

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 0653	3. EFFECTIVE DATE 08/18/2015	4. REQUISITION/PURCHASE REQ. NO. 15EM001723	5. PROJECT NO. (If applicable)
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.	9B. DATED (SEE ITEM 11)
CODE 167280762	FACILITY CODE	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.**

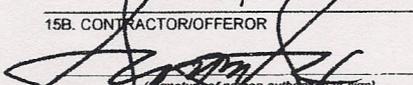
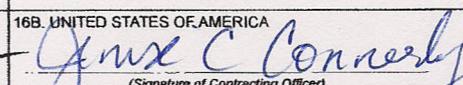
CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) 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 Request for Equitable Adjustment No. WCH-REA-228 entitled "Waste Operations Quantities Exceeded 15% of IPB (B.2) March 2013 - September FY 2014." 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 	16B. UNITED STATES OF AMERICA 
15C. DATE SIGNED 9/25/15	16C. DATE SIGNED 8-25-2015

**SF30 BLOCK 14 CONTINUATION:**

B. Based on negotiations of REA-228, the following increases are hereby made to Contract Target Cost and Target Fee within Contract Line Item No. 1:

Target Cost: \$ 81,687,108  
 Target Fee: \$ 5,602,870  
 Total: \$ 87,289,978

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	\$2,169,830,331	\$2,251,517,439	\$81,687,108
Target Cost – TOTAL	\$2,536,450,667	\$2,618,137,775	\$81,687,108
Target Fee – CLIN 1	\$148,310,375	\$153,913,245	\$5,602,870
Target Fee – TOTAL	\$173,611,105	\$179,213,975	\$5,602,870
Maximum Cost Performance Incentive Fee – CLIN 1	\$292,927,095	\$303,954,854	\$11,027,760
Maximum Cost Performance Incentive Fee – TOTAL	\$342,420,840	\$353,448,660	\$11,027,760

\*The base amounts for revisions identified in Table B.1 are from Modification No. 646.

D. The following Contract sections will be updated for REA-228 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-REA-228:

- 200 Area – Waste Operations – Waste Ops – Operations/Disposal/Treatment (CLIN #1) (WBS 1.04.01.02.31 / 1.04.01.02.32) Waste Ops-Disposal –Baseline Quantity Increased by 1,951,252 tons – CLIN 1 Target Cost and Total Target Cost increased by \$40,885,386.
- 200 Area – Waste Operations – Waste Ops – Transportation (CLIN #1) (WBS 1.04.01.03.37 / 1.04.01.03.38) –Waste Ops-Transportation Routes/Methods and Transportation – Baseline Quantities Increased by 1,951,020 tons –CLIN 1 Target Cost and Total Target Cost increased by \$21,889.855.
- 200 Area – Waste Operations – Waste Ops Management and Support (WBS 1.04.99.01.29 / 1.04.99.02.29 / 1.04.01.02.32) –Waste Ops-Mangement and Support – CLIN 1 Target Cost and Total Target Cost increased by \$5,853,762.
- 200 Area – Waste Operations – Management and Support (WBS 1.06.01 / 1.06.02 / 1.06.03 / 1.06.04 / 1.06.05 / 1.06.06) –MS/GS-Project Integration, Project Services, SHQ, Engineering, Regulatory and Environmental Management and Office of the Project Gen. Manager – CLIN 1 Target Cost and Total Target Cost increased by \$13,058,105.
- TOTAL – CLIN 1 Target Cost and Total Target Cost increased by \$81,687,108.

2. Section J, Attachment J-1, River Corridor Closure Contract Work Scope – The following line items will be revised by WCH-REA-228:
- 200 Area – Waste Operations – 200 Area ERDF Waste Ops/Disposal/Treatment (CLIN #1) (WBS 1.04.01.02.31.01) – Waste Operations - Environmental Restoration Disposal Facility (Facility Operations/Disposal) – REA-228 added to Column H.
  - 200 Area – Waste Operations – 200 Area ERDF Waste Ops/Disposal/Treatment (CLIN #1) (WBS 1.04.01.02.32.01) – Waste Operations – Waste Treatment – REA-228 added to Column H.
  - 200 Area – Waste Operations – 200 Area ERDF Waste Ops/Disposal/Treatment (CLIN #1) (WBS 1.04.01.02.31.75) – Waste Ops – Disposal Support – REA-228 added to Column H.
  - 200 Area – Waste Operations – 200 Area ERDF Waste Ops Transportation (CLIN #1) (WBS 1.04.01.03.38.01) – Waste Operations - Environmental Restoration Disposal Facility (Transportation) – REA-228 added to Column H.
  - 200 Area – Waste Operations – 200 Area ERDF Waste Ops Transportation (CLIN #1) (WBS 1.04.01.03.38.75) – Waste Ops-Transportation Support – REA-228 added to Column H.
  - 200 Area – Waste Operations – 200 Area ERDF Waste Ops Transportation (CLIN #4) (WBS 1.04.99.01.29 / 1.04.99.02.29 / 1.04.01.02.32) – Waste Ops-Management and Support – REA-228 added to Column H.
  - Mission Support/General Support (MS/GS) – MS/GS Project Integration (WBS 1.06.01.01.01.01) – REA-228 added to Column H.
  - MS/GS-Project Services (WBS 1.06.02.01.01.01) – REA-228 added to Column H.
  - MS/GS-ESHQ (WBS 1.06.03.01.01.01) – REA-228 added to Column H.
  - MS/GS-Engineering (WBS 1.06.04.01.01.01) – REA-228 added to Column H.
  - MS/GS-Regulatory Integration and Outreach (WBS 1.06.05.01.01.01) – REA-228 added to Column H.
  - MS/GS-Office of the Project General Manager (WBS 1.06.06.01.01.01) – REA-228 added to Column H.
- E. Request for Equitable Adjustment 228 (WCH-REA-228) was issued by WCH to DOE-RL via letter (CCN 174575) from Scott Feaster, WCH, to Jenise Connerly, DOE, on February 11, 2014.
- F. 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).
- G. Contractor Statement of Release: In consideration of the modifications agreed to herein as complete equitable adjustment for change proposal WCH-REA-228, 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.

Additional adjustments that may result from disposition of audit findings for the above-listed REA proposal and other changes, as stipulated in the Reopener Clause, below, are not subject to this release:

**Reopener for the Overtime Training:**

In accordance with FAR 31.205-44 (b)(1), allowable costs for vocational training excludes overtime compensation. A draft DOE policy permitting submission of a FAR deviation regarding overtime compensation for training is in progress. Upon approval of the DOE policy, the CO can

then submit a deviation from the FAR cost principles regarding overtime compensation for training. The CO can adjust the Contract Target Cost upon approval of the FAR deviation.

Re-opener for the Subcontractor Audit Results:

The subcontract audit results for ERDF operations are not currently available. Upon receipt and review of the audit results by the CO, the Contract Target Cost for this action will be adjusted appropriately.

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

End of Modification 653

**TABLE B.1 INCENTIVE FEE STRUCTURE**

Element	Definition/Reference	CLIN 1	CLIN 2	CLIN 3	CLIN 4	Total	
<b>Cost Performance Incentive Fee (Target Cost, Target Fee, and Cost Share Ratio)</b>							
Target Cost	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(1)	\$2,251,517,439	\$0	\$113,047,094	\$253,573,242	\$2,618,137,775	
Target Fee	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(2)	\$153,913,245	\$0	\$7,911,919	\$17,388,811	\$179,213,975	
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	
<b>Schedule Performance Incentive Fee (CLIN 1)</b>							
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				
<b>Total Maximum Incentive Fee</b>							
Maximum Cost Performance Incentive Fee	Maximum Total Cost Performance Incentive Fee that may be earned	\$303,954,854 (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)	\$353,448,600 (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	
<b>Total Minimum Incentive Fee</b>							
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	