

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 7
2. AMENDMENT/MODIFICATION NO. 0521	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 14EM001241	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) Richland Operations Office U.S. Department of Energy Richland Operations Office 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, President 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)

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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Clause I.70, FAR 52.243-2-Changes-Cost Reimbursement (8/87)-Alt I (Apr 1984)
	D. OTHER (Specify type of modification and authority)

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.)

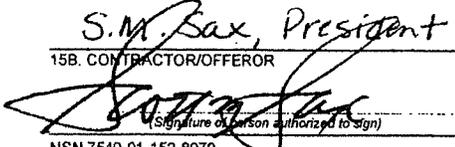
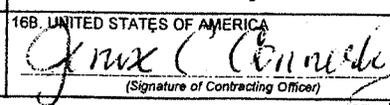
Tax ID Number: 94-1381538

DUNS Number: 167280762

A. The purpose of this modification is to revise the contract as follows: (1) Table B.1, "Incentive Fee Structure," revised to reflect a delay of one calendar month in the due dates identified under "Schedule Performance Incentive Fee (CLIN 1);" and (2) Attachment J-1, "River Corridor Closure Contract Work Scope," revised to incorporate changes to the Schedule Performance Incentive Fee (SPIF) scope associated with the 309 and 340 facilities as identified in Paragraph B of this modification. Contract revisions are detailed on Page 2 of this modification.

Period of Performance: 03/23/2005 to 09/30/2015

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) 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 3/12/14	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 3-13-14

SF30 BLOCK 14 CONTINUATION:

B. Contract Section B, Table B.1, *Incentive Fee Structure*, section entitled *Schedule Performance Incentive Fee (CLIN 1)*, is hereby revised to delay the dates specified under “Schedule Performance Incentive Fee (CLIN 1)” for completion of contract requirements by one calendar month each due to delayed obligation of funds by the Government to the contract in Fiscal Year 2014. Table B.1 has been changed as follows:

FROM:

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
		10/31/2013	\$32.8M	10/31/2014	\$16.3M		
		11/30/2013	\$32.0M	11/30/2014	\$14.8M		
		12/31/2013	\$31.2M	12/31/2014	\$13.3M		
		1/31/2014	\$30.4M	1/31/2015	\$11.9M		
		2/28/2014	\$29.6M	2/28/2015	\$10.4M		
		3/31/2014	\$28.8M	3/31/2015	\$8.9M		
		4/30/2014	\$28.0M	4/30/2015	\$7.4M		
		5/31/2014	\$23.7M	5/31/2015	\$5.9M		
		6/30/2014	\$22.2M	6/30/2015	\$4.4M		
		7/31/2014	\$20.7M	7/31/2015	\$3.0M		
		8/31/2014	\$19.3M	8/31/2015	\$1.5M		
9/30/2014	\$17.8M	9/30/2015	Zero				

TO:

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						

Contract replacement page B-18 (Table B.1) is attached to this modification.

C. Contract Section J, Attachment J-1, *River Corridor Closure Contract Work Scope*, is hereby revised to change the completion criteria for WBS Nos. 1.01.04.01.07.26 – D4 Building - 309 (Page 103) and 1.01.04.01.07.63 – D4 Building 340 (Page 106). This contract changes affects Attachment J-1, Column j, “SPIF Scope” and Column k, “Explanation of SPIF Exceptions,” as detailed below. All work scope must be completed before the Contractor can earn any cost incentive fee. Contract Replacement pages 103 and 106 of Section J, Attachment J-1, *River Corridor Closure Contract Work Scope*, are attached to this modification.

FROM:

RIVER CORRIDOR CLOSURE CONTRACT WORK SCOPE										
TABLE B2 LINE ITEM - a	HANFORD AREA DESIGNATION - b	OPERABLE UNIT DESIGNATION - c	WCH WBS LEVEL 6 DESCRIPTION d	WCH WBS LEVEL 6 IDENTIFICATION NUMBER e	ACTIVITY DESIGNATION f	ACTIVITY DESCRIPTION g	ASSUMED ACTIVITY STATUS h	ACTIVITIES WITH DELAYED RELEASE i	SPIF SCOPE j	EXPLANATION OF SPIF EXCEPTIONS k
	300 Area		D4 Bldg - 309 (300-39,309-TW-1,-2,-3,WS-1,-2,-3)	1.01.04.01.07.26	D4 Building - 309 (includes Waste Sites 300-39, 309-TW-1, 309-TW-2, 309-TW-3, 309-WS-1, 309-WS-2, and 309-WS-3)	SP-100 GES Test Facility	Unoccupied - No planning activities currently ongoing; will be required in the future. Also includes REA Nos. 123 and 195.		Plan & Doc/D&D/Demo AG In SPIF Demo BG, Loadout & Closeout Not in SPIF	SPIF Scope is above grade demo and reactor removal only. Below grade demolition impacted by retained facilities/utility relocation project and utilities supporting 324 Building.
	300 Area		D4 Building - 340	1.01.04.01.07.63	D4 Building - 340	Waste Neutralization Facility Structure	Supports 310 TEDF - No planning activities currently ongoing; they will be required in the future. Also includes REA Nos. 123 and 195.	Delayed Release per Contract Section C.2.8	In SPIF Except for Backfill and Revegetation	

TO:

RIVER CORRIDOR CLOSURE CONTRACT WORK SCOPE										
TABLE B2 LINE ITEM - a	HANFORD AREA DESIGNATION - b	OPERABLE UNIT DESIGNATION - c	WCH WBS LEVEL 6 DESCRIPTION d	WCH WBS LEVEL 6 IDENTIFICATION NUMBER e	ACTIVITY DESIGNATION f	ACTIVITY DESCRIPTION g	ASSUMED ACTIVITY STATUS h	ACTIVITIES WITH DELAYED RELEASE i	SPIF SCOPE j	EXPLANATION OF SPIF EXCEPTIONS k
	300 Area		D4 Bldg - 309 (300-39,309-TW-1,-2,-3,WS-1,-2,-3)	1.01.04.01.07.26	D4 Building - 309 (includes Waste Sites 300-39, 309-TW-1, 309-TW-2, 309-TW-3, 309-WS-1, 309-WS-2, and 309-WS-3)	SP-100 GES Test Facility	Unoccupied - No planning activities currently ongoing; will be required in the future. Also includes REA Nos. 123 and 195.		Plan and Doc/D&D/Demo AG In SPIF Demo BG, Loadout BG, Closeout, Backfill and Reveg Not in SPIF	SPIF Scope is above grade demo and reactor removal only.
	300 Area		D4 Building - 340	1.01.04.01.07.63	D4 Building - 340	Waste Neutralization Facility Structure	Supports 310 TEDF - No planning activities currently ongoing; they will be required in the future. Also includes REA Nos. 123 and 195.	Delayed Release per Contract Section C.2.8	Plan and Doc/D&D/Demo AG, Partial Demo BG, Loadout BG (Vault) In SPIF. Remaining Demo BG, Loadout BG, Closeout, Backfill and Reveg Not in SPIF	340 Vault is on the transporter.

D. CONTRACTOR’S STATEMENT OF RELEASE:

In consideration for:

- a one calendar month delay to each of the dates specified in Section B, Table B.1 Incentive Fee Structure, under the subheading, “Schedule Performance Incentive Fee (CLIN 1)” and
- a change to the “Schedule Performance Incentive Fee Scope” completion criteria for the 340 Vault identified in Section J, Attachment J.1;

The Contractor hereby releases the Government from any and all liability under this contract for equitable adjustments to Schedule Performance Incentive Fee attributable to such facts or circumstances giving rise to:

- delayed obligation of funds to the contract in Fiscal Year 2014; and
- Unexpected contamination levels discovered under the 340 Vault.

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

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)	\$1,884,888,325	\$0	\$112,866,781	\$253,573,242	\$2,251,328,348	
Target Fee	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(2)	\$134,267,708	\$0	\$7,899,297	\$17,388,811	\$159,555,816	
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	\$254,459,924 (13.5% of Target Cost)	\$0 (13.5% of Target Cost)	\$15,237,015 (13.5% of Target Cost)	\$34,232,388 (13.5% of Target Cost)	\$303,929,327 (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	

RIVER CORRIDOR CLOSURE CONTRACT WORK SCOPE

TABLE B2 LINE ITEM a	HANFORD AREA DESIGNATION b	OPERABLE UNIT DESIGNATION c	WCH WBS LEVEL 6 DESCRIPTION d	WCH WBS LEVEL 6 IDENTIFICATION NUMBER e	ACTIVITY DESIGNATION f	ACTIVITY DESCRIPTION g	ASSUMED ACTIVITY STATUS h	ACTIVITIES WITH DELAYED RELEASE i	SPIF SCOPE j	EXPLANATION OF SPIF EXCEPTIONS k
	300 Area		D4 Building - 305	1.01.04.01.07.17	D4 Building - 305	Engineering Testing Facility	Unoccupied - No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 305A	1.01.04.01.07.18	D4 Building - 305A	Electrician and Pipefitter Shop	D ⁴ complete down to the pad by 03/10/05. Scope is 90% complete.		In SPIF	
	300 Area		D4 Building - 305B	1.01.04.01.07.19	D4 Building - 305B	Hazardous Waste Storage Facility	Operating Facility - No planning activities currently ongoing; will be required in the future.	Delayed Release per Contract Section C.2.4	In SPIF	
	300 Area		D4 Building - 305-BA	1.01.04.01.07.20	D4 Building - 305-BA	300 Area Accelerated Closure Plan Zone C Small Facilities	Operating Facility - No planning activities currently ongoing; will be required in the future.	Delayed Release per Contract Section C.2.4	In SPIF	
	300 Area		D4 Building - 305P	1.01.04.01.07.21	D4 Building - 305P	300 Area Accelerated Closure Plan Zone C Small Facilities	Removed, slab remains. 90% complete. RL accepted on 9/13/05. - MD030		In SPIF	
	300 Area		D4 Building - 306E (See Also Waste Site 300-41)	1.01.04.01.07.22	D4 Building - 306E (includes Waste Site 300-41)	Development Fabrication and Test Lab	Unoccupied - No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 306E-BA	1.01.04.01.07.23	D4 Building - 306E-BA	300 Area Accelerated Closure Plan Zone F Small Facilities	Unoccupied - No planning activities currently ongoing; will be required in the future.	Delayed Release per Contract Section C.2.4	In SPIF	
	300 Area		D4 Building - 306W	1.01.04.01.07.24	D4 Building - 306W	Materials Development Laboratory	Unoccupied - No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 307 (See Also Waste Site 307-RB)	1.01.04.01.07.25	D4 Building - 307 (includes Waste Site 307-RB)	Retention Basin Structure	Operating Facility Supports 310 Treated Effluent Disposal Facility - No planning activities currently ongoing; they will be required in the future.	Delayed Release per Contract Section C.2.8	In SPIF Except for Backfill and Revegetation	Scope is part of 340 complex, Delayed Release & Be impact.
	300 Area		D4 Bldg - 309 (300-39,309-TW-1,-2,-3,WS-1,-2,-3)	1.01.04.01.07.26	D4 Building - 309 (includes Waste Sites 300-39, 309-TW-1, 309-TW-2, 309-TW-3, 309-WS-1, 309-WS-2, and 309-WS-3)	SP-100 GES Test Facility	Unoccupied - No planning activities currently ongoing; will be required in the future. Also includes REA Nos. 123 and 195.		Plan and Doc/D&D/Demo AG In SPIF Demo BG, Loadout BG, Closeout, Backfill and Reveg Not in SPIF	SPIF Scope is above grade demo & reactor removal only.
	300 Area		D4 Building - 310	1.01.04.01.07.27	D4 Building - 310	Treated Effluent Disposal Facility (TEDF)	Operating Facility - No planning activities currently ongoing; will be required in the future.	Delayed Release per Contract Section C.2.8	In SPIF	

RIVER CORRIDOR CLOSURE CONTRACT WORK SCOPE

TABLE B2 LINE ITEM a	HANFORD AREA DESIGNATION b	OPERABLE UNIT DESIGNATION c	WCH WBS LEVEL 6 DESCRIPTION d	WCH WBS LEVEL 6 IDENTIFICATION NUMBER e	ACTIVITY DESIGNATION f	ACTIVITY DESCRIPTION g	ASSUMED ACTIVITY STATUS h	ACTIVITIES WITH DELAYED RELEASE i	SPIF SCOPE j	EXPLANATION OF SPIF EXCEPTIONS k
	300 Area		D4 Building - 340	1.01.04.01.07.63	D4 Building - 340	Waste Neutralization Facility Structure	Supports 310 TEDF - No planning activities currently ongoing; they will be required in the future. Also includes REA Nos. 123 and 195.	Delayed Release per Contract Section C.2.8	Plan and Doc/D&D/Demo AG, Partial Demo BG, Loadout BG (Vault) In SPIF. Remaining Demo BG, Loadout BG, Closeout, Backfill and Reveg Not in SPIF	340 Vault is on the transporter.
	300 Area		D4 Building - 340A	1.01.04.01.07.64	D4 Building - 340A	300 Area Accelerated Closure Plan Zone KB Small Facilities	Supports 310 TEDF - No planning activities currently ongoing; they will be required in the future.	Delayed Release per Contract Section C.2.8	In SPIF Except for Backfill and Revegetation	
	300 Area		D4 Building - 340B	1.01.04.01.07.65	D4 Building - 340B	300 Area Accelerated Closure Plan Zone KB Small Facilities	Supports 310 TEDF - No planning activities currently ongoing; they will be required in the future.	Delayed Release per Contract Section C.2.8	In SPIF Except for Backfill and Revegetation	
	300 Area		D4 Building - 342C	1.01.04.01.07.69	D4 Building - 342C	Generator Pad - TEDF Sump	Supports 310 TEDF - No planning activities currently ongoing; they will be required in the future.	Delayed Release per Contract Section C.2.8	In SPIF	
	300 Area		D4 Building - 3503A	1.01.04.01.07.71	D4 Building - 3503A	300 Area Accelerated Closure Plan Zone F Small Facilities	No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 3506A	1.01.04.01.07.72	D4 Building - 3506A	300 Area Accelerated Closure Plan Zone GA Small Facilities	Demolished, slab remains. 90% complete. RL accepted on 9/13/05. - MD044		In SPIF	
	300 Area		D4 Building - 3506B	1.01.04.01.07.73	D4 Building - 3506B	300 Area Accelerated Closure Plan Zone GA Small Facilities	Demolished, slab remains. 90% complete. RL accepted on 9/13/05. - MD045		In SPIF	
	300 Area		D4 Building - 3506C	1.01.04.01.07.74	D4 Building - 3506C	Telecommunications Hub	No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 352E	1.01.04.01.07.84	D4 Building - 352E	Switch Station East Side	No planning activities currently ongoing; will be required in the future.	Delayed Release per Contract Section C.2.8	In SPIF	
	300 Area		D4 Building - 3621-66	1.01.04.01.07.87	D4 Building - 3621-66	Tank Petroleum (Diesel) Replaces Tank 3621-D	No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 3621BC	1.01.04.01.07.88	D4 Building - 3621BC	300 Area Accelerated Closure Plan Zone H Small Facilities	No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 3621D	1.01.04.01.07.89	D4 Building - 3621D	Emergency Generator Building & Shop	No planning activities currently ongoing; will be required in the future.		In SPIF	
	300 Area		D4 Building - 366A (See Also WS 300-6, 300-123)	1.01.04.01.07.91	D4 Building - 366A (includes Waste Sites 300-6 and 300-123)	Fuel Oil Bunker	Demolished, fuel tanks removed, open pit. Waste site remediation needed. RL accepted on 9/13/05. - MD053		In SPIF	
	300 Area		D4 Building - 3701U	1.01.04.01.07.93	D4 Building - 3701U	300 Area Accelerated Closure Plan Zone KA Small Facilities	Demolished, slab remains. 90% complete. RL accepted on 9/13/05. - MD055		Not in SPIF	Slab is adjacent to active underground utilities supporting the 300 Area retained facilities. Also, has active Sanitary Potable Water Line.