AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT	1. CONTRACT ID CODE	PAGE 1 OF PAGES 7

2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE *(M/D/Y)*	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. *(If applicable)*
311	See Block 16C	13EM002079	

6. ISSUED BY CODE	7. ADMINISTERED BY *(If other than Item 6)* CODE
U.S. Department of Energy **Office of River Protection** **P. O. Box 450, MS H6-60** **Richland, WA 99352**	

8. NAME AND ADDRESS OF CONTRACTOR *(No., street, county, State and ZIP code)*		9A. AMENDMENT OF SOLICITATION NO.
Bechtel National, Inc. **2435 Stevens Center Place** **Richland, WA 99354**	☐	9B. DATED *(SEE ITEM 11)*
	☒	10A. MODIFICATION OF CONTRACT/ ORDER NO. **DE-AC27-01RV14136**
		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.
☐	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).
☐	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
☒	D. OTHER *(Specify type of modification and authority)* Clause B.2, "Obligation and Availability of Funds," Clause I.66 "Limitation of Funds" , Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return 0 copies to the issuing office.

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

Reference Continuation Page(s)
Period of Performance: 12/11/2000 to 8/15/2019

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 *(Signature of person authorized to sign)*	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY George F. Champlain *(Signature of Contracting Officer)*	16C. DATE SIGNED 17 Sept 2013

Purpose of Modification:

1. The purpose of this modification is to update Contract Section B, *Supplies or Services and Prices/Costs*, to obligate incremental funding provided under Purchase Requisition Number 13EM002079. Incremental funding provided herein is as follows:

Description	Control Point	Appropriation Year	Funded Amount
LAW	1111241	2013	$6,000,000.00
HLW	1111244	2005	$66,745.00
HLW	1111244	2013	$14,000,000.00
HLW	1111244	2012	$120,096.08
PT	1111245	2012	$194,643.17
PT	1111245	2013	$11,380,928.57
PD	1110458	2013	$130,000.00
		TOTAL	$31,892,412.82

2. Update Inter-Entity Work Order Funding as follows:

IEWO ID Number	IEWO Amendment No.	Funding
M0SRV00028 Funding (SRNS)	31	$388,566.28
	TOTAL	$388,566.28

3. Incorporate the 2013-A Performance Evaluation and Measurement Plan (PEMP) award fee determination into Contract Section B, Supplies or Services and Prices/Costs.

Description of Modification:

1. The table in Section B, *Supplies or Services and Prices/Costs*, Contract Section B.2 *Obligation and Availability of Funds and Contract Value*, paragraph (a) is revised as follows:

   - The total amount of funds obligated to budgetary control point 1111241 is increased by $6,000,000.00 from $581,530,590.00 to $587,530,590.00.

   - The total amount of funds obligated to budgetary control point 1111244 is increased by $14,186,841.08 from $672,649,971.00 to $686,836,812.08.

   - The total amount of funds obligated to budgetary control point 1111245 is increased by $11,575,571.74 from $1,068,423,167.30 to $1,079,998,739.04

   - The total funding obligated to the Budgetary Control Points is increased from $8,219,259,626.45 to $8,251,022,039.27.

- The total amount of funds obligated to budgetary control point 1110458 (Program Direction) is increased by $130,000.00 from $600,000.00 to $730,000.00.

- The total funding obligated to the Budgetary Control Points, including Program Direction funding, is increased from $8,221,139,626.45 to $8,253,032,039.27.

- IEWO M0SRV00028 (SRNS) is updated to Amendment No. 31 and funding is increased by $388,566.28 from $4,646,201.00 to $5,034,767.28.

- The IEWO funding is increased from $79,108,795.47 to $79,497,361.75.

- The total funding for Budgetary Control Points, including Program Direction and Inter-Entity Work Order funding, for the WTP Project is increased from $8,300,248,421.92 to $8,332,529,401.02.

2. The table in Section B, *Supplies or Services and Prices/Costs*, Contract Section B.2 *Obligation and Availability of Funds and Contract Value*, paragraph (a), is deleted in its entirety and replaced in full as follows:

BUDGETARY CONTROL POINTS FOR WTP PROJECT			
Description	**Appropriation Symbol**	**B&R No. (Control Point)**	**Budget Authority**
	1250	1110401	$3,006,205,907.70
LAW	1250	1111183	$637,537,062.71
LAB	1250	1111184	$207,817,505.32
BOF	1250	1111185	$261,722,260.48
HLW	1250	1111186	$559,575,663.61
PT	1250	1111187	$840,654,550.43
LAW	1250 and 1260	1111241	$587,530,590.00
LAB	1250 and 1260	1111242	$215,142,947.90
BOF	1250 and 1260	1111243	$168,000,000.00
HLW	1250 and 1260	1111244	$686,836,812.08
PT	1250 and 1260	1111245	$1,079,998,739.04
Subtotal - Budgetary Controls Points for WTP Project thru Contract Modification 311			**$8,251,022,039.27**
BUDGETARY CONTROL POINTS FOR PROGRAM DIRECTION			
Description	**Appropriation Symbol**	**B&R No. (Control Point)**	**Budget Authority**
PD	1250	1110462	$1,280,000.00
PD	1250	1110458	$730,000.00

Subtotal - Budgetary Controls Points, including Project Direction, thru Contract Modification 311		**$8,253,032,039.27**
INTER-ENTITY WORK ORDER FUNDING		
IEWO Identification Numbers	**IEWO Amendment No.**	**Funding**
M0SRLE60 Funding (SRNS/SRNL)	40	$73,957,217.82
M0SRV00028 Funding (SRNS)	31	$5,034,767.28
M0SRV00036 Funding (WSRC)	2	$186,500.00
M0SRV00042 Funding (ORNL)	2	$27,599.05
M0IDV00061 Funding (BEA)	1	$21,277.60
M0ORV00088 Funding (ORNL)	1	$250,000.00
M0NSV00089 Funding (SNL)	0	$20,000.00
Total - IEWO Funding		**$79,497,361.75**
Total Budgetary Control Points for WTP Project		**$8,332,529,401.02**

3. For the 2013-A PEMP evaluation period, BNI earned $1,869,210 under the B.1 Project Management Incentive and $1,254,960 under the B.2 Cost Incentive, as specified in the U.S. Department of Energy (DOE), Office of River Protection (ORP) letter 13-CPM-0234, dated September 6, 2013. As a result, the unearnable award fee for the 2013-A PEMP evaluation period is $1,910,790 for the B.1 Project Management Incentive and $1,265,040 for the B.2 Cost Incentive.

   The tables in Contract Section B, Supplies or Services and Prices/Costs are revised as follows:

   a. The table in Section B, *Supplies or Services and Prices/Costs*, Contract Section B.2 *Obligation and Availability of Funds and Contract Value*, paragraph (c) is revised as follows:

      - The Maximum Available Award Fee for the B.1 Project Management Incentive is decreased by $1,910,790, from $57,060,587 to $55,149,797. The decrease consists of the following: a decrease of $1,910,790 to reflect unearned award fee for the 2013-A PEMP evaluation period.

      - The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by $1,265,040, from $58,493,800 to $57,228,760. The decrease consists of the following: a decrease of $1,265,040 to reflect unearned award fee for the 2013-A PEMP evaluation period.

      - The Total Maximum Available Award Fee is decreased by $3,175,830, from $118,519,178 to $115,343,348.

- The Total Maximum Available Fee is decreased by $3,175,830, from $599,141,503 to $ 595,965,673.

- The Total Estimated Contract Price (TECP) is decreased by $3,175,830, from $11,273,103,079, to $11,269,927,249.

The table in Section B, *Supplies or Services and Prices/Costs*, Contract Section B.2 *Obligation and Availability of Funds and Contract Value*, paragraph (c), is deleted in its entirety and replaced in full as follows:

Cost:					
	Total Estimated Contract Cost (TECC) (302)				**$ 10,673,961,576**
Fee:					
A	Final Fee Determination - Pre-Mod No. A143			$ 102,622,325	
B	Maximum Available Award Fee (See Table B-2-B-1)			$ 115,343,348	
	B.1	Project Management Incentive	$ 55,149,797		
	B.2	Cost Incentive	$ 57,228,760		
	B.3	REA Settlement	$ 2,964,791		
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 (311)				**$ 595,965,673**
	Total Estimated Contract Price (TECP) (311)				**$ 11,269,927,249**

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:

- The B.1, *Project Management Incentive*, is decreased by $1,910,790, from $57,060,587 to $55,149,797.

- The B.2, *Cost Incentive*, is decreased by $1,265,040, from $58,493,800 to $57,228,760.

- The Total Award Fee is decreased by $3,175,830, from $118,519,178 to $115,343,348.

- The Total Maximum Available Fee (A+B+C+D+E) is decreased by $3,175,830, from $599,141,503 to $595,965,673.

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

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	**$55,149,797**
B.2	Cost Incentive	Attachment B-2-B	**$57,228,760**
	*See Table B-2-B-1		
B.3	REA Settlement Fee	Attachment B-3	**$2,964,791**
	Total Award Fee		**$115,343,348**
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)* (311)		**$595,965,673**

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 deleted in its entirety and replaced in full as follows:

Cal. Year	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
(CY)		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***	TBD	**$1,000,000***	TBD	$6,300,000	TBD	
2014	2014-A	$3,150,000	TBD	$3,150,000	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		**$62,407,675**	**$12,049,797**	**$70,670,000**	**$18,428,760**	**$133,077,675**	**$30,478,557**	**$20,699,118**

4. All other terms and conditions remain unchanged.

(End of Modification)