

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 6
2. AMENDMENT/MODIFICATION NO. 121	3. EFFECTIVE DATE See Block 16c	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)	
6. ISSUED BY U.S. Department of Energy Richland Operations Office P. O. Box 550, MSIN A7-80 Richland, WA 99352		7. ADMINISTERED BY (If other than Item 6) Same as item 6. DOE Contracting POC: Vicki A. Melling (509) 376-8512		
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) Washington Closure Hanford LLC (WCH) 2620 Fermi Avenue Richland, Washington 99354		9A. AMENDMENT OF SOLICITATION NO. <input checked="" type="checkbox"/>		
		9B. DATED (SEE ITEM 11)		
		10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC06-05RL14655		
		10B. DATED (SEE ITEM 13) 03/23/05		
CODE	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 one (1) copy 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 ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA 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 data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

N/A

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

<input checked="" type="checkbox"/>	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 checked="" type="checkbox"/>	Contract Clause I.70, FAR 52.243-2, Changes – Cost Reimbursement (Aug 1987) – Alt I (Apr 1984)
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER Specify type of modification and authority) Contract Clause I.104, DEAR Clause 970.5204-2, Laws, Regulations, and DOE Directives (Dec 2000)

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.)

Paragraphs A1-5 pertain to CRD O 450.1A, Supp. Rev. 0, paragraph B pertains to RRD008, Rev. 1, and paragraph C pertains to CRD O 430.2B, Supp. Rev. 0. The purpose of this modification is to:

A.1. Issue a Change Order to incorporate CRD O 450.1A, Supp. Rev. 0, "Environmental Protection Program," into the contract in accordance with Contract Clauses I.70, FAR 52.243-2, "Changes – Cost Reimbursement," and I.104, DEAR 970.5204-2, "Laws, Regulations, and DOE Directives (Dec 2000)." CRD O 450.1A, Supp. Rev. 0, is hereby added to Contract Attachment J.2, DOE Directives Applicable to the River Corridor Closure Contract (see table in Block 14.D. on Page 3 of this modification). Contract replacement pages J-2 through J-4 are provided.

See Block 14 Continuation on Page 2

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) Andrew H. Wirkkala, Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 6/22/09
(Signature of person authorized to sign)			

Block 14 Continuation:

2. WCH's approach for implementation of CRD O 450.1A, Supp. Rev. 0, is detailed by letter, CCN 142401, S.L. Feaster, WCH, to R.A. Stimmel, RL, subject "Contractor Requirements Document O 450.1A, Supplemented Rev. 0, Environmental Protection Program," dated December 4, 2008. After discussions between WCH and RL, WCH also provided RL with a clarifying email "Rationale for Exclusions and Limitations for Implementing 450.1A," K.A. Hadley, WCH, to T.W. Ferns, RL, dated April 8, 2009. DOE-RL hereby approves WCH's approach for implementation as outlined in the letter and email referenced above.
 3. This modification issues an immediate Notice to Proceed with implementation of CRD O 450.1A, Supp. Rev. 0, and establishes a Not-to-Exceed budget of \$285,784 prior to the definitization of the change in accordance with Contract Clause I.70. WCH is authorized to perform the work identified in this modification up to this funded NTE amount. Do not exceed this amount without prior approval from the undersigned. Notify the undersigned in writing with your rationale if the NTE amount is insufficient for you to proceed with this work.
 4. In accordance with Contract Clause I-70, FAR 52.243-2, Changes – Cost Reimbursement, WCH is requested to provide a proposal for equitable adjustment for implementation of CRD O 450.1A, Supp. Rev. 0, within 30 days of the date of receipt of this modification. Following receipt of the request for adjustment, it is the government's intention to begin negotiation within 60 days, and definitize this change by supplemental agreement within 90 days.
 5. CRD 450.1A, Supp. Rev. 0, Paragraph 1.c.(1)(a) through (c) identifies specific requirements for an Environmental Management System (EMS) to be declared "fully implemented." In addition, CRD 450.1A, Supp. Rev. 0, Paragraph 1.c.(2), states that an EMS must meet the new requirements for being "fully implemented" by June 30, 2009. The WCH EMS will be considered to be "fully implemented" when it has been the subject of a formal audit by a non-WCH qualified party and WCH has declared conformance of the EMS to the requirements of the CRD, with a corrective action plan in place to address the findings of the audit. By this modification, DOE-RL grants relief from the June 30, 2009, deadline and directs WCH to have the requirements identified in CRD 450.1A, Supp. Rev. 0, Paragraphs 1.c.(1)(a) through (c) completed by December 18, 2009.
- B. This modification replaces Richland Requirements Document (RRD) 008, Rev. 0, "Quality Assurance Program Requirements," with RRD008, Supplemented Rev. 1, in Contract Attachment J.2, DOE Directives Applicable to the River Corridor Closure Contract (see table in Block 14.D. on Page 3 of this modification). RRD008 was incorporated into the contract by Modification No. A112, dated May 29, 2009, and was incorrectly identified as Rev. 0 rather than Rev. 1. Contract replacement pages J-2 through J-4 are provided.
- C. In accordance with Contract Clause I.104, DEAR Clause 970.5204-2, "Laws, Regulations, and DOE Directives (Dec 2000)," this modification incorporates CRD O 430.2B, Supp.

Block 14 Continuation:

Rev. 0, “Departmental Energy, Renewable Energy and Transportation Management,” into the contract (see table in Block 14.D. on Page 3 of this modification). WCH’s approach for implementation of CRD O 430.2B, Supp. Rev. 0, is detailed in a letter dated April 16, 2009, CNN 143983, S.L. Feaster, WCH, to A.H. Wirkkala, RL, subject “Contractor Requirements Document O 430.2B, Supp. Rev. 0, Departmental Energy, Renewable Energy and Transportation.” This referenced letter states that if CRD O 430.2B, Supp. Rev. 0, is implemented as proposed by WCH, the directive will not impact the scope or cost of the existing contract. DOE-RL hereby approves WCH’s approach for implementation as outlined in the letter referenced above with no additional cost impact. CRD O 430.2B, Supp. Rev. 0, is hereby added to Contract Attachment J.2, DOE Directives Applicable to the River Corridor Closure Contract. Contract replacement pages J-2 through J-4 are provided.

D. The following directives are hereby deleted from Contract Attachment J-2:

CRD O 430.2A	Departmental Energy and Utilities Management
CRD O 450.1, Admin Chg 1 (Supplemented Rev. 1)	Environmental Protection Program
RRD008 Rev.0	Quality Assurance Program Requirements

The following directives are hereby added to Contract Attachment J-2:

CRD O 430.2B (Supplemented Rev. 0)	Departmental Energy, Renewable Energy, and Transportation Management
CRD O 450.1A (Supplemented Rev. 0)	Environmental Protection Program
RRD008 Rev. 1	Quality Assurance Program Requirements

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

End of Modification 121

ATTACHMENT J-2 DOE DIRECTIVES APPLICABLE TO THE RIVER CORRIDOR CLOSURE CONTRACT

The DOE Directives found in the following list constitute the *List B – List of Applicable Directives*, referenced in the Section I clause entitled *Laws, Regulations, and DOE Directives*. The Contractor should follow the established procedure to obtain relief from requirements of these directives where applicable.

It is anticipated during the performance of this Contract that the conditions for applicability of certain DOE Directives may no longer exist. In any such situation where the Contractor seeks relief from the requirements of such DOE Directives, the Contractor may notify the Contracting Officer in writing explaining the reasons for its belief that the DOE Directives no longer apply to contract performance. The Contracting Officer may determine the conditions for applicability of a DOE Directive still exist, and may direct the Contractor to continue compliance with the DOE Directive. Additionally, even without such direction by the Contracting Officer, if the conditions for applicability of a DOE Directive once again arise, the DOE Directive will immediately become applicable once again.

LIST B: APPLICABLE DOE DIRECTIVES

The following is an all-inclusive list of applicable DOE Directives.

*Those directives marked “Supplemented” are DOE-RL Contract Requirements Documents (CRDs) that are in addition to the DOE-Headquarters (HQ) CRDs. The RL supplemental requirements apply in addition to the DOE CRDs. Any specific clarifications or requirements do not apply unless otherwise noted.

Directive Identifier	Title
CRD O 110.3A (Supplemented Rev. 0)	Conference Management
CRD M 140.1-1B	Interface with the Defense Nuclear Facilities Safety Board
DOE P 141.1	DOE Management of Cultural Resources
CRD O 142.2A	Voluntary Offer Safeguards Agreement and Additional Protocol with the International Atomic Energy Agency
CRD O 142.3, Chg 1 (Supplemented Rev. 0)	Unclassified Foreign Visits and Assignments
CRD O 151.1C	Comprehensive Emergency Management System
CRD O 200.1	Information Management Program
CRD O 205.1A (Supplemented Rev. 3)	DOE Cyber Security Management Program
CRD M 205.1-5	Cyber Security Process Requirements Manual
CRD N 206.4 (Supplemented Rev. 0)	Personal Identity Verification
CRD N 206.5	Response and Notification Procedures for Data Breaches Involving Personally Identifiable Information
CRD O 210.2 (Supplemented Rev. 0)	DOE Corporate Operating Experience Program
CRD O 221.1A	Reporting Fraud, Waste and Abuse
CRD O 221.2A	Cooperation with the Office of Inspector General

CRD O 225.1A (Supplemented Rev. 0)	Accident Investigations
CRD O 226.1a (Supplemented Rev. 0)	Implementation of Department of Energy Oversight Policy
CRD M 231.1-1A, Chg 2	Environment, Safety and Health Reporting Manual
CRD M 231.1-2 (Supplemented Rev. 7)	Occurrence Reporting and Processing of Operations Information
CRD N 234.1	Reporting of Radioactive Sealed Sources
CRD O 241.1A, Chg 1	Scientific and Technical Information Management
CRD O 243.1	Records Management Program
CRD O 350.1, Chg 1	Contractor Human Resource Management Programs
CRD O 413.1A	Management Control Program
CRD O 413.3A	Program and Project Management for the Acquisition of Capital Assets
CRD O 414.1C	Quality Assurance
CRD O 420.1B (Supplemented Rev. 4)	Facility Safety
CRD O 425.1C (Supplemented Rev. 1)	Startup and Restart of Nuclear Facilities
CRD O 430.1B	Real Property Asset Management
CRD O 430.2B (Supplemented Rev. 0)	Departmental Energy, Renewable Energy, and Transportation Management
CRD O 433.1A (Supplemented Rev. 1)	Maintenance Management Program for DOE Nuclear Facilities
CRD O 435.1, Chg 1 (Supplemented Rev. 0)	Radioactive Waste Management
CRD M 440.1-1A, Sections 16 and 17 only (Supplemented Rev. 0)	DOE Explosives Safety Manual
CRD O 442.1A (Supplemented Rev. 1)	Department of Energy Employee Concerns Program
CRD M 442.1-1	Differing Professional Opinions Manual for Technical Issues Involving Environment, Safety and Health
CRD O 450.1A (Supplemented Rev. 0)	Environmental Protection Program
CRD M 450.4-1	Integrated Safety Management System Manual
CRD O 460.1B	Packaging and Transportation Safety
CRD O 460.2A (Supplemented Rev. 0)	Departmental Materials, Transportation, and Packaging Management
CRD M 460.2-1	Radioactive Material Transportation Practices Manual
CRD O 470.2B (Supplemented Rev. 2)	Independent Oversight and Performance Assurance Program

Directive Identifier	Title
CRD M 470.4-1, Chg 1 (Supplemented Rev. 0)	Safeguards and Security Program Planning and Management
CRD M 470.4-2, Chg 1 (Supplemented Rev. 3)	Physical Protection
CRD M 470.4-4	Information Security
CRD M 470.4-5	Personnel Security
CRD M 470.4-6, Chg 1 (Supplemented Rev. 0)	Nuclear Material Control and Accountability
CRD O 471.1A (Supplemented Rev. 0)	Identification and Protection of Unclassified Controlled Nuclear Information
CRD O 471.3 (Supplemented Rev. 1)	Identifying and Protecting Official Use Only Information
CRD M 471.3-1	Manual for Identifying and Protecting Official Use Only Information
CRD O 534.1B	Accounting
CRD O 551.1C	Official Foreign Travel
DOE O 5400.5, Chg 2	Radiation Protection of the Public and the Environment
CRD O 5480.19, Chg 2 (Supplemented Rev. 4)	Conduct of Operations Requirements for DOE Facilities
CRD O 5480.20A, Chg 1 (Supplemented Rev. 1)	Personnel Selection, Qualification, and Training Requirements for DOE Nuclear Facilities
DOE/RL-0223	RL Emergency Implementing Procedures
DOE/RL-96-68, Rev. 2	Hanford Analytical Services Quality Assurance Requirements Documents
DOE/RL-94-02, Rev. 3	Hanford Emergency Management Plan
Final DOE/RL-2002-12, dated September 2001	Hanford Site Radiological Health and Safety Manual
RRD005 Rev. 3	Worker Safety
RRD006 Rev. 0	Contractor Support to RL Implementation of DOE Order 470.3A, Design Basis Threat Policy
RRD008 Rev. 1	Quality Assurance Program Requirements
SCSP, July 5, 2005	Site Counterintelligence Support Plan