

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 0641		3. EFFECTIVE DATE 07/15/2015	4. REQUISITION/PURCHASE REQ. NO. 15EM001048	PAGE OF PAGES 1 3	
6. ISSUED BY Richland Operations Office U.S. Department of Energy P.O. Box 550, MSIN A7-80 Richland WA 99352		CODE 00601	7. ADMINISTERED BY (If other than Item 6) Richland Operations Office U.S. Department of Energy P.O. Box 550, MSIN A7-80 Richland WA 99352		CODE 00601

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) WASHINGTON CLOSURE HANFORD LLC Attn: Scott M. Sax Washington Closure Hanford 2620 Fermi Avenue Richland WA 99354		(x) 9A. AMENDMENT OF SOLICITATION NO.
CODE 167280762 FACILITY CODE		9B. DATED (SEE ITEM 11)
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC06-05RL14655
		10B. DATED (SEE ITEM 13) 03/23/2005

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)

See Schedule

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

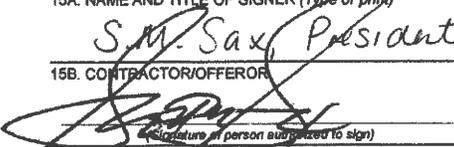
CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) 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 I.70, FAR 52.243-2-Changes-Cost Reimbursement (8/87)-Alt I (Apr 1984)

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.)

A. The purpose of this modification is to definitize change order 259 and the Contractor's change proposal WCH-CP-259 entitled "IMPLEMENTATION OF HANFORD SITE WIDE FALL PROTECTION, REVISION 1A." Contract revisions are included on Page 2 of this modification.
 Period of Performance: 03/23/2005 to 09/30/2016

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) S.M. Sax, President		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Jenise C. Connerly	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 7/21/15	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 7-21-2015

SF30 BLOCK 14 CONTINUATION:

B. Based on negotiations of CP-259, the following increases are hereby made to Contract Target Cost and Target Fee within Contract Line Item No. 1:

Target Cost: \$ 557,685
 Target Fee: \$ 16,893
 Total: \$ 574,578

C. 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	\$2,168,967,255	\$2,169,524,940	\$557,685
Target Cost – TOTAL	\$2,535,587,591	\$2,536,145,276	\$557,685
Target Fee – CLIN 1	\$148,272,145	\$148,289,038	\$16,893
Target Fee – TOTAL	\$173,572,875	\$173,589,768	\$16,893
Maximum Cost Performance Incentive Fee – CLIN 1	\$292,810,580	\$292,885,867	\$75,287
Maximum Cost Performance Incentive Fee – TOTAL	\$342,304,325	\$342,379,612	\$75,287

*The base amounts for revisions identified in Table B.1 are from Modification No. 640.

D. The following Contract sections will be updated for CP-259 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 WCH-CP-259:

- Mission Support/General Support – Management and Support (WBS 1.06.01 / 1.06.02 / 1.06.03 / 1.06.04 / 1.06.05 / 1.06.06) – CLIN 1 Target Cost and Total Target Cost increased by \$557,685.
- TOTAL – CLIN 1 Target Cost and Total Target Cost increased by \$557,685.

2. Section J, Attachment J-1, River Corridor Closure Contract Work Scope – The following line items will be revised by WCH-CP-259:

- *NEW* - Mission Support/General Support (REAs) MS/GS-ESHQ – CP: 259 Implementation of Hanford Site Wide Fall Protection, Revision 1A (WBS 1.06.03.01.01.01) – CP-259 adds new line item under (REAs) header.

E. Modification 569 issued a notice-to-proceed work authorization with a not-to-exceed amount of \$200,000 on September 16, 2014, for change order 259. Change Proposal 259 (WCH-CP-259) was issued by WCH to DOE-RL via letter (CCN: 177524) from Scott Feaster, WCH, to Jenise Connerly, DOE, on October 15, 2014. Additional proposal cost updates were received via email on June 24, 2015.

- F. Revision 1A of the Site-Wide procedure has not been approved as of the effective date of this modification. Accordingly, some implementation activities will be delayed until approval, such as procedure revision and training.
- G. 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).
- H. Contractor Statement of Release: In consideration of the modifications agreed to herein as complete equitable adjustment for change order 259 and change proposal WCH-CP-259, 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 this change.

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

End of Modification 641

TABLE B.1 INCENTIVE FEE STRUCTURE

Element	Definition/Reference	CLIN 1	CLIN 2	CLIN 3	CLIN 4	Total	
Cost Performance Incentive Fee (Target Cost, Target Fee, and Cost Share Ratio)							
Target Cost	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(1)	\$2,169,524,940	\$0	\$113,047,094	\$253,573,242	\$2,536,145,276	
Target Fee	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(2)	\$148,289,038	\$0	\$7,911,919	\$17,388,811	\$173,589,768	
Estimated Incumbent Employee Pension Costs	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)(5)	\$35,880,731	\$0	\$2,795,184	\$0	\$38,675,915	
Chronic Beryllium Disease Prevention Program	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)(5)	\$5,000,000	\$0	\$0	\$0	\$5,000,000	
Cost Share Ratio (Govt/ Contractor)	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)	80/20	80/20	80/20	80/20	80/20	
Schedule Performance Incentive Fee (CLIN 1)							
Completion of Contract Requirements	Fee earned for completion on or before the dates shown:	Date	Amount	Date	Amount	Date	Amount
		11/30/2013	\$32.8M	11/30/2014	\$16.3M		
		12/31/2013	\$32.0M	12/31/2014	\$14.8M		
		1/31/2014	\$31.2M	1/31/2015	\$13.3M		
		2/28/2014	\$30.4M	2/28/2015	\$11.9M		
		3/31/2014	\$29.6M	3/31/2015	\$10.4M		
		4/30/2014	\$28.8M	4/30/2015	\$8.9M		
		5/31/2014	\$28.0M	5/31/2015	\$7.4M		
		6/30/2014	\$23.7M	6/30/2015	\$5.9M		
		7/31/2014	\$22.2M	7/31/2015	\$4.4M		
		8/31/2014	\$20.7M	8/31/2015	\$3.0M		
		9/30/2014	\$19.3M	9/30/2015	Zero		
10/31/14	\$17.8M						
Additional Schedule Performance Incentive Fee is available for the following work scope completions:							
CLIN 1	324 Facility and Waste Site	By TBD date	\$1.2M				
CLIN 3	618-10 Burial Grounds	By 9/30/2014	\$2.0M				
CLIN 3	618-11 Burial Grounds	By 9/30/2015	\$4.0M				
Total Maximum Incentive Fee							
Maximum Cost Performance Incentive Fee	Maximum Total Cost Performance Incentive Fee that may be earned	\$292,885,867 (13.5% of Target Cost)	\$0 (13.5% of Target Cost)	\$15,261,357 (13.5% of Target Cost)	\$34,232,388 (13.5% of Target Cost)	\$342,379,612 (13.5% of Target Cost)	
Maximum Schedule Performance Incentive Fee	Maximum Total Schedule Performance Incentive Fee that may be earned	\$34.0M	Zero	\$6.0M	Zero	\$40.0M	
Total Minimum Incentive Fee							
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	