 are obligated herein and made available for payment of allowable costs and fee earned related only to the Recovery Act work from the effective date of modification A037 through the period of performance for the Recovery Act work, contained in Section F.

TO:

B.3 OBLIGATION AND AVAILABILITY OF FUNDS

- (a) Obligation of Funds. Pursuant to the Section I Clause entitled, FAR 52.232-22, Limitation of Funds, total funds in the amount of **\$2,725,619,858.56** have been allotted for obligation and are available for payment of services provided from the effective date of this Contract through September 30, 2018.
- (b) Pursuant to the clause in Section I, entitled "Limitation of Funds," total funds in the amount of \$1,375,998,168.34 are obligated herein and made available for payment of allowable costs and fee earned related only to the Recovery Act work from the effective date of modification A037 through the period of performance for the Recovery Act work, contained in Section F.

D. The detailed breakout of funding and funding adjustments by accounting code is provided through the Financial Plan Reports, Attachment 1 and 2.

E. Contract Section B.3 and B.15 have been verified and modified from Mod 366 as shown in the attached pdf., entitled, "RL14788 Mod 396 Section B.3 & B.15 Reconciliation". An error was made in Modification 378 which affected Modifications 383, 384, 388 and corrected with this modification 395.

Financial Plan Report - Detail with Appr Year

RL14788 - PLATEAU REMEDIATION CONTRACT (PRC)

Appr Year	Rpt Entity	Fund Code	Leg FT	Program	Legacy B&R	Obj. Class	Local Use	Project	WFO	Legacy Order Number	Beginning Uncosted Obs	BA			Total Available
												Previous	Change	Revised	
2013	422100	00910	3T	1720303	400403309	25400	00000000	00000000	0421678		33,048.13	0.00	-33,048.13	-33,048.13	0.00
<i>AY 2013 - RFS RF2044 CLOSEOUT</i>															
2014	422100	00910	3T	1720303	400403309	25400	00000000	00000000	0421692		69,817.96	0.00	-47,647.23	-47,647.23	22,170.73
<i>AY 2014 - RFS RF2047_CLOSEOUT</i>															
2014	422100	00910	3T	1720303	400403309	25400	00000000	00000000	0421693		46,876.43	0.00	-36,092.46	-36,092.46	10,783.97
<i>AY 2014 - RFS RF2049 WFO 0421693 CLOSEOUT</i>															
2014	422100	00910	3T	1720303	400403309	25400	00000000	00000000	0421694		7,254.52	0.00	-17,685.77	-17,685.77	-10,431.25
<i>AY 2014 - RFS RF2048_WFO 0421694</i>															
Total for Program Parent/Control Point: 400000000											156,997.04	0.00	-134,473.59	-134,473.59	22,523.45
Total for Fund Type: 3T											156,997.04	0.00	-134,473.59	-134,473.59	22,523.45
Total for Recipient Code: RL											156,997.04	0.00	-134,473.59	-134,473.59	22,523.45
Total for Reporting Entity: 422100											156,997.04	0.00	-134,473.59	-134,473.59	22,523.45
Total for RL14788 - PLATEAU REMEDIATION CONTRACT (PRC)											156,997.04	0.00	-134,473.59	-134,473.59	22,523.45

This financial plan was generated for the following options: All Transactions

Financial Plan Report - Detail with Appr Year

RL14788 - PLATEAU REMEDIATION CONTRACT (PRC)

Appr Year	Rpt Entity	Fund Code	Leg FT Program	Legacy B&R	Obj. Class	Local Use	Project	WFO	Legacy Order Number	Beginning Uncosted Obs	BA			Total Available	
											Previous	Change	Revised		
2015	422100	01250	TP 1111637	39EY52000P	32004	0000000	0001521	0000000		0.00	7,571,442.00	3,785,721.00	11,357,163.00	11,357,163.00	
<i>AY 2015 - Obligate all funds allotted to date</i>															
Total for Program Parent/Control Point: 39EY52000PRN15D401000										0.00	7,571,442.00	3,785,721.00	11,357,163.00	11,357,163.00	
2015	422100	01250	TP 1111549	EY520111A	25400	0000000	0001520	0000000		0.00	42,579,000.00	9,500,000.00	52,079,000.00	52,079,000.00	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
2015	422100	01250	TP 1111551	EY5201120	25400	0000000	0001521	0000000		0.00	20,500,000.00	12,500,000.00	33,000,000.00	33,000,000.00	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
2015	422100	01250	TP 1111552	EY520113A	25400	0000000	0001522	0000000		0.00	28,500,000.00	7,500,000.00	36,000,000.00	36,000,000.00	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
2015	422100	01250	TP 1111552	EY520113A	32002	0427188	0001522	0000000		0.00	1,050,000.00	700,000.00	1,750,000.00	1,750,000.00	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
2015	422100	01250	TP 1111554	EY520130A	25400	0000000	0001524	0000000		0.00	38,145,272.13	9,200,000.00	47,345,272.13	47,345,272.13	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
2015	422100	01250	TP 1111554	EY520130A	32002	0427183	0001524	0000000		0.00	2,290,718.37	300,000.00	2,590,718.37	2,590,718.37	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
2015	422100	01250	TP 1111554	EY520130A	32002	0427186	0001524	0000000		0.00	700,000.00	500,000.00	1,200,000.00	1,200,000.00	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
2015	422100	01250	TP 1111554	EY520130A	32002	0427191	0001524	0000000		0.00	150,000.00	300,000.00	450,000.00	450,000.00	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
Total for Program Parent/Control Point: EY520111A										0.00	133,914,990.50	40,500,000.00	174,414,990.50	174,414,990.50	
2015	422100	01250	TP 1111556	EY5202400	25400	0000000	0004009	0000000		0.00	4,000,000.00	1,500,000.00	5,500,000.00	5,500,000.00	
<i>AY 2015 - Incremental funding thru 4/15/2015</i>															
Total for Program Parent/Control Point: EY5202400										0.00	4,000,000.00	1,500,000.00	5,500,000.00	5,500,000.00	
Total for Fund Type: TP										0.00	145,486,432.50	45,785,721.00	191,272,153.50	191,272,153.50	
Total for Recipient Code: RL										0.00	145,486,432.50	45,785,721.00	191,272,153.50	191,272,153.50	
Total for Reporting Entity: 422100										0.00	145,486,432.50	45,785,721.00	191,272,153.50	191,272,153.50	
Total for RL14788 - PLATEAU REMEDIATION CONTRACT (PRC)										0.00	145,486,432.50	45,785,721.00	191,272,153.50	191,272,153.50	

This financial plan was generated for the following options: All Transactions

Starting Point: Mod 366

				Incremental Funding	B.3	RFS/IWO	B.15
MOD	Effective Date	DESCRIPTION OF MODIFICATION	REQUISITION		\$ 2,529,951,961.78		\$ 7,275,098.47
371	10/15/2014	Incremental Funding	15EM000067	\$39,500,000.00	\$ 2,569,451,961.78	\$ -	\$ 7,275,098.47
375	11/19/2014	Incremental Funding	15EM000258	\$26,500,000.00	\$ 2,595,951,961.78	\$ -	\$ 7,275,098.47
378	12/9/2014	Incremental Funding & RFS	15EM000414	\$7,595,067.31	\$ 2,603,547,029.09	\$ 3,000.00	\$ 7,278,098.47
383	12/29/2014	Incremental Funding & RFS	15EM000530	\$31,883,343.28	\$ 2,635,430,372.37	\$ (2,377.72)	\$ 7,275,720.75
384	12/30/2014	Incremental Funding & RFS	15EM000522	\$135,922.33	\$ 2,635,566,294.70	\$ 135,922.33	\$ 7,411,643.08
388	1/26/2015	Incremental Funding and RFS	15EM000686	\$44,402,316.45	\$ 2,679,968,611.15	\$ (3,404.55)	\$ 7,408,238.53
395		Incremental Funding and RFS	15EM 000923 & 15EM000995	\$ 45,651,247.41	\$ 2,725,619,858.56	\$ (134,473.59)	\$ 7,273,764.94

priced work scope for which there is insufficient funding and accordingly is not authorized pursuant to the clause of this section entitled, *DOE Authorization of Work*. Activities include:

- (1) *Hanford Federal Facility Agreement and Consent Order* (also known as the Tri-Party Agreement (TPA)) Milestone M-91 upgrades to T Plant;
- (2) Expand and install closure barriers at the Environmental Restoration Disposal Facility (ERDF);
- (3) 618-10 and 618-11 Burial Grounds. Initiate and complete field remediation and other waste disposition activities for the 618-10 and 618-11 burial grounds, in the event that these activities are not completed under the River Corridor Closure Contract;
- (4) Remediate and close specified waste sites, structures, and geographical zones;
- (5) Design the Fuel Preparation Facility;
- (6) Complete procurement, construction, and acceptance testing of the K Basin Sludge Treatment System; treatment of K Basin sludge; demolish K West basin, place K West reactor in an ISS configuration, and selected activities related to remediation and closure of the remainder of the 100K Area ;
- (7) Selected decision document activities;
- (8) Selected Waste Treatment and Disposal activities for transuranic (TRU) waste certification support, waste retrieval; and
- (9) Surface and geophysical logging portion of selected groundwater monitoring activities and remedies.

Performance parameters and metrics and the crosswalk of these work activities to the applicable subsection of Section C, Statement of Work, is provided in the Section J Attachment entitled, *Supplemental Work Description Tables*.

B.3 OBLIGATION AND AVAILABILITY OF FUNDS

- (a) Obligation of Funds. Pursuant to the Section I Clause entitled, FAR 52.232-22, Limitation of Funds, total funds in the amount of **\$2,725,619,858.56** have been allotted for obligation and are available for payment of services provided from the effective date of this Contract through September 30, 2018.
- (b) Pursuant to the clause in Section I, entitled "Limitation of Funds," total funds in the amount of \$1,375,998,168.34 are obligated herein and made available for payment of allowable costs and fee earned related only to the Recovery Act work from the effective date of modification A037 through the period of performance for the Recovery Act work, contained in Section F.

- (a) The Contractor is authorized to conduct work in accordance with the approved *Performance Measurement Baseline*, and subject to the limitations of the Section B Clause entitled, *Obligation and Availability of Funds*.
- (b) Prior to the completion of the *Transition Period*, DOE will provide workscope direction that will be in effect from the initiation of the *Base Period* until DOE approval of the Contractor's initial *Performance Measurement Baseline* submittal.
- (c) DOE reserves the unilateral discretion to modify the PEMP to allocate fee to the associated work.
- (d) If the Contracting Officer does not authorize the Contractor to proceed with a work activity, the Contractor shall not be entitled to allowable costs, opportunity to earn fee, partial termination costs, and any other similar items for that activity, and shall not be entitled to an equitable adjustment to fee for any other Contract requirement.

B.15 OTHER COSTS AND PROJECTS

Other Costs and Projects is for identifying work which is within the scope of this contract but is not included in Table B.4-1, Contract Cost and Fee. Work performed under this clause has a different funding source(s) from the rest of contract and is unrelated to the fee structure and payment methods identified in the preceding sections. This work is typically done under a Work for Others arrangement or a Request for Services (RFS). Under Work For Others, the project is conducted through a cost recovery (no fee) arrangement under Contract Clause I.142, DEAR 970.5217-1, Work for Others Program (Jan 2005). An RFS is completed on a case by case basis and may or may not receive a fixed fee depending on the arrangement for each individual request. Currently, **\$7,273,764.94** has been authorized for work under this arrangement including fixed fee of \$12,531.37. The CO shall unilaterally revise the authorized cost and fee through Contract Modification to reflect the approved amounts for work authorized.

From the effective date of Contract Modification 164 and forward, when the Contracting Officer determines that there is fee entitlement for work performed under this clause, the amount of fee will be determined as follows:

When the reasonable cost estimate for the work is \$500,000 or greater, fee will be negotiated on a case by case basis.

When the reasonable cost estimate for the work is less than \$500,000, fee has been pre-negotiated as a percentage of the reasonable estimated cost of the work: 6.5% for Administrative Services and 7.5% for Field Work. Field Work is defined as any services that require skilled labor working outside of an office in a field environment. Administrative Services covers all other labor categories.