



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

MAR 26 2013

13-WTP-0056
REISSUE: 03/26/13

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee. The total available award fee of \$6,300,000 for this evaluation period will be considered waived for PEMP 2012-B and will not be available to be earned in the future.

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Period 2012-A and the waived fee associated with Award Fee Period 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting Officer. An executed original of the contract modification will be returned for your records once the signed originals are received.

Mr. F. M. Russo
13-WTP-0056

-2-

MAR 26 2013

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.



George F. Champlain
Contracting Officer



Kevin W. Smith
Manager

WTP:RLD

Attachment

cc w/attach:
BNI Correspondence

Reissued to modify terminology associated with Award Fee Period 2012-B.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ NO.	5. PROJECT NO. (if applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. ADMINISTERED BY (if other than item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (Incl. street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO.
CODE 396A5		9B. DATED (SEE ITEM 11)
FACILITY CODE 153392068		10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136
		10B. DATED (SEE ITEM 11) December 11, 2000

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.

<input 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 type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCP 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	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY _____	16C. DATE SIGNED
<i>(Signature of person authorized to sign)</i>		<i>(Signature of Contracting Officer)</i>	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A Performance Evaluation and Measurement Plan (PEMP) award fee determination into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. Waive the fee associated with the 2012-B PEMP evaluation period at the request of the Contractor.
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.
 - 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect

the waiver of the fee associated with the 2012-B PEMP evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect the waiver of the fee associated with the 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$127,813,778 to \$ 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$608,436,103 to \$ 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)		\$ 10,646,736,555
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	118,336,428
B.1	Project Management Incentive	\$	54,910,587
B.2	Cost Incentive	\$	60,643,800
B.3	REA Settlement	\$	2,781,041
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 (296)	\$	<u>598,957,753</u>
	Total Estimated Contract Price (TECP) (296)	\$	<u>11,245,688,308</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$ 127,813,778 to \$118,335,428.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$608,436,103 to \$598,957,753.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$182,822,328</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,587
B.2 Cost Incentive *See Table B-2-B-1	Attachment B-2-B	<u>\$80,843,800</u>
B.3 REA Settlement Fee	Attachment B-3	<u>\$2,781,041</u>
Total Award Fee		<u>\$118,335,428</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$598,957,753</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$8,300,000	\$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	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$60,257,675	\$10,180,587	\$72,820,000	\$17,173,800	\$133,077,675	\$27,354,387	\$17,523,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

e. All other terms and conditions remain unchanged.

(End of Modification)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE PAGE OF PAGES
1 7

2. AMENDMENT/MODIFICATION NO. 296
3. EFFECTIVE DATE (MM/YY) See Block 16C
4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)

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

8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP code)
Bechtel National, Inc.
2435 Stevens Center Place
Richland, WA 99354
9A. AMENDMENT OF SOLICITATION NO.
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 12, 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.

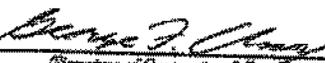
CHECK ONE
 A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
 B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) 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)
Clarke B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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)
Frank M. Russo
Project Director
15B. CONTRACTOR OFFICER

(Signature of person authorized to sign)
15C. DATE SIGNED
4/4/13
16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
George F. Champlain
Contracting Officer
16B. UNITED STATES OF AMERICA
BY 
(Signature of Contracting Officer)
16C. DATE SIGNED
9 Apr 2013

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A Performance Evaluation and Measurement Plan (PEMP) award fee determination into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. Waive the fee associated with the 2012-B PEMP evaluation period at the request of the Contractor.
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.
 - 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect

the waiver of the fee associated with the 2012-B PEMP evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect the waiver of the fee associated with the 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$127,813,778 to \$ 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$608,436,103 to \$ 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)		\$ 10,648,730,666
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	118,336,428
B.1	Project Management Incentive	\$	64,910,587
B.2	Cost Incentive	\$	60,643,800
B.3	REA Settlement	\$	2,781,041
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 (296)	\$	695,957,753
	Total Estimated Contract Price (TECP) (296)	\$	11,246,686,308

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- * The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- * The Total Award Fee is decreased by \$9,478,350, from \$ 127,813,778 to \$118,335,428.
- * The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$608,436,103 to \$598,957,753.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,522,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,810,587
B.2 Cost Incentive	Attachment B-2-B	<u>\$80,643,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	\$2,781,041
Total Award Fee		<u>\$118,335,428</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$688,957,753</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$4,508,719	\$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	\$1,346,000	\$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	\$1,549,000	\$6,300,000	\$3,121,850	\$3,178,350
	2012-B	Waived	at the	request	of the	Contractor		
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$60,267,676	\$10,180,587	\$72,820,000	\$17,173,800	\$133,077,676	\$27,354,387	\$17,523,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

e. All other terms and conditions remain unchanged.

(End of Modification)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE		PAGE 1	OF 7	PAGES
2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (MM/YY) See Block 16C		4. REQUISITION/PURCHASE REQ. NO.
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. ADMINISTERED BY (If other than line 6) CODE		

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)

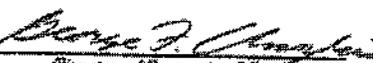
**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,
IT MODIFIES THE CONTRACT/ORDER NO. AS SET FORTH IN ITEM 14.**

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 14A.
<input type="checkbox"/>	
<input type="checkbox"/>	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 43.109(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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) Frank M. Russo Project Director		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) George F. Champlain Contracting Officer	
15B. CONTRACTING OFFICER  (Signature of person authorized to sign)	15C. DATE SIGNED 4/4/13	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9 Apr 2013

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A Performance Evaluation and Measurement Plan (PEMP) award fee determination into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearned award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. Waive the fee associated with the 2012-B PEMP evaluation period at the request of the Contractor.
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.
 - 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect

the waiver of the fee associated with the 2012-B PEMP evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect the waiver of the fee associated with the 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$127,813,778 to \$ 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$608,436,103 to \$ 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)		\$ 10,846,730,555
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	118,335,428
B.1	Project Management Incentive	\$	54,910,587
B.2	Cost Incentive	\$	60,643,800
B.3	REA Settlement	\$	2,761,041
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 (296)			 \$ 598,957,753
 Total Estimated Contract Price (TECP) (296)			 \$ 11,245,688,308

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$ 127,813,778 to \$118,335,428.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$608,436,103 to \$598,957,753.

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	<u>\$102,522,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,987
B.2 Cost Incentive	Attachment B-2-B	<u>\$80,643,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	\$2,781,041
Total Award Fee		<u>\$118,335,428</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$698,957,753</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$60,257,675	\$10,180,587	\$72,820,000	\$17,173,800	\$133,077,675	\$27,354,367	\$17,523,286

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-B	Rev. 1 Rev. 0	April 19, 2010 July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

e. All other terms and conditions remain unchanged.

(End of Modification)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE 1 OF 7 PAGES
2. AMENDMENT/MODIFICATION NO. 296	3. EFFECTIVE DATE (ADD/?) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352	CODE	7. ADMINISTERED BY (If other than item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 396A5 FACILITY CODE 153392068		10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136	10B. DATED (SEE ITEM 11) December 11, 2000

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.

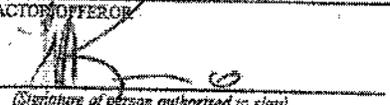
CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO AUTHORITY OF FAR 43.103(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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: 12/1/2000 to 8/15/2019

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remain unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Frank M. Rosso Project Director	15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) George F. Champlain Contracting Officer
15B. CONTRACTOR OFFICER  (Signature of person authorized to sign)	15C. DATE SIGNED 4/4/13
15B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	15C. DATE SIGNED 9 Apr 2013

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A Performance Evaluation and Measurement Plan (PEMP) award fee determination into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. Waive the fee associated with the 2012-B PEMP evaluation period at the request of the Contractor.
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.
 - 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect

the waiver of the fee associated with the 2012-B PEMP evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect the waiver of the fee associated with the 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$127,813,778 to \$ 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$608,436,103 to \$ 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Table B-1 - WTP Incentive Fee Structure

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	<u>\$54,910,997</u>
B.2 Cost Incentive	Attachment B-2-B	<u>\$90,643,000</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$2,781,041</u>
Total Award Fee		<u>\$148,335,428</u>
C Schedule Incentive Fee:		
C.1.X Activity Milestone Completion:	Attachment B-2-C	<u>\$173,000,000</u>
C.2 Facility Milestones Completion:		
C.2.1 LAB Construction Substantially Complete	Attachment B-2-C	<u>\$4,000,000</u>
C.2.2 LAW Construction Substantially Complete	Attachment B-2-C	<u>\$4,000,000</u>
C.2.3 LBL Start Cold Commissioning (SCC)	Attachment B-2-C	<u>\$4,000,000</u>
C.2.4 LBL Complete Hot Commissioning (CHC)	Attachment B-2-C	<u>\$4,000,000</u>
C.2.5 HLW Start Cold Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.6 PT Start Cold Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.7 HLW Complete Hot Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.8 PT Complete Hot Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
Total - Facility Schedule Incentive		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
D Operational Incentive Fee:		
D.1 Cold Commissioning:		
D.1.1 PT High Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.1.2 PT Low Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.1.3 HLW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
D.1.4 LAW Vitrification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
D.2 Hot Commissioning:		
D.2.1 PT High Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.2.2 PT Low Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.2.3 HLW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
D.2.4 LAW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
E Enhancement Incentive Fee:		
E.1 Enhanced Plant Capacity	Attachment B-2-E	<u>\$15,000,000</u>
E.2 Sodium Reduction	Attachment B-2-E	<u>\$15,000,000</u>
E.3 Enhanced Plant Turnover	Attachment B-2-E	<u>\$15,000,000</u>
E.4 Sustained Production Achievement	Attachment B-2-E	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$598,957,753</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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:		\$60,267,675	\$10,180,587	\$72,820,000	\$17,173,800	\$133,077,675	\$27,354,387	\$17,523,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B	Rev. 0	
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

e. All other terms and conditions remain unchanged.

(End of Modification)

Helgeson, Dart

From: Champlain, George F
Sent: Friday, March 22, 2013 9:37 AM
To: Dawson, Ronnie L
Subject: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Attachments: M-16 WTP Contract Modification (296).pdf; M-16 WTP Contract Modification (296).doc

Importance: High

Ronnie,

Attached is contract mod 296 in Word and .pdf versions. I still need to complete the supporting documents and award in STRIPES. Let me know if any changes are required.

Thanks,
George

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1	OF 7	PAGES
2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (M/D/Y) See Block 16C		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352			7. ADMINISTERED BY (If other than Item 6)			CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354				9A. AMENDMENT OF SOLICITATION NO.		
				9B. DATED (SEE ITEM 11)		
				10A. MODIFICATION OF CONTRACT/ ORDER NO. DE-AC27-01RV14136		
				10B. DATED (SEE ITEM 11) December 11, 2000		
CODE 396A5		FACILITY CODE 153392068				
11. THIS ITEM APPLIES TO AMENDMENTS OF SOLICITATIONS						
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> 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.					
<input type="checkbox"/>						
<input type="checkbox"/>	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).					
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:					
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"					
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return 2 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		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED	
_____ (Signature of person authorized to sign)			BY _____ (Signature of Contracting Officer)			

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)

3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)** \$ 10,648,976,078

Fee:

A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	123,768,654
	B.1 Project Management Incentive	\$	54,910,587
	B.2 Cost Incentive	\$	60,643,800
	B.3 REA Settlement	\$	5,214,267
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 (296)	\$	<u>601,390,979</u>
	Total Estimated Contract Price (TECP) (296)	\$	<u>11,245,688,308</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,587
B.2 Cost Incentive	Attachment B-2-B	<u>\$66,643,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$5,214,267</u>
Total Award Fee		<u>\$120,768,654</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (295)		<u>\$601,390,979</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$1,548,800	\$6,300,000	\$3,121,650	\$3,178,350
	2012-B	\$3,150,000	\$0	\$3,150,000	\$0	\$6,300,000	\$0	\$6,300,000
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675	\$10,180,587	\$75,970,000	\$17,173,800	\$139,377,675	\$27,354,387	\$23,823,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:39 AM
To: 'Delucchi, Larry'
Cc: Champlain, George F
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Attachments: M-16 WTP Contract Modification (296).doc; M-16 WTP Contract Modification (296).pdf

Importance: High

Attached is contract mod 296 in Word and .pdf versions for your review.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie_L_Dawson@orp.doe.gov
509-372-0098

Helgeson, Dart

From: Champlain, George F
Sent: Monday, March 25, 2013 7:13 AM
To: Dawson, Ronnie L
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

I made one edit before the mod was transmitted to BNI: On page 5 at the bottom of the table, the reference to mod 295 was changed to 296.

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:39 AM
To: 'Delucchi, Larry'
Cc: Champlain, George F
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

Attached is contract mod 296 in Word and .pdf versions for your review.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@orp.doe.gov
509-372-0098

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:22 AM
To: Neff, William J; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Attachments: M-16 WTP Contract Modification (296).pdf

Importance: High

Billy / Erik:

Here is the draft modification which is the attachment to the draft letter I sent earlier.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@orp.doe.gov
509-372-0098

From: Champlain, George F
Sent: Friday, March 22, 2013 9:37 AM
To: Dawson, Ronnie L
Subject: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

Ronnie,

Attached is contract mod 296 in Word and .pdf versions. I still need to complete the supporting documents and award in STRIPES. Let me know if any changes are required.

Thanks,
George

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE 1 OF 7 PAGES
2. AMENDMENT/MODIFICATION NO. 296	3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352	CODE	7. ADMINISTERED BY (If other than item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 396A5 FACILITY CODE 153392068		10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136	10B. DATED (SEE ITEM 13) December 11, 2000

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.
<input type="checkbox"/>	
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY _____	16C. DATE SIGNED
_____ (Signature of person authorized to sign)		_____ (Signature of Contracting Officer)	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)

3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,587
B.2 Cost Incentive	Attachment B-2-B	<u>\$60,643,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$5,214,267</u>
Total Award Fee		<u>\$120,769,854</u>
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		<u>\$64,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (295)		<u>\$601,390,979</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$3,150,000	\$0	\$3,150,000	\$0	\$6,300,000	\$0	\$6,300,000
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675	\$10,180,587	\$75,970,000	\$17,173,800	\$139,377,675	\$27,354,387	\$23,823,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:39 AM
To: 'Delucchi, Larry'
Cc: Champlain, George F
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Attachments: M-16 WTP Contract Modification (296).doc; M-16 WTP Contract Modification (296).pdf

Importance: High

Attached is contract mod 296 in Word and .pdf versions for your review.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie_L_Dawson@orp.doe.gov
509-372-0098

Helgeson, Dart

From: Champlain, George F
Sent: Monday, March 25, 2013 7:13 AM
To: Dawson, Ronnie L
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

I made one edit before the mod was transmitted to BNI: On page 5 at the bottom of the table, the reference to mod 295 was changed to 296.

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:39 AM
To: 'Delucchi, Larry'
Cc: Champlain, George F
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

Attached is contract mod 296 in Word and .pdf versions for your review.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@orp.doe.gov
509-372-0098

Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 25, 2013 8:53 AM
To: Dawson, Ronnie L
Cc: Champlain, George F; Delucchi, Larry
Subject: M-16 WTP Contract Modification (296) (2).doc
Attachments: M-16 WTP Contract Modification (296) (2).doc

Ronnie,

The attached red line document contains our comments to your draft and was revised to reflect the removal of the (b)(5) (b)(5) (b)(5) The modification as originally drafted reflected that the WTP (b)(5) which is not correct. The most accurate way to represent the agreement reached would be to remove the (b)(5) There may be additional administrative comments, but no additional substantive changes to the proposed modification are contemplated.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES
2. AMENDMENT/MODIFICATION NO. 296		1. EFFECTIVE DATE (M/D/Y) See Block 16C	3. PROJECT NO. (If applicable) 7
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		4. REQUISITION/PURCHASE REQ. NO.	7. ADMINISTERED BY (If other than item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO. <input type="checkbox"/>	9B. DATED (SEE ITEM 11) <input type="checkbox"/>
CODE 396A5 FACILITY CODE 153392068		9C. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136 <input checked="" type="checkbox"/>	9D. DATED (SEE ITEM 12) December 11, 2000

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 13, 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 ACKNOWLEDGMENT 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.

<input type="checkbox"/>	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO _____ (Specify authority). THE CHANGES SET FORTH IN ITEM 14 ARE MADE BY THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	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 41.109(a).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF _____.
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Expressed 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, remain unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) George F. Champlain Contracting Officer		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 _____ (Signature of Contracting Officer)	16C. DATE SIGNED

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and ~~2012-B~~ Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.

2. (b)(5)

3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Contract No. DE-AC27-01RV14136
Modification No. 296
SF-30 Continuation

Cost:
Total Estimated Contract Cost (TECC) \$ 10,648,976,078

Fee:

A	Final Fee Determination - Pre-Mod No. A143	\$ 102,822,325
G	Maximum Available Award Fee (See Table B-2-B-1)	\$ 120,768,654
	B.1 Project Management Incentive	\$ 54,910,587
	B.2 Cost Incentive	\$ 60,643,800
	B.3 REA Settlement	\$ 5,214,267
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	\$ 48,000,000
	D.2 Hot Commissioning	\$ 43,000,000
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 (296)	\$ <u>601,350,878</u>
	Total Estimated Contract Price (TECP) (296)	\$ <u>11,249,588,308</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,810,627
B.2 Cost Incentive	Attachment B-2-B	<u>\$50,643,600</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$5,214,267</u>
Total Award Fee		<u>\$120,798,654</u>
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 (SDC)	Attachment B-2-C	\$4,000,000
C.2.4 LBL Complete Hot Commissioning (CNC)	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		<u>\$64,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.1.4 LAW Verification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.2.4 LAW Verification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (295)		<u>\$601,390,979</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$1,348,418	\$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
2013	2013-A	\$3,780,000	TBD	\$2,828,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675	\$40,180,567	\$75,970,000	\$47,173,800	\$138,377,675	\$27,354,367	\$23,823,268

Formatted Table

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 9:06 AM
To: Champlain, George F; Neff, William J; Mccusker, Marc T; Noyes, Delmar L; Hamel, William F
Subject: FW: M-16 WTP Contract Modification (296) (2).doc
Attachments: M-16 WTP Contract Modification (296) (2).doc

All:

Please see BNI's recommended changes to the subject modification. Let me know if you have any concerns. After your comments/review, I will forward to Kevin to get his take.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 8:53 AM
To: Dawson, Ronnie L
Cc: Champlain, George F; Delucchi, Larry
Subject: M-16 WTP Contract Modification (296) (2).doc

Ronnie,

The attached red line document contains our comments to your draft and was revised to reflect the removal of the (b)(5) (b)(5) (b)(5) The modification as originally drafted reflected that the WTP (b)(5) (b)(5) which is not correct. The most accurate way to represent the agreement reached would be to remove the (b)(5) (b)(5) There may be additional administrative comments, but no additional substantive changes to the proposed modification are contemplated.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE 1 OF 7 PAGES
2. AMENDMENT/MODIFICATION NO. 296	3. EFFECTIVE DATE (MM/YY) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352	CODE	7. ADMINISTERED BY (if other than item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (Name, street, county, State and ZIP code)		9A. AMENDMENT OF SOLICITATION NO.
Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		<input type="checkbox"/>
		9B. DATED (SEE ITEM 11)
		10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136
		<input checked="" type="checkbox"/>
		10B. DATED (SEE ITEM 11) 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 this 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 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.
<input type="checkbox"/>	
<input type="checkbox"/>	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 41.103(b).
<input type="checkbox"/>	
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
		BY	
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

- 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
 - The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
 - The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
 - The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
 - The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Contract No. DE-AC27-01RVI4136
Modification No. 296
SF-30 Continuation

Cost: Total Estimated Contract Cost (TECC) \$ 10,648,978,078

Fee:			
A	Final Fee Determination - Pre-Mod No. A143		\$ 102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)		\$ 120,768,954
	B.1 Project Management Incentive	\$ 54,910,587	
	B.2 Cost Incentive	\$ 60,843,800	
	B.3 REA Settlement	\$ 5,214,287	
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 (2006)		<u>\$ 601,290,979</u>
	Total Estimated Contract Price (TECP) (2006)		<u>\$ 11,245,808,308</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.

Contract No. DE-AC27-01RV14136
Modification No. 296
SF-30 Continuation

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,810,537
B.2 Cost Incentive	Attachment B-2-B	<u>\$60,843,860</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$5,214,267</u>
Total Award Fee		<u>\$120,768,664</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.1.4 LAW Verification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.2.4 LAW Verification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (295)		<u>\$601,390,979</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$1,871,850	\$3,150,000	\$1,548,800	\$6,300,000	\$3,121,650	\$3,178,350
2013	2013-A	\$3,780,000	TBD	\$2,820,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675	\$10,180,587	\$75,970,000	\$17,173,800	\$139,377,675	\$27,364,387	\$23,823,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Neff, William J
Sent: Monday, March 25, 2013 9:26 AM
To: Dawson, Ronnie L; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

Ronnie,

(b)(5)

Thanks,

William Neff

Attorney, Office of Chief Counsel (DOE - RL)
Ph. (509) 376-5915
Cell(509) 528-0214

This e-mail may contain information that is privileged, confidential, or attorney-client/work product protected.
DO NOT DISTRIBUTE WITHOUT EXPRESS PERMISSION OF AUTHOR.

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:22 AM
To: Neff, William J; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

Billy / Erik:

Here is the draft modification which is the attachment to the draft letter I sent earlier.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@crp.doe.gov
509-372-0098

From: Champlain, George F
Sent: Friday, March 22, 2013 9:37 AM
To: Dawson, Ronnie L
Subject: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

Ronnie,

Attached is contract mod 296 in Word and .pdf versions. I still need to complete the supporting documents and award in STRIPES. Let me know if any changes are required.

Thanks,
George

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 9:28 AM
To: Neff, William J
Cc: Mccusker, Marc T; Olds, Theodore E (Erik); Champlain, George F
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

(b)(5)

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Neff, William J
Sent: Monday, March 25, 2013 9:26 AM
To: Dawson, Ronnie L; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

Ronnie,

(b)(5)

Thanks,

William Neff

Attorney, Office of Chief Counsel (DOE - RL)
Ph. (509) 376-5915
Cell(509) 528-0214

This e-mail may contain information that is privileged, confidential, or attorney-client/work product protected.
DO NOT DISTRIBUTE WITHOUT EXPRESS PERMISSION OF AUTHOR.

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:22 AM
To: Neff, William J; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

illy / Erik:

Here is the draft modification which is the attachment to the draft letter I sent earlier.

Helgeson, Dart

From: Neff, William J
Sent: Monday, March 25, 2013 10:03 AM
To: Dawson, Ronnie L
Cc: Mccusker, Marc T; Olds, Theodore E (Erik); Champlain, George F; Schroeder, Joseph B
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

(b)(5)

William Neff

Attorney, Office of Chief Counsel (DOE - RL)
Ph. (509) 376-5915
Cell(509) 528-0214

This e-mail may contain information that is privileged, confidential, or attorney-client/work product protected.
DO NOT DISTRIBUTE WITHOUT EXPRESS PERMISSION OF AUTHOR.

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 9:28 AM
To: Neff, William J
Cc: Mccusker, Marc T; Olds, Theodore E (Erik); Champlain, George F
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

(b)(5)

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Neff, William J
Sent: Monday, March 25, 2013 9:26 AM
To: Dawson, Ronnie L; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

Ronnie,

(b)(5)

Thanks,

William J. Neff

Attorney, Office of Chief Counsel (DOE - RL)

Ph. (509) 376-5915

Cell(509) 528-0214

This e-mail may contain information that is privileged, confidential, or attorney-client/work product protected.
DO NOT DISTRIBUTE WITHOUT EXPRESS PERMISSION OF AUTHOR.

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 10:22 AM
To: Neff, William J; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: FW: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

Billy / Erik:

Here is the draft modification which is the attachment to the draft letter I sent earlier.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@orp.doe.gov
509-372-0098

From: Champlain, George F
Sent: Friday, March 22, 2013 9:37 AM
To: Dawson, Ronnie L
Subject: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Importance: High

Ronnie,

Attached is contract mod 296 in Word and .pdf versions. I still need to complete the supporting documents and award in STRIPES. Let me know if any changes are required.

Thanks,
George

Helgeson, Dart

From: Neff, William J
Sent: Monday, March 25, 2013 11:24 AM
To: Dawson, Ronnie L
Cc: Mccusker, Marc T; Olds, Theodore E (Erik); Champlain, George F; Schroeder, Joseph B
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP
Attachments: M-16 WTP Contract Modification (296) (2).doc

Ronnie,

(b)(5)

Billy

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 9:28 AM
To: Neff, William J
Cc: Mccusker, Marc T; Olds, Theodore E (Erik); Champlain, George F
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

(b)(5)

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Neff, William J
Sent: Monday, March 25, 2013 9:26 AM
To: Dawson, Ronnie L; Olds, Theodore E (Erik)
Cc: Mccusker, Marc T
Subject: RE: Contract Mod 296, Incorporate 2012-A & B Award Fee & 2013-A PEMP

Ronnie,

(b)(5)

Thanks,

William Neff

Attorney, Office of Chief Counsel (DOE - RL)
Ph. (509) 376-5915
Cell(509) 528-0214

This e-mail may contain information that is privileged, confidential, or attorney-client/work product protected.
DO NOT DISTRIBUTE WITHOUT EXPRESS PERMISSION OF AUTHOR.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 7
2. AMENDMENT/MODIFICATION NO. 296	3. EFFECTIVE DATE 9/6/09 See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS B6-60 Richland, WA 99352	CODE	7. ADMINISTERED BY (if other than item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO. <input type="checkbox"/>	
		9B. DATED (SEE ITEM 11) 9A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136 <input checked="" type="checkbox"/>	
CODE 396A5		10B. DATED (SEE ITEM 11) December 11, 2009	
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 11, 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 ACKNOWLEDGMENT 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: <i>Specify authority.</i> THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	
<input type="checkbox"/>	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 43.100-6.
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority.) Class B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by DCF 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 5A 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	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
		BY	
<i>(Signature of person authorized to sign)</i>		<i>(Signature of Contracting Officer)</i>	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP. (b)(5)

(b)(5)

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.

(b)(5)

- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Contract No. DE-AC27-01RV14136
Modification No. 296
SF-30 Continuation

Cost: Total Estimated Contract Cost (TECC) \$ 10,648,976,075

Fee:

A	Final Fee Determination - Pre-Med No. A143	\$ 102,822,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$ 120,768,654
	B.1 Project Management Incentive	\$ 54,910,587
	B.2 Cost Incentive	\$ 60,643,800
	B.3 REA Settlement	\$ 5,214,267
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 (296)	\$ <u>601,390,979</u>
	Total Estimated Contract Price (TECP) (296)	\$ <u>11,248,086,308</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.

Contract No. DE-AC27-01RV14136
Modification No. 296
SF-30 Continuation

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,627,326</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,010,587
B.2 Cost Incentive	Attachment B-2-B	<u>\$80,643,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$5,214,207</u>
Total Award Fee		<u>\$120,768,654</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.1.4 LAW Verification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.2.4 LAW Verification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (295)		<u>\$601,330,979</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		Available	Earned*	Available	Earned*	Available	Earned	Unavailable
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
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,676	\$10,180,587	\$76,970,000	\$17,173,800	\$139,377,676	\$27,354,387	\$23,023,289

Formatted Table

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 12:42 PM
To: Crawford, Scott
Cc: 'Delucchi, Larry (ldelucch@Bechtel.com)'
Subject: FW: M-16 WTP Contract Modification (296) (2).doc
Attachments: M-16 WTP Contract Modification (296) (2).doc

Scott:

Please see the additional language in the modification, page 3, to ensure there is an understanding that (b)(5)

(b)(5)

Your thoughts?

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 9:06 AM
To: Champlain, George F; Neff, William J; Mccusker, Marc T; Noyes, Delmar L; Hamel, William F
Subject: FW: M-16 WTP Contract Modification (296) (2).doc

All:

Please see BNI's recommended changes to the subject modification.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 8:53 AM
To: Dawson, Ronnie L
Cc: Champlain, George F; Delucchi, Larry
Subject: M-16 WTP Contract Modification (296) (2).doc

Ronnie,

The attached red line document contains our comments to your draft and was revised to reflect the removal of the (b)(5) (b)(5) which is not correct. The most accurate way to represent the agreement reached would be to remove the (b)(5) (b)(5) There may be additional administrative comments, but no additional substantive changes to the proposed modification are contemplated.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP. (b)(5)

(b)(5)

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP

(b)(5)

- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 25, 2013 1:14 PM
To: Dawson, Ronnie L
Subject: RE: M-16 WTP Contract Modification (296) (2).doc

(b)(5)

S

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 25, 2013 12:42 PM
To: Crawford, Scott
Cc: Delucchi, Larry
Subject: FW: M-16 WTP Contract Modification (296) (2).doc

Scott:

Please see the additional language in the modification, page 3, to ensure there is an understanding that the (b)(5)

(b)(5)

Your thoughts?

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 9:06 AM
To: Champlain, George F; Neff, William J; Mccusker, Marc T; Noyes, Delmar L; Hamel, William F
Subject: FW: M-16 WTP Contract Modification (296) (2).doc

All:

Please see BNI's recommended changes to the subject modification.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: [Ronnie L. Dawson@orp.doe.gov](mailto:Ronnie.L.Dawson@orp.doe.gov)

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 8:53 AM
To: Dawson, Ronnie L
Cc: Champlain, George F; Delucchi, Larry
Subject: M-16 WTP Contract Modification (296) (2).doc

Ronnie,

The attached red line document contains our comments to your draft and was revised to reflect the removal of the (b)(5) (b)(5) (b)(5) The modification as originally drafted reflected that the WTP (b)(5) which is not correct. The most accurate way to represent the agreement reached would be to remove the (b)(5) There may be additional administrative comments, but no additional substantive changes to the proposed modification are contemplated.

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 1:16 PM
To: Neff, William J
Cc: Champlain, George F
Subject: FW: M-16 WTP Contract Modification (296) (2).doc

Your thoughts?

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: [Ronnie L Dawson@orp.doe.gov](mailto:Ronnie.L.Dawson@orp.doe.gov)

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 1:14 PM
To: Dawson, Ronnie L
Subject: RE: M-16 WTP Contract Modification (296) (2).doc

(b)(5)

S

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 25, 2013 12:42 PM
To: Crawford, Scott
Cc: Delucchi, Larry
Subject: FW: M-16 WTP Contract Modification (296) (2).doc

Scott:

Please see the additional language in the modification, page 3, to ensure there is an understanding that (b)(5)

(b)(5)

Your thoughts?

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 9:06 AM
To: Champlain, George F; Neff, William J; Mccusker, Marc T; Noyes, Delmar L; Hamel, William F
Subject: FW: M-16 WTP Contract Modification (296) (2).doc

All:

Please see BNI's recommended changes to the subject modification.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 8:53 AM
To: Dawson, Ronnie L
Cc: Champlain, George F; Delucchi, Larry
Subject: M-16 WTP Contract Modification (296) (2).doc

Ronnie,

The attached red line document contains our comments to your draft and was revised to reflect the removal of the (b)(5) (b)(5) (b)(5) which is not correct. The most accurate way to represent the agreement reached would be to remove the (b)(5) (b)(5) There may be additional administrative comments, but no additional substantive changes to the proposed modification are contemplated.

Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 25, 2013 4:00 PM
To: Dawson, Ronnie L
Cc: Delucchi, Larry
Subject: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc
Attachments: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc

Ronnie,

The attached redline/strike-out of modification 296 is submitted for your consideration. We believe (b)(5)
(b)(5) Please do not hesitate to contact either myself or Larry (he did the various number adjustments) if you have any questions.

Thanks

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 OF 7
2. AMENDMENT/MODIFICATION NO. 296	3. EFFECTIVE DATE (MM/YY) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. AGENCY/ORDERED BY (if other than item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354	<input type="checkbox"/> 9A. AMENDMENT OF SOLICITATION NO. <input type="checkbox"/> 9B. DATED (SEE ITEM 11) <input checked="" type="checkbox"/> 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136 FOR DATE: (SEE ITEM 15) December 11, 2000
CODE 396A5	FACILITY CODE 153397068

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 such 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.

<input 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 type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS ADORDED TO REFLECT ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO AUTHORITY OF FAR 43.199(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause H.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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	15C. DATE SIGNED
15D. UNITED STATES OF AMERICA	15E. DATE SIGNED
BY _____ (Signature of person authorized to sign)	
BY _____ (Signature of Contracting Officer)	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs* and remove the 2012-B evaluation period.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

- 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
 - The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
 - The Total Maximum Available Award Fee is decreased by \$9,478,350, from ~~\$130,247,004~~ 127,813,778 to ~~\$120,768,654~~ 118,335,428.
 - The Total Maximum Available Fee is decreased by \$9,478,350, from ~~\$610,869,329~~ 608,436,103 to ~~\$601,390,979~~ 598,957,753.
 - The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Contract No. DE-AC27-01RV14136
 Modification No. 296
 SF-30 Continuation

Formatted: Font: (Default) Arial, 10 pt

Cost:			
	Total Estimated Contract Cost (TECC)		\$ <u>10,648,976,078</u>
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	118,335,428
	B.1 Project Management Incentive	\$	54,910,587
	B.2 Cost Incentive	\$	60,643,800
	B.3 REA Settlement	\$	2,761,041
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 (286)	\$	<u>588,957,753</u>
	Total Estimated Contract Price (TECP) (286)	\$	<u>11,245,688,308</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 127,813,778 to \$120,768,654 118,335,428.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 608,436,103 to \$601,390,979 598,957,753.

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

Formatted: Font: Arial, 10 pt

Description	Reference	Amount
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,822,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,887
B.2 Cost Incentive	Attachment B-2-B	\$69,643,800
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-9	\$2,781,041
Total Award Fee		<u>\$118,335,428</u>
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		<u>\$64,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.1.4 LAW Verification	Attachment B-2-D	\$12,000,000
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.2.4 LAW Verification	Attachment B-2-D	\$13,000,000
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$698,957,753</u>

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 4:09 PM
To: Champlain, George F; Mccusker, Marc T
Subject: Fw: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc
Attachments: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc

Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 03:59 PM
To: Dawson, Ronnie L
Cc: Delucchi, Larry <ldelucch@bechtel.com>
Subject: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc

Ronnie,

The attached redline/strike-out of modification 296 is submitted for your consideration. We believe (b)(5) (b)(5) Please do not hesitate to contact either myself or Larry (he did the various number adjustments) if you have any questions.

Thanks

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Delucchi, Larry <lidelucch@bechtel.com>
Sent: Monday, March 25, 2013 4:16 PM
To: Dawson, Ronnie L
Cc: Champlain, George F; Crawford, Scott
Subject: RE: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc
Attachments: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1 (b)(5)

Ronnie --

Here is a slightly corrected version. George just pointed out to me that the (b)(5)

(b)(5)
(b)(5) NO other changes but that correction from the version Scott just sent you.

Thanks,
Larry

Scott
March 25, 2013 4:00 PM
Ronnie L
Larry
WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc

Ronnie,

The attached redline/strike-out of modification 296 is submitted for your consideration. We believe the (b)(5)
(b)(5) Please do not hesitate to contact either myself or Larry (he did the various number adjustments) if you have any questions.

<< File: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc >>

Thanks

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE: _____ PAGE 1 OF 7 PAGES

2. AMENDMENT/MODIFICATION NO. 296 3. EFFECTIVE DATE (MM/YY) See Block 16C 4. REQUISITION/PURCHASE REQ. NO. _____ 5. PROJECT NO. (if applicable) _____

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):
Bechtel National, Inc.
2435 Stevens Center Place
Richland, WA 99354

9A. AMENDMENT OF SOLICITATION NO. _____
 9B. DATED (SEE ITEM 11) _____
 10A. MODIFICATION OF CONTRACT ORDER NO. **DE-AC27-01RV14136**
 10B. DATED (SEE ITEM 11) **December 11, 2009**

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 _____ 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 43.101(b).

C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF _____

D. OTHER (Specify type of modification and authority)
 Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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 Items 9A or 10A, as hereinafter stated, remain 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/OFFICER _____ 15C. DATE SIGNED _____ 16B. UNITED STATES OF AMERICA _____ 16C. DATE SIGNED _____
 (Signature of person authorized to sign) (Signature of Contracting Officer)

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.

2. (b)(5)

3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from ~~\$138,247,004~~ 127,813,778 to ~~\$120,768,654~~ 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from ~~\$610,869,329~~ 608,436,103 to ~~\$601,390,979~~ 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Contract No. DE-AC27-01RV14136
 Modification No. 296
 SF-30 Continuation

Formatted: Font: (Default) Arial, 10 pt

Cost:			
	Total Estimated Contract Cost (TECC)		<u>\$ 10,646,730,565</u>
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,326
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	118,336,428
	B.1 Project Management Incentive	\$	54,910,587
	B.2 Cost Incentive	\$	60,643,800
	B.3 REA Settlement	\$	2,781,041
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 (296)	\$	<u>598,867,753</u>
	Total Estimated Contract Price (TECP) (296)	\$	<u>11,245,898,308</u>

- 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 \$4,098,150, from \$59,008,737 to \$54,910,587.
 - The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
 - The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 127,813,778 to \$120,768,654 118,335,428.
 - The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from ~~\$610,869,329~~ 608,436,103 to ~~\$601,390,979~~ 598,957,753.

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

Formatted: Font: Arial, 10 pt

Description	Reference	Amount
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,385</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,587
B.2 Cost Incentive	Attachment B-2-B	<u>\$80,843,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$2,781,041</u>
Total Award Fee		<u>\$138,535,428</u>
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 FT 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 FT Complete Hot Commissioning	Attachment B-2-C	\$9,500,000
Total - Facility Schedule Incentive		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.1.4 LAW Verification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.2.4 LAW Verification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$598,957,753</u>

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 4:34 PM
To: Champlain, George F; Moccusker, Marc T
Subject: Fw: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc
Attachments: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1 (b)(5)

Ronnie L. Dawson

From: Delucchi, Larry [<mailto:ldelucch@bechtel.com>]
Sent: Monday, March 25, 2013 04:16 PM
To: Dawson, Ronnie L
Cc: Champlain, George F; Crawford, Scott
Subject: RE: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc

Ronnie --

Here is a slightly corrected version. George just pointed out to me that the (b)(5) (b)(5) however, this does NOT affect any of the other numbers/amounts. NO other changes but that correction from the version Scott just sent you.

Thanks,
Larry

Scott
March 25, 2013 4:00 PM
Ronnie L
Larry
M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc

Ronnie,

The attached redline/strike-out of modification 296 is submitted for your consideration. We believe (b)(5) (b)(5) Please do not hesitate to contact either myself or Larry (he did the various number adjustments) if you have any questions.

<< File: M-16 WTP Contract Modification (296) (2) BNI Proposed - Rev1.doc >>

Thanks

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Champlain, George F
Sent: Tuesday, March 26, 2013 11:07 AM
To: Mccusker, Marc T; Neff, William J
Cc: Dawson, Ronnie L
Subject: FW: REISSUE of Letter 13-WTP-0056
Attachments: M-16 WTP Contract Modification (296) DOE-ORP RLSO of BNI Proposed, 26Mar13.doc; M-16 WTP Contract Modification (296) DOE-ORP FINAL Rev.1, 26Mar13.pdf

Marc,
Billy,

Attached is the latest version of 296 with all changes incorporated. The two major changes from the previous BNI version are:

1. On page 2, Description of Modification, paragraph 2: The language has been changed to read (b)(5)
2. On page 6, the 2012-B row has been added back to the table with the word "removed" added.

Please review and let me know if you have any comments.

Thanks,
George

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 8:31 AM
To: Mccusker, Marc T; Champlain, George F
Subject: Fw: REISSUE of Letter 13-WTP-0056

I will get this letter routed and hopefully signed today.

George: the revised modification is the attachment. Please send the final version to me once you have cleared it with Billy and Marc. I will then send it to Scott for socialization prior to re-issuance.
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 08:24 AM
To: Dawson, Ronnie L
Cc: Delucchi, Larry <ldelucch@bechtel.com>
Subject: RE: REISSUE of Letter 13-WTP-0056

Ronnie,
This looks fine

Thanks

Scott

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 7:38 AM
To: Crawford, Scott
Cc: Delucchi, Larry
Subject: REISSUE of Letter 13-WTP-0056

Scott:

Please see the attached draft and provide feedback.

Ronnie L. Dawson

Contracting Officer

Office: (509) 372-0098

Cell: (509) 539-4874

Fax: (509) 376-2435

Email: Ronnie.L.Dawson@orp.doe.gov

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF	PAGES
2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (8/8/97) See Block 16C	4. REQUEST FOR PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)		1 7
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		CODE	7. ADMINISTERED BY (if other than item 6)		CODE	
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354			9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 7)	
CODE 396A5			FACILITY CODE 133392068		10A. MODIFICATION OF CONTRACT/ORDER NO. BK-AC27-01RV14136	
			<input type="checkbox"/>		10B. DATED (SEE ITEM 15) December 11, 2000	

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 AGENCY/STATEMENT 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.
<input type="checkbox"/>	
<input type="checkbox"/>	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 43.126.
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by DCF action 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	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY _____	16C. DATE SIGNED
<i>(Signature of person authorized to sign)</i>		<i>(Signature of Contracting Officer)</i>	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNL earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 ~~127,813,778~~ to \$120,768,654 ~~118,335,428~~.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 ~~608,436,103~~ to \$601,390,979 ~~598,957,753~~.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Formatted: Font: (Default) Arial, 10 pt

Cost:		
	Total Estimated Contract Cost (TECC)	\$ 10,846,730,556
Fee:		
A	Final Fee Determination - Pre-Mod No. A143	\$ 102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$ 118,335,428
B.1	Project Management Incentive	\$ 54,910,587
B.2	Cost Incentive	\$ 60,643,800
B.3	REA Settlement	\$ 2,781,041
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 (295)	\$ 599,957,753
	Total Estimated Contract Price (TECP) (296)	\$ 11,245,688,308

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 127,813,778 to \$120,768,654 118,335,428.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 603,436,103 to \$601,390,979 598,957,753.

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

Formatted: Font: Arial, 10 pt

Description	Reference	Amount
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,326</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$64,910,587
B.2 Cost Incentive *See Table B-2-B-1	Attachment B-2-B	<u>\$60,643,800</u>
B.3 REA Settlement Fee	Attachment B-3	<u>\$2,781,041</u>
Total Award Fee		<u>\$118,335,428</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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		<u>\$45,000,000</u>
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		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$668,957,753</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$3,978,350
	2012-B	Removed	Removed	Removed	Removed	Removed	Removed	Removed
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675 \$60,257,675	\$10,180,587 \$10,180,587	\$75,876,000 \$72,820,000	\$17,173,800 \$17,173,800	\$438,377,675 \$433,077,675	\$27,354,387 \$27,354,387	\$23,823,288 \$17,523,628

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Crawford, Scott
Sent: Tuesday, March 26, 2013 1:13 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: Closure on 296

Ronnie,

The understanding/agreement that BNI intended to convey regarding our offer on forepping the 2012-B PEMP Fee period was to
(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 1:24 PM
To: Crawford, Scott
Cc: Champlain, George F
Subject: Re: Closure on 296

Wasn't the 2012-B PEMP previously incorporated?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:13 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: Closure on 296

Ronnie,

The understanding/agreement that BNI intended to convey regarding our offer on foregoing the 2012-B PEMP E...
(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Crawford, Scott
Sent: Tuesday, March 26, 2013 1:26 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: RE: Closure on 296

no it was not. This mod was adding both 2012-A and 2012-B

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 1:24 PM
To: Crawford, Scott
Cc: Champlain, George F
Subject: Re: Closure on 296

Wasn't the 2012-B PEMP previously incorporated?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:13 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: Closure on 296

Ronnie,

The understanding/agreement that BNI intended to convey regarding our offer on foregoing the 2012-B PEMP Fee period was to
(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Champlain, George F
Sent: Tuesday, March 26, 2013 1:35 PM
To: Dawson, Ronnie L
Subject: RE: Closure on 296

Not correct. The 2012-B PEMP was incorporated via Mod 277.

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 1:29 PM
To: Champlain, George F
Subject: Fw: Closure on 296

GC: is he correct?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:26 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: RE: Closure on 296

no it was not. This mod was adding both 2012-A and 2012-B

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 1:24 PM
To: Crawford, Scott
Cc: Champlain, George F
Subject: Re: Closure on 296

Wasn't the 2012-B PEMP previously incorporated?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:13 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: Closure on 296

Ronnie,

The understanding/agreement that BNI intended to convey regarding our offer on foregoing the 2012-B PEMP Fee period was to

(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 1:39 PM
To: Crawford, Scott; Moccusker, Marc T
Subject: Fw: Closure on 296

Fyi.
Ronnie L. Dawson

From: Champlain, George F
Sent: Tuesday, March 26, 2013 01:34 PM
To: Dawson, Ronnie L
Subject: RE: Closure on 296

Not correct. The 2012-B PEMP was incorporated via Mod 277.

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 1:29 PM
To: Champlain, George F
Subject: Fw: Closure on 296

GC: is he correct?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:26 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: RE: Closure on 296

no it was not. This mod was adding both 2012-A and 2012-B

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 1:24 PM
To: Crawford, Scott
Cc: Champlain, George F
Subject: Re: Closure on 296

Wasn't the 2012-B PEMP previously incorporated?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:13 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: Closure on 296

Ronnie,

The understanding/agreement that BNI intended to convey regarding our offer on foregoing the 2012-B PEMP Fee period was to

(b)(5)

(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Crawford, Scott
Sent: Tuesday, March 26, 2013 1:48 PM
To: Dawson, Ronnie L; Mccusker, Marc T
Subject: RE: Closure on 296

absolutely, sorry about that

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 1:39 PM
To: Crawford, Scott; Mccusker, Marc T
Subject: Fw: Closure on 296

Fyi.
Ronnie L. Dawson

From: Champlain, George F
Sent: Tuesday, March 26, 2013 01:34 PM
To: Dawson, Ronnie L
Subject: RE: Closure on 296

Not correct. The 2012-B PEMP was incorporated via Mod 277.

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 1:29 PM
To: Champlain, George F
Subject: Fw: Closure on 296

GC: is he correct?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:26 PM
To: Dawson, Ronnie L
Cc: Champlain, George F
Subject: RE: Closure on 296

no it was not. This mod was adding both 2012-A and 2012-B

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 1:24 PM
To: Crawford, Scott
Cc: Champlain, George F
Subject: Re: Closure on 296

Wasn't the 2012-B PEMP previously incorporated?
Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 01:13 PM
To: Dawson, Ronnie L
Cc: Champlain, George F

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Wednesday, March 27, 2013 2:54 PM
To: Mccusker, Marc T
Subject: FW: Status of 296

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Wednesday, March 27, 2013 10:41 AM
To: Dawson, Ronnie L
Subject: Status of 296

I have spoken with Frank and in the process of implementing his direction. It is anticipated that we will have comments to the modification sometime this afternoon. I don't believe we have further comments on the letter.

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Mccusker, Marc T
Sent: Wednesday, March 27, 2013 4:44 PM
To: Dawson, Ronnie L; Champlain, George F
Subject: RE: WTP Contract Modification (296) BNI Counter 3-27.doc

I agree. Let's (b)(5)

(b)(5)

From: Dawson, Ronnie L
Sent: Wednesday, March 27, 2013 4:42 PM
To: Mccusker, Marc T; Champlain, George F
Subject: Re: WTP Contract Modification (296) BNI Counter 3-27.doc

Although after reading their letter, I believe is could be interpreted (b)(5)
Ronnie L. Dawson

From: Dawson, Ronnie L
Sent: Wednesday, March 27, 2013 03:53 PM
To: Mccusker, Marc T; Champlain, George F
Subject: FW: WTP Contract Modification (296) BNI Counter 3-27.doc

Let me know your thoughts.

I believe that we should show in the matrix (b)(5)

(b)(5)

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Wednesday, March 27, 2013 3:48 PM
To: Dawson, Ronnie L
Cc: Russo, Frank; Irwin, Kimberly; Baker, Lori
Subject: WTP Contract Modification (296) BNI Counter 3-27.doc

BNI has no comments on the draft cover letter. Please find enclosed herein our proposed language for modification 296 regarding

(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Crawford, Scott
Sent: Wednesday, March 27, 2013 3:48 PM
To: Dawson, Ronnie L
Cc: Russo, Frank; Irwin, Kimberly; Baker, Lori
Subject: WTP Contract Modification (296) BNI Counter 3-27.doc
Attachments: WTP Contract Modification (296) BNI Counter 3-27.doc

BNI has no comments on the draft cover letter. Please find enclosed herein our proposed language for modification 296 regarding (b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and ~~2012-B~~ Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. Waived the fee associated with the 2012-B PEMP evaluation period at the request of the Contractor (b)(5)

(b)(5)
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

- 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) 2012-B PEMP evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
 - The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
 - The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 127,813,778 to \$120,768,654 118,335,428.
 - The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 608,436,103 to \$601,390,979 598,957,753.
 - The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Formatted: Font: (Default) Arial, 10 pt

Cost:			
	Total Estimated Contract Cost (TECC)		<u>\$ 19,848,730,655</u>
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	118,335,428
	B.1 Project Management Incentive	\$	54,910,587
	B.2 Cost Incentive	\$	60,643,800
	B.3 REA Settlement	\$	2,791,041
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	\$	45,000,000
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 (296)	\$	<u>698,957,753</u>
	Total Estimated Contract Price (TECP) (296)	\$	<u>11,245,898,398</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 127,813,778 to \$120,768,654 118,335,428.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 608,436,103 to \$601,390,979 598,957,753.

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

Formatted: Font: Arial, 10 pt

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	<u>\$54,910,687</u>
B.2 Cost Incentive *See Table B-2-B-1	Attachment B-2-B	<u>\$80,643,800</u>
B.3 REA Settlement Fee	Attachment B-3	<u>\$2,781,041</u>
Total Award Fee		<u>\$118,335,426</u>
C Schedule Incentive Fee:		
C.1.X Activity Milestone Completion:	Attachment B-2-C	<u>\$173,000,000</u>
C.2 Facility Milestones Completion:		
C.2.1 LAB Construction Substantially Complete	Attachment B-2-C	<u>\$4,000,000</u>
C.2.2 LAW Construction Substantially Complete	Attachment B-2-C	<u>\$4,000,000</u>
C.2.3 LBL Start Cold Commissioning (SCC)	Attachment B-2-C	<u>\$4,000,000</u>
C.2.4 LBL Complete Hot Commissioning (CHC)	Attachment B-2-C	<u>\$4,000,000</u>
C.2.5 HLW Start Cold Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.6 PT Start Cold Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.7 HLW Complete Hot Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.8 PT Complete Hot Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
Total - Facility Schedule Incentive		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
D Operational Incentive Fee:		
D.1 Cold Commissioning:		
D.1.1 PT High Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.1.2 PT Low Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.1.3 HLW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
D.1.4 LAW Vitrification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
D.2 Hot Commissioning:		
D.2.1 PT High Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.2.2 PT Low Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.2.3 HLW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
D.2.4 LAW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
E Enhancement Incentive Fee:		
E.1 Enhanced Plant Capacity	Attachment B-2-E	<u>\$15,000,000</u>
E.2 Sodium Reduction	Attachment B-2-E	<u>\$15,000,000</u>
E.3 Enhanced Plant Turnover	Attachment B-2-E	<u>\$15,000,000</u>
E.4 Sustained Production Achievement	Attachment B-2-E	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$598,957,753</u>

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:

Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
	Available	Earned*	Available	Earned*	Available	Earned	Unearnable
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-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-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-A	\$3,150,000	\$1,571,850	\$3,150,000	\$1,545,800	\$6,300,000	\$3,121,650	
2012-B	Waived/Removed	at theRemoved	requestRemoved	of theRemoved	ContractorRemoved	Removed	
2013-A	\$3,780,000	TBD	\$2,620,000	TBD	\$6,300,000	TBD	
2013-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
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-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-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-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-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-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	\$63,407,675 \$60,257,675	\$10,180,587	\$75,870,000 \$72,820,000	\$17,173,800	\$139,377,675 \$133,077,675	\$27,354,387	\$33,823,288 \$17,523,828

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. ~~Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.~~

(End of Modification)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Wednesday, March 27, 2013 3:53 PM
To: Mccusker, Marc T; Champlain, George F
Subject: FW: WTP Contract Modification (296) BNI Counter 3-27.doc
Attachments: WTP Contract Modification (296) BNI Counter 3-27.doc

Let me know your thoughts.

I believe that we should show in the matrix (b)(5)

(b)(5)

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doc.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Wednesday, March 27, 2013 3:48 PM
To: Dawson, Ronnie L
Cc: Russo, Frank; Irwin, Kimberly; Baker, Lori
Subject: WTP Contract Modification (296) BNI Counter 3-27.doc

BNI has no comments on the draft cover letter. Please find enclosed herein our proposed language for modification 296 regarding

(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE		PAGE OF PAGES	
		1	7
2. AMENDMENT/MODIFICATION NO. 296	3. REVOLUTIVE DATE (6/00) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)
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)
		9A. MODIFICATION OF CONTRACT ORDER NO. DE-AC27-01RV14136
CODE 396A5 FACILITY CODE 153392068		10B. DATED (SEE ITEM 11) December 11, 2000

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, IF 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.
<input type="checkbox"/>	
<input type="checkbox"/>	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 43.101(a).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by DCF section headings, including solicitation/contract subject matter where feasible.)
Reference Continuation Page(s)
Period of Performance: 12/11/2000 to 8/15/2019

13A. NAME AND TITLE OF SIGNER (Type or print)		13A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
		George F. Champain Contracting Officer	
13B. CONTRACTOR/OFFEROR	13C. DATE SIGNED	13B. UNITED STATES OF AMERICA	13C. DATE SIGNED
 <i>(Signature of person authorized to sign)</i>		BY	
		<i>(Signature of Contracting Officer)</i>	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and ~~2012-B~~ Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. Waived the fee associated with the 2012-B PEMP evaluation period at the request of the Contractor (b)(5)
(b)(5)
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) 2012-B PEMP evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$139,247,004 127,813,778 to \$120,768,654 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 608,436,103 to \$601,390,979 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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:

Contract No. DE-AC27-01RV14136
 Modification No. 296
 SF-30 Continuation

Formatted: Font: (Default) Arial, 10 pt

Cost:		
	Total Estimated Contract Cost (TECC)	\$ 10,646,730,555
Fee:		
A	Final Fee Determination - Pre-Mod No. A143	\$ 102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$ 118,335,428
B.1	Project Management Incentive	\$ 54,910,587
B.2	Cost Incentive	\$ 60,643,800
B.3	REA Settlement	\$ 2,781,041
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	\$ 81,000,000
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 (296)	\$ 598,957,753
	Total Estimated Contract Price (TECP) (296)	\$ 11,245,688,308

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 ~~127,813,778~~ to \$120,768,654 ~~118,335,428~~.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 ~~608,436,103~~ to \$601,390,979 ~~598,957,753~~.

The table in Section B, *Supplies or Services and Prices/Costs*, Contract Clause B.1.1, *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

Formatted: Font: Arial, 10 pt

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$192,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,867
B.2 Cost Incentive *See Table B-2-B-1	Attachment B-2-B	<u>\$60,643,800</u>
B.3 REA Settlement Fee	Attachment B-3	\$2,761,041
Total Award Fee		<u>\$118,338,329</u>
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		<u>\$64,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.1.4 LAW Verification	Attachment B-2-D	\$12,000,000
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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 Verification	Attachment B-2-D	\$13,000,000
D.2.4 LAW Verification	Attachment B-2-D	\$13,000,000
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$698,957,763</u>

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:

Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
	Available	Earned*	Available	Earned*	Available	Earned	Unearnable
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-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-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-A	\$3,150,000	\$1,571,850	\$3,150,000	\$1,549,800	\$6,300,000	\$3,121,650	
2012-B	Waived/Removed	at theRemoved	requestRemoved	of theRemoved	ContractorRemoved	Removed	
2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
2013-B	\$3,150,000	TBD	\$3,150,000	TBD	\$6,300,000	TBD	
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-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-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-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-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-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	\$63,407,675 \$60,257,675	\$10,180,887 \$10,180,887	\$75,870,000 \$72,820,000	\$17,173,800 \$17,173,800	\$139,377,675 \$133,077,675	\$27,354,387 \$27,354,387	\$23,823,288 \$17,523,828

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Wednesday, March 27, 2013 4:42 PM
To: Mccusker, Marc T; Champlain, George F
Subject: Re: WTP Contract Modification (296) BNI Counter 3-27.doc

Although after reading their letter, I believe it could be interpreted to (b)(5)
Ronnie L. Dawson

From: Dawson, Ronnie L
Sent: Wednesday, March 27, 2013 03:53 PM
To: Mccusker, Marc T; Champlain, George F
Subject: FW: WTP Contract Modification (296) BNI Counter 3-27.doc

Let me know your thoughts.

I believe that we should show in the (b)(5)
(b)(5)

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Wednesday, March 27, 2013 3:48 PM
To: Dawson, Ronnie L
Cc: Russo, Frank; Irwin, Kimberly; Baker, Lori
Subject: WTP Contract Modification (296) BNI Counter 3-27.doc

BNI has no comments on the draft cover letter. Please find enclosed herein our proposed language for modification 296 regarding
(b)(5)

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Dawson, Ronnie L

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 11:25 AM
To: Smith, Kevin W (ORP)
Subject: RE: FDO Period extension request
Attachments: BNI Request for FDO Extension.docx

Please see attached. It needs to be appropriately formatted and letterhead inserted. I will hand-carry a hard copy.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie.L.Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Smith, Kevin W (ORP)
Sent: Friday, March 15, 2013 11:14 AM
To: Surash, Jack E
Cc: Dawson, Ronnie L
Subject: RE: FDO Period extension request

We are holding on all actions ...

-----Original Message-----

From: Surash, Jack [<mailto:Jack.Surash@em.doe.gov>]
Sent: Friday, March 15, 2013 11:11 AM
To: Smith, Kevin W (ORP)
Cc: Dawson, Ronnie L
Subject: RE: FDO Period extension request
Importance: High

PLs hold until we talk.

-----Original Message-----

From: Smith, Kevin (ORP)
Sent: Friday, March 15, 2013 1:19 PM
To: Dawson, Ronnie L
Cc: Surash, Jack; Champlain, George F; Noyes, Delmar L; Hamel, William F; Stubblebine, Scott D
Subject: RE: FDO Period extension request

Call me please.

Thx ... Kevin

Kevin W. Smith
Manager
Office of River Protection

-----Original Message-----

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 9:49 AM
To: Smith, Kevin W (ORP)
Cc: Surash, Jack E; Champlain, George F; Noyes, Delmar L; Hamel, William F; Stubblebine, Scott D
Subject: RE: FDO Period extension request

Kevin:

I believe the email request and approval is sufficient for a one week extension. Here is the relevant language from Contract Section B:

"(e) Schedule for Award Fee Amount Earned Determinations: The Contracting Officer shall issue the award fee amount earned determination for each award fee incentive (Project Management Incentive and Cost Incentive) in accordance with: the schedule set forth in the PEMP; or as otherwise set forth in this contract. However, a determination must be made within sixty (60) calendar days after the receipt by the Contracting Officer of the Contractor's self-assessment, if one is provided by the Contractor, or seventy (70) calendar days after the end of the evaluation period, whichever is later, or a longer period if the Contractor and Contracting Officer agree. If the Contracting Officer evaluates the Contractor's performance of specific requirements on their completion, the payment of any earned fee amount must be made within seventy (70) calendar days (or such other time period as mutually agreed to between the Contracting Officer and the Contractor) after Contracting Officer notification of such completion, assuming the Contractor has submitted a voucher for payment within ten (10) calendar days after the Contracting Officer's determination. If the Contractor is delayed in submitting a voucher beyond the ten (10) calendar days, payment will incur a day-for-day delay."

Jack and Scott...please weigh in if you disagree.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie_L_Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Smith, Kevin W (ORP)
Sent: Friday, March 15, 2013 9:31 AM
To: Dawson, Ronnie L
Cc: Surash, Jack E; Champlain, George F; Noyes, Delmar L; Hamel, William F
Subject: RE: FDO Period extension request

How would you do that formally ... by letter?

(b)(5)

Thx ... Kevin

-----Original Message-----

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 9:26 AM
To: Smith, Kevin W (ORP)
Cc: Surash, Jack E; Champlain, George F; Noyes, Delmar L; Hamel, William F
Subject: RE: FDO Period extension request

Yes. I have no issues with approving the extension.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division [Ronnie L Dawson@orp.doe.gov](mailto:Ronnie_L_Dawson@orp.doe.gov)
509-372-0098

-----Original Message-----

From: Smith, Kevin W (ORP)
Sent: Friday, March 15, 2013 9:18 AM
To: Dawson, Ronnie L
Cc: Surash, Jack E; Champlain, George F
Subject: FDO Period extension request

Ronnie,

Question ... is the request below sufficient to codify their request to extend the FDO decision period an additional week?

Kevin

Note for record ... I redacted some information.

-----Original Message-----

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Friday, March 15, 2013 8:26 AM
To: Smith, Kevin W (ORP)
Subject: Fw: Confirmation

I respectfully request that DOE extend the fee determination until we formalize the email below and DOE has an opportunity to consider it.

Frank

Neff, William J

From: Smith, Kevin W (ORP)
Sent: Thursday, May 30, 2013 7:39 AM
To: Neff, William J
Subject: FW: Confirmation

Here it is.

-----Original Message-----

From: Smith, Kevin W (ORP)
Sent: Friday, March 15, 2013 9:18 AM
To: 'Russo, Frank M (WTP)'
Subject: RE: Confirmation

Working with the CO on the extension ...

-----Original Message-----

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Friday, March 15, 2013 8:26 AM
To: Smith, Kevin W (ORP)
Subject: Fw: Confirmation

Here is what i sent Dan. We will (b)(5) I respectfully request that DOE extend the fee determination until we formalize the email below and DOE has an opportunity to consider it.
Frank

----- Original Message -----

From: Russo, Frank M (WTP)
Sent: Friday, March 15, 2013 10:35 AM
To: 'daniel.poneman@hq.doe.gov' <daniel.poneman@hq.doe.gov>
Subject: Confirmation

Dan,

(b)(5)

(b)(5)

I will prepare a letter to Kevin Smith which will repeat the proposal outlined above. It is my hope that you accept this proposal as a means to help us meet the most critical mission that the nation faces....vitrifying liquid waste at Hanford.

Frank

13-CPM-0059

Mr. Frank Russo, Project Director
Business Services
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

CONTRACT NO. DE-AC27-01RV14136 – REQUEST FOR DOE EXTENSION OF THE
AWARD FEE DETERMINATION FOR PERIOD 2012-B

This letter is in response to the Bechtel National, Incorporated (BNI) email from Frank M. Russo to Kevin W. Smith, sent Friday, March 15, 2013, 8:26 AM, Subject: "Fw: Confirmation", which requested DOE to extend the award fee determination for period 2012-B.

Contract No. DE-AC27-01RV14136, Section B, Supplies or Services and Prices/Costs, clause B.7, Award Fee Administration, paragraph (c), states in part, "...Schedule for Award Fee Amount Earned Determinations: The Contracting Officer shall issue the award fee amount earned determination for each award fee incentive (Project Management Incentive and Cost Incentive) in accordance with: the schedule set forth in the PEMP; or as otherwise set forth in this contract. However, a determination must be made within sixty (60) calendar days after the receipt by the Contracting Officer of the Contractor's self-assessment, if one is provided by the Contractor, or seventy (70) calendar days after the end of the evaluation period, whichever is later, or a longer period if the Contractor and Contracting Officer agree."

The DOE Office of River Protection (ORP) is on schedule to meet the schedule required in the contract. However, after evaluation of BNI's request for an extension, ORP agrees with that extension, subject to the following conditions:

1. The extension shall not exceed one week in duration (i.e., NTE March 22, 2013); and
2. The extension shall not result in interest owed to BNI as a result of the extension and/or any delay of payment for potential fee earned.

If you have any questions, please contact Ronnie L. Dawson at (509) 372-0098, or me at (509) 372-2315.

Sincerely,

CPM:RLD
Cc:
BNI Correspondence

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Fee Determination Official

Dawson, Ronnie L

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 12:12 PM
To: Smith, Kevin W (ORP)
Cc: Schroeder, Joseph B; Harrison, Megan J
Subject: RE: FDO Period extension request
Attachments: BNI Request for FDO Extension.docx

Kevin:

Please see the attached. Scott Stubblebine has left for the day, so I had Deputy Chief Counsel Joe Schroeder review the letter and he concurred on it.

I am having Megan formalize it and will hand-carry a hard copy for your signature shortly.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie_L_Dawson@orp.doe.gov
509-372-0098

13-CPM-0059

Mr. Frank Russo, Project Director
Business Services
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

CONTRACT NO. DE-AC27-01RV14136 – REQUEST FOR DOE EXTENSION OF THE
AWARD FEE DETERMINATION FOR PERIOD 2012-B

This letter is in response to the Bechtel National, Incorporated (BNI) email from Frank M. Russo to Kevin W. Smith, sent Friday, March 15, 2013, 8:26 AM, Subject: "Fw: Confirmation", which requested DOE to extend the award fee determination for period 2012-B.

Contract No. DE-AC27-01RV14136, Section B, Supplies or Services and Prices/Costs, clause B.7, Award Fee Administration, paragraph (e), states in part, "...Schedule for Award Fee Amount Earned Determinations: The Contracting Officer shall issue the award fee amount earned determination for each award fee incentive (Project Management Incentive and Cost Incentive) in accordance with: the schedule set forth in the PEMP; or as otherwise set forth in this contract. However, a determination must be made within sixty (60) calendar days after the receipt by the Contracting Officer of the Contractor's self-assessment, if one is provided by the Contractor, or seventy (70) calendar days after the end of the evaluation period, whichever is later, or a longer period if the Contractor and Contracting Officer agree."

The DOE Office of River Protection (ORP) is on schedule to meet the schedule required in the contract. However, after evaluation of BNI's request for an extension, ORP agrees with that extension, subject to the following conditions:

1. The extension shall not exceed one week in duration (i.e., NTE March 22, 2013);
2. The extension shall not result in interest owed to BNI as a result of the extension and/or any delay of payment for potential fee earned; and
3. If determined appropriate, ORP may still execute the determination at anytime.

If you have any questions, please contact Ronnie L. Dawson at (509) 372-0098, or me at (509) 372-2315.

CPM:RLD
Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Fee Determination Official

Cc:
BNI Correspondence

Dawson, Ronnie L

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 12:58 PM
To: Surash, Jack E
Cc: Smith, Kevin W (ORP)
Subject: FW: FDO Period extension request
Attachments: BNI Request for FDO Extension.pdf

Jack:

Per our telecon, please see attached.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie.L.Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 12:55 PM
To: 'Russo, Frank M (WTP)'
Cc: Smith, Kevin W (ORP)
Subject: FW: FDO Period extension request

Frank:

Please see the attached letter in response to your email request below.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie.L.Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Friday, March 15, 2013 8:26 AM
To: Smith, Kevin W (ORP)
Subject: Fw: Confirmation

I respectfully request that DOE extend the fee determination until we formalize the email below and DOE has an opportunity to consider it.

Frank



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

MAR 15 2013

13-CPM-0060

Mr. Frank Russo, Project Director
Business Services
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

CONTRACT NO. DE-AC27-01RV14136 – REQUEST FOR U.S. DEPARTMENT OF ENERGY (DOE) EXTENSION OF THE AWARD FEE DETERMINATION FOR PERIOD 2012-B

This letter is in response to the Bechtel National, Inc. (BNI) email from Frank M. Russo to Kevin W. Smith, sent Friday, March 15, 2013, 8:26 AM, Subject: "Fw: Confirmation," which requested DOE to extend the award fee determination for period 2012-B.

Contract No. DE-AC27-01RV14136, Section B, Supplies or Services and Prices/Costs, Clause B.7, Award Fee Administration, Paragraph (e), states in part, "... Schedule for Award Fee Amount Earned Determinations: The Contracting Officer shall issue the award fee amount earned determination for each award fee incentive (Project Management Incentive and Cost Incentive) in accordance with: the schedule set forth in the PEMP; or as otherwise set forth in this contract. However, a determination must be made within sixty (60) calendar days after the receipt by the Contracting Officer of the Contractor's self-assessment, if one is provided by the Contractor, or seventy (70) calendar days after the end of the evaluation period, whichever is later, or a longer period if the Contractor and Contracting Officer agree."

The DOE Office of River Protection (ORP) is on schedule to meet the schedule required in the contract. However, after evaluation of BNI's request for an extension, ORP agrees with that extension, subject to the following conditions:

1. The extension shall not exceed one week in duration (i.e., NTE March 22, 2013);
2. The extension shall not result in interest owed to BNI as a result of the extension and/or any delay of payment for potential fee earned; and
3. If determined appropriate, ORP may still execute the determination at any time.

Mr. Frank Russo
13-CPM-0060

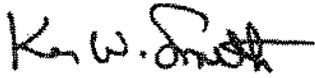
-2-

MAR 15 2013

If you have any questions, please contact Ronnie L. Dawson at (509) 372-0098, or me at (509) 372-2315.



Ronnie L. Dawson
Contracting Officer



Kevin W. Smith
Fee Determination Official

CPM:RLD

cc: BNI Correspondence

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 12:55 PM
To: Russo, Frank
Cc: Smith, Kevin W (ORP)
Subject: FW: FDO Period extension request
Attachments: C:\DOCUME~1\h5272378\LOCALS~1\Templee117\BNI Request for FDO Extension.pdf

Frank:

Please see the attached letter in response to your email request below.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie.L.Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Friday, March 15, 2013 8:26 AM
To: Smith, Kevin W (ORP)
Subject: Fw: Confirmation

I respectfully request that DOE extend the fee determination until we formalize the email below and DOE has an opportunity to consider it.

Frank



OFFICE OF RIVER PROTECTION
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

MAR 15 2013

13-CPM-0060

Mr. Frank Russo, Project Director
Business Services
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

CONTRACT NO. DE-AC27-01RV14136 – REQUEST FOR U.S. DEPARTMENT OF ENERGY (DOE) EXTENSION OF THE AWARD FEE DETERMINATION FOR PERIOD 2012-B

This letter is in response to the Bechtel National, Inc. (BNI) email from Frank M. Russo to Kevin W. Smith, sent Friday, March 15, 2013, 8:26 AM, Subject: "Fw: Confirmation," which requested DOE to extend the award fee determination for period 2012-B.

Contract No. DE-AC27-01RV14136, Section B, Supplies or Services and Prices/Costs, Clause B.7, Award Fee Administration, Paragraph (e), states in part, "...Schedule for Award Fee Amount Earned Determinations: The Contracting Officer shall issue the award fee amount earned determination for each award fee incentive (Project Management Incentive and Cost Incentive) in accordance with: the schedule set forth in the PEMP; or as otherwise set forth in this contract. However, a determination must be made within sixty (60) calendar days after the receipt by the Contracting Officer of the Contractor's self-assessment, if one is provided by the Contractor, or seventy (70) calendar days after the end of the evaluation period, whichever is later, or a longer period if the Contractor and Contracting Officer agree."

The DOE Office of River Protection (ORP) is on schedule to meet the schedule required in the contract. However, after evaluation of BNI's request for an extension, ORP agrees with that extension, subject to the following conditions:

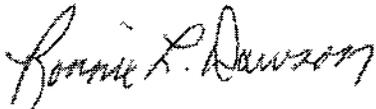
1. The extension shall not exceed one week in duration (i.e., NTE March 22, 2013);
2. The extension shall not result in interest owed to BNI as a result of the extension and/or any delay of payment for potential fee earned; and
3. If determined appropriate, ORP may still execute the determination at any time.

Mr. Frank Russo
13-CPM-0060

-2-

MAR 15 2013

If you have any questions, please contact Ronnie L. Dawson at (509) 372-0098, or me at (509) 372-2315.



Ronnie L. Dawson
Contracting Officer



Kevin W. Smith
Fee Determination Official

CPM:RLD

cc: BNI Correspondence

Helgeson, Dart

From: Russo, Frank
Sent: Friday, March 15, 2013 12:57 PM
To: Dawson, Ronnie L
Cc: Smith, Kevin W (ORP)
Subject: Re: FDO Period extension request

Thank you.

----- Original Message -----

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Friday, March 15, 2013 03:55 PM
To: Russo, Frank M (WTP)
Cc: Smith, Kevin W (ORP) <Kevin.W.Smith@orp.doe.gov>
Subject: FW: FDO Period extension request

Frank:

Please see the attached letter in response to your email request below.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie.L.Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Friday, March 15, 2013 8:26 AM
To: Smith, Kevin W (ORP)
Subject: Fw: Confirmation

I respectfully request that DOE extend the fee determination until we formalize the email below and DOE has an opportunity to consider it.

Frank

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Friday, March 15, 2013 1:05 PM
To: Huizenga, David
Subject: RE: FDO Period extension request

Dave,

Ronnie Dawson has the FDO extension in place now to buy time as needed.

Vr ... Kevin

-----Original Message-----

From: Dawson, Ronnie L
Sent: Friday, March 15, 2013 12:55 PM
To: Russo, Frank
Cc: Smith, Kevin W (ORP)
Subject: FW: FDO Period extension request

Frank:

Please see the attached letter in response to your email request below.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division [Ronnie L Dawson@orp.doe.gov](mailto:Ronnie_L_Dawson@orp.doe.gov)
509-372-0098

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Russo, Frank
Sent: Monday, March 18, 2013 9:56 AM
To: Dawson, Ronnie L
Cc: Crawford, Scott
Subject: RE: Fee

Yes we are... Scott will have it to you within the next 15 min.

Frank

-----Original Message-----

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank M (WTP)
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Russo, Frank
Sent: Monday, March 18, 2013 10:08 AM
To: Dawson, Ronnie L
Subject: RE: Fee

It is being walked up to you now

-----Original Message-----

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank M (WTP)
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 18, 2013 10:14 AM
To: Russo, Frank
Cc: Dawson, Ronnie L
Subject: Re: Fee

Ronnie
I have the signed letter regarding 2012-B. tried to hand deliver but you are not in your office

Scott

Sent from my iPhone

On Mar 18, 2013, at 9:55 AM, "Russo, Frank M (WTP)" <frusso@Bechtel.com> wrote:

> Yes we are....Scott will have it to you within the next 15 min.

>

> Frank

>

> -----Original Message-----

> **From:** Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]

> **Sent:** Monday, March 18, 2013 9:53 AM

> **To:** Russo, Frank M (WTP)

> **Subject:** Fee

>

> Frank:

>

> Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

>

> Ronnie

> Ronnie L. Dawson

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 10:59 AM
To: Dawson, Ronnie L
Subject: Re: Fee

Thx.

----- Original Message -----

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 10:17 AM
To: Smith, Kevin W (ORP); Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F
Subject: Fw: Fee

Fyi.
Ronnie L. Dawson

----- Original Message -----

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Monday, March 18, 2013 09:55 AM
To: Dawson, Ronnie L
Cc: Crawford, Scott
Subject: RE: Fee

Yes we are....Scott will have it to you within the next 15 min.

Frank

-----Original Message-----

From: Dawson, Ronnie L [mailto:Ronnie_L_Dawson@orp.doe.gov]
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank M (WTP)
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 12:24 PM
To: Dawson, Ronnie L
Cc: Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F
Subject: Re: Fee

Status?

Sent from my iPad

On Mar 18, 2013, at 1:17 PM, "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov> wrote:

> Fyi.
> Ronnie L. Dawson
>
> ----- Original Message -----
> From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
> Sent: Monday, March 18, 2013 09:55 AM
> To: Dawson, Ronnie L
> Cc: Crawford, Scott
> Subject: RE: Fee
>
> Yes we are....Scott will have it to you within the next 15 min.
>
> Frank
>
> -----Original Message-----
> From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
> Sent: Monday, March 18, 2013 9:53 AM
> To: Russo, Frank M (WTP)
> Subject: Fee
>
> Frank:
>
> Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?
>
> Ronnie
> Ronnie L. Dawson

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 12:26 PM
To: Smith, Kevin W (ORP)
Cc: Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F; Mccusker, Marc T
Subject: Re: Fee

Scott tried to hand deliver it but we are at HAMMER in training. I left him a voice mail and asked him to .pdf it to us.
Ronnie L. Dawson

----- Original Message -----

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 12:23 PM
To: Dawson, Ronnie L
Cc: Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F
Subject: Re: Fee

Status?

Sent from my iPad

On Mar 18, 2013, at 1:17 PM, "Dawson, Ronnie L" <Ronnie_L_Dawson@orp.doe.gov> wrote:

> Fyi.
> Ronnie L. Dawson
>
> ----- Original Message -----
> From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
> Sent: Monday, March 18, 2013 09:55 AM
> To: Dawson, Ronnie L
> Cc: Crawford, Scott
> Subject: RE: Fee

> Yes we are....Scott will have it to you within the next 15 min.

> Frank

> -----Original Message-----

> From: Dawson, Ronnie L [mailto:Ronnie_L_Dawson@orp.doe.gov]
> Sent: Monday, March 18, 2013 9:53 AM
> To: Russo, Frank M (WTP)
> Subject: Fee

> Frank:

> Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

> Ronnie

> Ronnie L. Dawson

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Russo, Frank
Sent: Monday, March 18, 2013 9:56 AM
To: Dawson, Ronnie L
Cc: Crawford, Scott
Subject: RE: Fee

Yes we are....Scott will have it to you within the next 15 min.

Frank

-----Original Message-----

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank M (WTP)
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Russo, Frank
Sent: Monday, March 18, 2013 10:08 AM
To: Dawson, Ronnie L
Subject: RE: Fee

It is being walked up to you now

-----Original Message-----

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank M (WTP)
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 18, 2013 10:14 AM
To: Russo, Frank
Cc: Dawson, Ronnie L
Subject: Re: Fee

Ronnie
I have the signed letter regarding 2012-B. tried to hand deliver but you are not in your office

Scott

Sent from my iPhone

On Mar 18, 2013, at 9:55 AM, "Russo, Frank M (WTP)" <frusso@Bechtel.com> wrote:

> Yes we are....Scott will have it to you within the next 15 min.

>

> Frank

>

> -----Original Message-----

> **From:** Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]

> **Sent:** Monday, March 18, 2013 9:53 AM

> **To:** Russo, Frank M (WTP)

> **Subject:** Fee

>

> Frank:

>

> Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

>

> Ronnie

> Ronnie L. Dawson

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 10:59 AM
To: Dawson, Ronnie L
Subject: Re: Fee

Thx.

----- Original Message -----

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 10:17 AM
To: Smith, Kevin W (ORP); Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F
Subject: Fw: Fee

Fyi.
Ronnie L. Dawson

----- Original Message -----

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Monday, March 18, 2013 09:55 AM
To: Dawson, Ronnie L
Cc: Crawford, Scott
Subject: RE: Fee

Yes we are....Scott will have it to you within the next 15 min.

Frank

-----Original Message-----

From: Dawson, Ronnie L [mailto:Ronnie_L_Dawson@orp.doe.gov]
Sent: Monday, March 18, 2013 9:53 AM
To: Russo, Frank M (WTP)
Subject: Fee

Frank:

Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

Ronnie
Ronnie L. Dawson

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 12:24 PM
To: Dawson, Ronnie L
Cc: Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F
Subject: Re: Fee

Status?

Sent from my iPad

On Mar 18, 2013, at 1:17 PM, "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov> wrote:

> Fyi.
> Ronnie L. Dawson
>
> ----- Original Message -----
> From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
> Sent: Monday, March 18, 2013 09:55 AM
> To: Dawson, Ronnie L
> Cc: Crawford, Scott
> Subject: RE: Fee
>
> Yes we are....Scott will have it to you within the next 15 min.
>
> Frank
>
> -----Original Message-----
> From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
> Sent: Monday, March 18, 2013 9:53 AM
> To: Russo, Frank M (WTP)
> Subject: Fee
>
> Frank:
>
> is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?
>
> Ronnie
> Ronnie L. Dawson

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 12:26 PM
To: Smith, Kevin W (ORP)
Cc: Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F; Mccusker, Marc T
Subject: Re: Fee

Scott tried to hand deliver it but we are at HAMMER in training. I left him a voice mail and asked him to .pdf it to us.
Ronnie L. Dawson

----- Original Message -----

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 12:23 PM
To: Dawson, Ronnie L
Cc: Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F
Subject: Re: Fee

status?

Sent from my iPad

On Mar 18, 2013, at 1:17 PM, "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov> wrote:

* Fyi,
* Ronnie L. Dawson

* ----- Original Message -----

* From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
* Sent: Monday, March 18, 2013 09:55 AM
* To: Dawson, Ronnie L
* Cc: Crawford, Scott
* Subject: RE: Fee

* Yes we are....Scott will have it to you within the next 15 min.

* Frank

* -----Original Message-----

* From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
* Sent: Monday, March 18, 2013 9:53 AM
* To: Russo, Frank M (WTP)
* Subject: Fee

* Frank:

* Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

* Ronnie
* Ronnie L. Dawson

Helgeson, Dert

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 12:32 PM
To: Dawson, Ronnie L
Cc: Charboneau, Stacy L
Subject: Re: Fee

Thanks ... (b)(5)
Kevin

Sent from my iPad

On Mar 18, 2013, at 3:26 PM, "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov> wrote:

> Scott tried to hand deliver it but we are at HAMMER in training. I left him a voice mail and asked him to .pdf it to us.

> Ronnie L. Dawson

>

> ----- Original Message -----

> From: Smith, Kevin W (ORP)

> Sent: Monday, March 18, 2013 12:23 PM

> To: Dawson, Ronnie L

> Cc: Hamel, William F; Noyes, Delmar L; Charboneau, Stacy L; Champlain, George F

> Subject: Re: Fee

>

> Status?

>

> Sent from my iPad

>

> On Mar 18, 2013, at 1:17 PM, "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov> wrote:

>

>> Fyi.

>> Ronnie L. Dawson

>>

>> ----- Original Message -----

>> From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]

>> Sent: Monday, March 18, 2013 09:55 AM

>> To: Dawson, Ronnie L

>> Cc: Crawford, Scott

>> Subject: RE: Fee

>>

>> Yes we are....Scott will have it to you within the next 15 min.

>>

>> Frank

>>

>> -----Original Message-----

>> From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]

>> Sent: Monday, March 18, 2013 9:53 AM

>> To: Russo, Frank M (WTP)

>> Subject: Fee

>>

>> Frank:

>>

>> Is BNI working on a letter to DOE in regards to the 2012-B award fee path-forward?

>>
>> Ronnie
>> Ronnie L. Dawson

Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 18, 2013 12:49 PM
To: Dawson, Ronnie L; Smith, Kevin W (ORP)
Cc: Mccusker, Marc T
Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination
Attachments: CCN 250899.pdf

As discussed,

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315



SENSITIVE

MAR 18 2013

U.S. Department of Energy
Waste Treatment & Immobilization Plant
Mr. R. L. Dawson
Contracting Officer
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

CCN: 250899

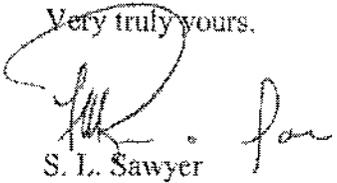
Dear Mr. Dawson:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Bechtel would like to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. This was a very formative period regarding how we would work together to make the final technical decisions, and it was not conducive to the PEMP aspect of our incentive structure. We are optimistic about the current level of teamwork and look forward to working in collaboration to gain alignment on this aspect of our incentive structure going forward.

If you have any questions, please contact Frank Russo at 371-2323.

Very truly yours,


S. L. Sawyer
Assistant Project Director
Business Services

SSC/kyl

Helgeson, D: †

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 1:11 PM
To: Dawson, Ronnie L
Cc: Charboneau, Stacy L; Mccusker, Marc T
Subject: Fwd: Sensitive BNI Letter regarding PEMP 2012-B Determination
Attachments: CCN 250899.pdf; ATT00001.htm

Ronnie ... (b)(5)

(b)(5) Thx ... Kevin

Sent from my iPad

Begin forwarded message:

From: "Crawford, Scott" <sscrawfo@bechtel.com>
To: "Dawson, Ronnie L" <Ronnie_L_Dawson@orp.doe.gov>, "Smith, Kevin W (ORP)" <Kevin_W_Smith@orp.doe.gov>
Cc: "Mccusker, Marc T" <Marc_T_Mccusker@orp.doe.gov>
Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination

As discussed,

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

cc:

Crawford, S. S.	WTP	MS14-2B
Hamel, W. F.	ORP-WTP	H6-60
Russo, F. M.	WTP	MS14-3C
Smith, K. W.	ORP	H6-60
DOE Correspondence Control	ORP	H6-60
PADC	WTP	MS19-A

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 2:04 PM
To: Surash, Jack E; Smith, Kevin W (ORP); Hamel, William F; Charboneau, Stacy L; Mccusker, Marc T
Subject: Fw: Sensitive BNI Letter regarding PEMP 2012-B Determination
Attachments: CCN 250899.pdf

Jack:

Please see the attached. (b)(5)

(b)(5)

Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 18, 2013 12:48 PM
To: Dawson, Ronnie L; Smith, Kevin W (ORP)
Cc: Mccusker, Marc T
Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination

As discussed,

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315



SENSITIVE

MAR 18 2013

U.S. Department of Energy
Waste Treatment & Immobilization Plant
Mr. R. L. Dawson
Contracting Officer
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

CCN: 250899

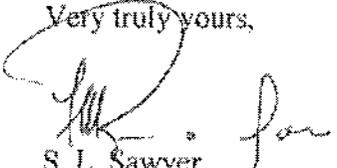
Dear Mr. Dawson:

**CONTRACT NO. DE-AC27-01RVI4136 -- PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Bechtel would like to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. This was a very formative period regarding how we would work together to make the final technical decisions, and it was not conducive to the PEMP aspect of our incentive structure. We are optimistic about the current level of teamwork and look forward to working in collaboration to gain alignment on this aspect of our incentive structure going forward.

If you have any questions, please contact Frank Russo at 371-2323.

Very truly yours,


S. L. Sawyer
Assistant Project Director
Business Services

SSC/kyl

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Monday, March 18, 2013 2:08 PM
To: Dawson, Ronnie L
Subject: Re: Sensitive BNI Letter regarding PEMP 2012-B Determination

Agree ... (b)(5) Or something like. Kevin

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 02:04 PM
To: Surash, Jack E; Smith, Kevin W (ORP); Hamel, William F; Charboneau, Stacy L; Mccusker, Marc T
Subject: Fw: Sensitive BNI Letter regarding PEMP 2012-B Determination

Jack:

Please see the attached. (b)(5)

(b)(5)

Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 18, 2013 12:48 PM
To: Dawson, Ronnie L; Smith, Kevin W (ORP)
Cc: Mccusker, Marc T
Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination

As discussed,

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 19, 2013 6:57 AM
To: Schroeder, Joseph B; Neff, William J
Cc: Champlain, George F
Subject: FW: Sensitive BNI Letter regarding PEMP 2012-B Determination
Attachments: CCN 250899.pdf

Joe:

Please see the emails below and the attached letter. Let me know if there are any legal contractual reasons why we cannot accept.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@orp.doe.gov
509-372-0098

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 2:04 PM
To: Surash, Jack E; Smith, Kevin W (ORP); Hamel, William F; Charboneau, Stacy L; Mccusker, Marc T
Subject: Fw: Sensitive BNI Letter regarding PEMP 2012-B Determination

Jack:

Please see the attached, (b)(5)

(b)(5)

Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 18, 2013 12:48 PM
To: Dawson, Ronnie L; Smith, Kevin W (ORP)
Cc: Mccusker, Marc T
Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination

As discussed,

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
FH: 509.713.5315



SENSITIVE

MAR 18 2013

U.S. Department of Energy
Waste Treatment & Immobilization Plant
Mr. R. L. Dawson
Contracting Officer
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

CCN: 250899

Dear Mr. Dawson:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Bechtel would like to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. This was a very formative period regarding how we would work together to make the final technical decisions, and it was not conducive to the PEMP aspect of our incentive structure. We are optimistic about the current level of teamwork and look forward to working in collaboration to gain alignment on this aspect of our incentive structure going forward.

If you have any questions, please contact Frank Russo at 371-2323.

Very truly yours,

A handwritten signature in black ink, appearing to read "S. L. Sawyer".

S. L. Sawyer
Assistant Project Director
Business Services

SSC/kyl

cc:

Crawford, S. S.	WTP	MS14-2B
Hamel, W. F.	ORP-WTP	H6-60
Russo, F. M.	WTP	MS14-3C
Smith, K. W.	ORP	H6-60
DOE Correspondence Control	ORP	H6-60
PADC	WTP	MS19-A

Heigeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 19, 2013 7:29 AM
To: Bender, Christy A
Cc: Smith, Kevin W (ORP); McCusker, Marc T; Hamel, William F; Noyes, Delmar L; Champlain, George F
Subject: FW: Sensitive BNI Letter regarding PEMP 2012-B Determination
Attachments: CCN 250899.pdf

Christy:

This letter should be marked sensitive in our routing database.

Please do a letter for me to Frank Russo in response to the attached letter. It should be signed by both Kevin and me. The response should reference the attached letter. The body should be as follows:

"The purpose of this letter is to respond to the BNI letter referenced above. DOE-ORP accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. (b)(5)

(b)(5)

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315."

Concurrence should be:

Champlain
McCusker
Veff
Noyes
Hamel
Me – for approval and signature
Front Office
Kevin – for approval and signature

Thanks in advance!

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@orp.doe.gov
509-372-0098

From: "Crawford, Scott" <sscrawfo@bechtel.com>
To: "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov>, "Smith, Kevin W (ORP)" <Kevin.W.Smith@orp.doe.gov>
Cc: "McCusker, Marc T" <Marc.T.Mccusker@orp.doe.gov>
Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination

As discussed,

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315

cc:

Crawford, S. S.	WTP	MS14-2B
Hamel, W. F.	ORP-WTP	H6-60
Russo, F. M.	WTP	MS14-3C
Smith, K. W.	ORP	H6-60
DOE Correspondence Control	ORP	H6-60
PADC	WTP	MS19-A

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 19, 2013 7:33 AM
To: Dawson, Ronnie L
Subject: Re: Sensitive BNI Letter regarding PEMP 2012-B Determination

works for me. I will be in DC Thursday to be easiest to sign or I can have Stacy sign for me with annotation that I saw and approved. Either works for me.

Sent from my iPad

On Mar 19, 2013, at 10:29 AM, "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov> wrote:

> Christy:

>

>

>

> This letter should be marked sensitive in our routing database.

>

>

>

> Please do a letter for me to Frank Russo in response to the attached letter. It should be signed by both Kevin and me. The response should reference the attached letter. The body should be as follows:

>

>

>

> "The purpose of this letter is to respond to the BNI letter referenced above. DOE-ORP accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. (b)(5)

(b)(5)

>

>

> If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315."

>

>

>

> Concurrence should be:

>

>

>

> Champlain

>

> McCusker

>

> Neff

>

> Noyes

>

> Hamel

>

> Me – for approval and signature

>
> Front Office
>
> Kevin – for approval and signature
>
>
>
> Thanks in advance!
>
>
>
>
> Ronnie L. Dawson
>
> Contracting Officer
>
> Office of River Protection
>
> Contracts and Property Management Division
>
> Ronnie.L.Dawson@orp.doe.gov
>
> 509-372-0098
>
>
>
> From: "Crawford, Scott" <sscrawfo@bechtel.com<<mailto:sscrawfo@bechtel.com>>>
> To: "Dawson, Ronnie L" <Ronnie.L.Dawson@orp.doe.gov<<mailto:Ronnie.L.Dawson@orp.doe.gov>>>, "Smith, Kevin W (ORP)" <Kevin.W.Smith@orp.doe.gov<<mailto:Kevin.W.Smith@orp.doe.gov>>>
> Cc: "Mccusker, Marc T" <Marc.T.Mccusker@orp.doe.gov<<mailto:Marc.T.Mccusker@orp.doe.gov>>>
> Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination
>
> As discussed,
>
>
>
>
> Scott S Crawford
> Prime Contract Manager - WTP
> EM: sscrawfo@bechtel.com<<mailto:sscrawfo@bechtel.com>>
> PH: 509.371.2293
> CH: 509.713.5315
>
>
>
> <CCN 250899.pdf>

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 19, 2013 7:37 AM
To: Smith, Kevin W (ORP)
Cc: Mccusker, Marc T
Subject: RE: Sensitive BNI Letter regarding PEMP 2012-B Determination

Kevin:

Stacy can sign for you as Manager, but not as FDO. FDO is a personal delegation and cannot be signed by someone "acting".

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie_L_Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 19, 2013 7:33 AM
To: Dawson, Ronnie L
Subject: Re: Sensitive BNI Letter regarding PEMP 2012-B Determination

works for me. I will be in DC Thursday to be easiest to sign or I can have Stacy sign for me with annotation that I saw and approved. Either works for me.

Sent from my iPad

On Mar 19, 2013, at 10:29 AM, "Dawson, Ronnie L" <Ronnie_L_Dawson@orp.doe.gov> wrote:

> Christy:
>
>
>
> This letter should be marked sensitive in our routing database.
>
>
>
> Please do a letter for me to Frank Russo in response to the attached letter. It should be signed by both Kevin and me. The response should reference the attached letter. The body should be as follows:
>
>
>
> "The purpose of this letter is to respond to the BNI letter referenced above. DOE-ORP accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. (b)(5)

(b)(5)

>
>

> If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315."

>

>

>

> Concurrence should be:

>

>

>

> Champlain

>

> McCusker

>

> Neff

>

> Noyes

>

> Hamel

>

> Me – for approval and signature

>

> Front Office

>

> Kevin – for approval and signature

>

>

>

> Thanks in advance!

>

>

>

>

>

> Ronnie L. Dawson

>

> Contracting Officer

>

> Office of River Protection

>

> Contracts and Property Management Division

>

> Ronnie.L.Dawson@orp.doe.gov

>

> 509-372-0098

>

>

>

> From: "Crawford, Scott"

> <sscrawfo@bechtel.com<<mailto:sscrawfo@bechtel.com>>>

> To: "Dawson, Ronnie L"

> <Ronnie.L.Dawson@orp.doe.gov<<mailto:Ronnie.L.Dawson@orp.doe.gov>>>

> "Smith, Kevin W (ORP)"

> <Kevin.W.Smith@orp.doe.gov<<mailto:Kevin.W.Smith@orp.doe.gov>>>

> Cc: "McCusker, Marc T"

> <Marc.T.Mccusker@orp.doe.gov<<mailto:Marc.T.Mccusker@orp.doe.gov>>>

> Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination

>

> As discussed,

>

>

>

>

>

> Scott S Crawford

> Prime Contract Manager - WTP

> EM: sscrawfo@bechtel.com<mailto:sscrawfo@bechtel.com>

> PH: 509.371.2293

> CH: 509.713.5315

>

>

>

> <CCN 250899.pdf>

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 19, 2013 7:44 AM
To: Dawson, Ronnie L
Cc: Mccusker, Marc T
Subject: Re: Sensitive BNI Letter regarding PEMP 2012-B Determination

Clear ... Was sort of guessing. We will work a link up. I will be at SRNL tomorrow too.

----- Original Message -----

From: Dawson, Ronnie L
Sent: Tuesday, March 19, 2013 07:37 AM
To: Smith, Kevin W (ORP)
Cc: Mccusker, Marc T
Subject: RE: Sensitive BNI Letter regarding PEMP 2012-B Determination

Kevin:

Stacy can sign for you as Manager, but not as FDO. FDO is a personal delegation and cannot be signed by someone "acting".

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie_L_Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 19, 2013 7:33 AM
To: Dawson, Ronnie L
Subject: Re: Sensitive BNI Letter regarding PEMP 2012-B Determination

works for me. I will be in DC Thursday to be easiest to sign or I can have Stacy sign for me with annotation that I saw and approved. Either works for me.

Sent from my iPad

On Mar 19, 2013, at 10:29 AM, "Dawson, Ronnie L" <Ronnie_L_Dawson@orp.doe.gov> wrote:

> Christy:

>

>

>

> This letter should be marked sensitive in our routing database.

>

>

>

> Please do a letter for me to Frank Russo in response to the attached letter. It should be signed by both Kevin and me. The response should reference the attached letter. The body should be as follows:

>

>

>
> "The purpose of this letter is to respond to the BNI letter referenced above. DOE-ORP accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. (b)(5)

(b)(5)

>
>
>
> If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315."

>
>
>
> Concurrence should be:

>
>
>
> Champlain

>
> McCusker

>
> Neff

>
> Noyes

>
> Hamel

>
> Me -- for approval and signature

>
> Front Office

>
> Kevin -- for approval and signature

>
>
>
> Thanks in advance!

>
>
>
>
>
>
> Ronnie L. Dawson

>
> Contracting Officer

>
> Office of River Protection

>
> Contracts and Property Management Division

>
> Ronnie.L.Dawson@orp.doe.gov

>
> 509-372-0098

>
>
>

> From: "Crawford, Scott"
> <sscrawfo@bechtel.com<<mailto:sscrawfo@bechtel.com>>>
> To: "Dawson, Ronnie L"
> <Ronnie.L.Dawson@orp.doe.gov<<mailto:Ronnie.L.Dawson@orp.doe.gov>>>,&br/>> "Smith, Kevin W (ORP)"
> <Kevin.W.Smith@orp.doe.gov<<mailto:Kevin.W.Smith@orp.doe.gov>>>
> Cc: "Mccusker, Marc T"
> <Marc.T.Mccusker@orp.doe.gov<<mailto:Marc.T.Mccusker@orp.doe.gov>>>
> Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination
>
> As discussed,
>
>
>
>
> Scott S Crawford
> Prime Contract Manager - WTP
> EM: sscrawfo@bechtel.com<<mailto:sscrawfo@bechtel.com>>
> PH: 509.371.2293
> CH: 509.713.5315
>
>
>
> <CCN 250899.pdf>

Helgeson, Dart

From: Schroeder, Joseph B
Sent: Tuesday, March 19, 2013 4:35 PM
To: Dawson, Ronnie L; Neff, William J
Cc: Champlain, George F; Stubblebine, Scott D
Subject: RE: Sensitive BNI Letter regarding PEMP 2012-B Determination

Ronnie,

As we discussed this morning, (b)(5)

(b)(5)

(b)(5)

Let me know if you have any questions.

From: Dawson, Ronnie L
Sent: Tuesday, March 19, 2013 6:57 AM
To: Schroeder, Joseph B; Neff, William J
Cc: Champlain, George F
Subject: FW: Sensitive BNI Letter regarding PEMP 2012-B Determination

Joe:

Please see the emails below and the attached letter. (b)(5)

(b)(5)

Thanks.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie.L.Dawson@orp.doe.gov
509-372-0098

From: Dawson, Ronnie L
Sent: Monday, March 18, 2013 2:04 PM
To: Surash, Jack E; Smith, Kevin W (ORP); Hamel, William F; Charboneau, Stacy L; Mccusker, Marc T
Subject: Fw: Sensitive BNI Letter regarding PEMP 2012-B Determination

Jack:

Please see the attached. (b)(5)

(b)(5)

Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 18, 2013 12:48 PM
To: Dawson, Ronnie L; Smith, Kevin W (ORP)
Cc: Mccusker, Marc T

Subject: Sensitive BNI Letter regarding PEMP 2012-B Determination

As discussed,

Scott S Crawford
Prime Contract Manager - WTP
EM: sscrawfo@bechtel.com
PH: 509.371.2293
CH: 509.713.5315



SENSITIVE

MAR 18 2013

U.S. Department of Energy
Waste Treatment & Immobilization Plant
Mr. R. L. Dawson
Contracting Officer
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

CCN: 250899

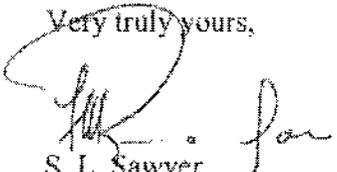
Dear Mr. Dawson:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Bechtel would like to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. This was a very formative period regarding how we would work together to make the final technical decisions, and it was not conducive to the PEMP aspect of our incentive structure. We are optimistic about the current level of teamwork and look forward to working in collaboration to gain alignment on this aspect of our incentive structure going forward.

If you have any questions, please contact Frank Russo at 371-2323.

Very truly yours,


S. L. Sawyer
Assistant Project Director
Business Services

SSC/kyl

Helgeson, Dart

From: Bender, Christy A
Sent: Thursday, March 21, 2013 7:52 AM
To: Dawson, Ronnie L
Subject: Here's the Draft Letter on PEMP
Attachments: 13-WTP-00XX.RLD.Russo.doc



Christy A. Bender, Administrative Assistant
YAHSGS, Contractor to the
U.S. Department of Energy
Waste Treatment and Immobilization Plant Project
Off: 509-376-4941
Cell: 509-438-0456
Fax: 509-376-2435

Hanford Waste Treatment & Immobilization Plant





SENSITIVE

MAR 18 2013

U.S. Department of Energy
Waste Treatment & Immobilization Plant
Mr. R. L. Dawson
Contracting Officer
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

CCN: 250899

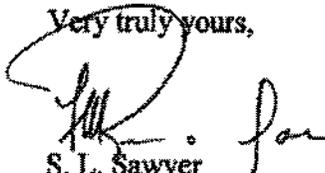
Dear Mr. Dawson:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Bechtel would like to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. This was a very formative period regarding how we would work together to make the final technical decisions, and it was not conducive to the PEMP aspect of our incentive structure. We are optimistic about the current level of teamwork and look forward to working in collaboration to gain alignment on this aspect of our incentive structure going forward.

If you have any questions, please contact Frank Russo at 371-2323.

Very truly yours,


S. L. Sawyer
Assistant Project Director
Business Services

SSC/kyl

cc:

Crawford, S. S.

Hamel, W. F.

Russo, F. M.

Smith, K. W.

DOE Correspondence Control

PADC

WTP MS14-2B

ORP-WTP H6-60

WTP MS14-3C

ORP H6-60

ORP H6-60

WTP MS19-A

Helgeson, Dart

From: Bender, Christy A
Sent: Friday, March 22, 2013 7:48 AM
To: Dawson, Ronnie L
Subject: Emailing: 13-WTP-0056.RLD.Russo.doc
Attachments: 13-WTP-0056.RLD.Russo.doc

Your message is ready to be sent with the following file or link attachments:

13-WTP-0056.RLD.Russo.doc

Note: To protect against computer viruses, e-mail programs may prevent sending or receiving certain types of file attachments. Check your e-mail security settings to determine how attachments are handled.



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

13-WTP-0056

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation
Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated
March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period will be considered unearned award fee for PEMP 2012-B and will no longer be available to be earned in the future as rollover fee in accordance with Federal Acquisition Regulation Subpart 16.401(e)(4).

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

cc: BNI Correspondence

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 9:00 AM
To: Bender, Christy A
Subject: RE: Emailing: 13-WTP-0056.RLD.Russo.doc
Attachments: 13-WTP-0056 RLD Russo.doc

Please see the revised attached. Note that it is now two pages so needs some of your magic formatting work.

Please update the file in ESTARS and then I will sign it and get it to Kevin when he gets in.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division Ronnie.L.Dawson@orp.doe.gov
509-372-0098

-----Original Message-----

From: Bender, Christy A
Sent: Friday, March 22, 2013 7:48 AM
To: Dawson, Ronnie L
Subject: Emailing: 13-WTP-0056.RLD.Russo.doc

Your message is ready to be sent with the following file or link attachments:

13-WTP-0056.RLD.Russo.doc

Note: To protect against computer viruses, e-mail programs may prevent sending or receiving certain types of file attachments. Check your e-mail security settings to determine how attachments are handled.



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

13-WTP-0056

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period will be considered unearned award fee for PEMP 2012-B and will no longer be available to be earned in the future as rollover fee in accordance with Federal Acquisition Regulation Subpart 16.401(e)(4).

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Periods 2012-A and 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting Officer. An executed original of the contract modification will be returned for your records once the signed originals are received.

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

cc: BNI Correspondence

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Friday, March 22, 2013 9:12 AM
To: Olds, Theodore E (Erik); Neff, William J
Subject: RE: Voice Mail from Olds, Theodore E (Erik) (18 seconds)
Attachments: 13-WTP-0056 RLD Russo.doc

Billy / Erik:

Kevin wanted me to provide you a copy of the attached draft letter. It is being routed for signature now. (b)(5)

(b)(5) The modification will be routed shortly.

Ronnie L. Dawson
Contracting Officer
Office of River Protection
Contracts and Property Management Division
Ronnie_L_Dawson@crp.doe.gov
509-372-0098

From: Microsoft Outlook **On Behalf Of** Olds, Theodore E (Erik)
Sent: Thursday, March 21, 2013 1:34 PM
To: Dawson, Ronnie L
Subject: Voice Mail from Olds, Theodore E (Erik) (18 seconds)

You received a voice mail from Olds, Theodore E (Erik) at 5093728656

Caller-Id: [5093728656](tel:5093728656)
Company: **ORP**
Work: [5093728656](tel:5093728656)
Mobile: [5094380442](tel:5094380442)
E-mail: Theodore_E_Erik_Olds@crp.doe.gov
IM Address: Theodore_E_Erik_Olds@rl.gov

Sent by Microsoft Exchange Server 2007



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

13-WTP-0056

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period will be considered unearned award fee for PEMP 2012-B and will no longer be available to be earned in the future as rollover fee in accordance with Federal Acquisition Regulation Subpart 16.401(e)(4).

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Periods 2012-A and 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting Officer. An executed original of the contract modification will be returned for your records once the signed originals are received.

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

cc: BNI Correspondence

Helgeson, Dart

From: Champlain, George F
Sent: Tuesday, March 26, 2013 2:10 PM
To: Bender, Christy A
Cc: Dawson, Ronnie L; McCusker, Marc T
Subject: Re-Issue Letter 13-WTP-0056 (ORP MGR WANTS ISSUED TODAY)
Attachments: 13-WTP-0056 REISSUE RLD Russo Rev0.doc; M-16 WTP Contract Modification (296) DOE-ORP FINAL Rev.1, 26Mar13.pdf
Importance: High

Christy,

Please finalize the attached and put in e-stars. Concurrence is Ronnie and the ORP front office. Kevin is expecting the letter to be issued today.

Thanks,
George



OFFICE OF RIVER PROTECTION
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

| 13-WTP-0056
REISSUE: 03/26/13

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

**CONTRACT NO. DE-AC27-01RVI4136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period will be considered (b)(5) award fee for PEMP 2012-B and will (b)(5) be available to be earned in the future.

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Period 2012-A and the (b)(5) fee associated with Award Fee Period 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting Officer. An executed original of the contract modification will be returned for your records once the signed originals are received.

Mr. F. M. Russo
13-WTP-0056

-2-

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

Attachment

cc w/attach:
BNI Correspondence

Reissued to modify language to reflect deleted fee associated with Award Fee Period 2012-B.

Attachment
to
13-WTP-0056

Contract Mod 296

(Total number of pages, 2 copies of 7 pages [14 sheets of paper])

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE 1 OF 7 PAGES
2. AMENDMENT/MODIFICATION NO. 296	3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352	CODE	7. ADMINISTERED BY (If other than item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 396A5 FACILITY CODE 153392068		10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC27-01RV14136	10B. DATED (SEE ITEM 13) December 11, 2000

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.
<input type="checkbox"/>	
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER. (Specify type of modification and authority) Clause B 7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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 <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A Performance Evaluation and Measurement Plan (PEMP) award fee determination into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5) the fee associated with the 2012-B PEMP evaluation period.
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.
 - 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect the removal of the fee associated with the 2012-B PEMP evaluation period;

and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect the removal of the fee associated with the 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$127,813,778 to \$ 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$608,436,103 to \$ 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)		\$ 10,646,730,555
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	118,336,428
B.1	Project Management Incentive	\$	64,910,587
B.2	Cost Incentive	\$	60,643,800
B.3	REA Settlement	\$	2,781,041
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 (296)	\$	588,957,753
	Total Estimated Contract Price (TECP) (296)	\$	11,245,688,308

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$ 127,813,778 to \$ 118,335,428.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$ 608,436,103 to \$ 598,957,753.

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:598

Table B-1 - WTP Incentive Fee Structure

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,922,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	<u>\$54,910,587</u>
B.2 Cost Incentive	Attachment B-2-B	<u>\$60,643,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$2,781,041</u>
Total Award Fee		<u>\$118,335,428</u>
C Schedule Incentive Fee:		
C.1.X Activity Milestone Completion:	Attachment B-2-C	<u>\$173,000,000</u>
C.2 Facility Milestones Completion:		
C.2.1 LAB Construction Substantially Complete	Attachment B-2-C	<u>\$4,000,000</u>
C.2.2 LAW Construction Substantially Complete	Attachment B-2-C	<u>\$4,000,000</u>
C.2.3 LBL Start Cold Commissioning (SCC)	Attachment B-2-C	<u>\$4,000,000</u>
C.2.4 LBL Complete Hot Commissioning (CHC)	Attachment B-2-C	<u>\$4,000,000</u>
C.2.5 HLW Start Cold Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.6 PT Start Cold Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.7 HLW Complete Hot Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
C.2.8 PT Complete Hot Commissioning	Attachment B-2-C	<u>\$9,500,000</u>
Total - Facility Schedule Incentive		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
D Operational Incentive Fee:		
D.1 Cold Commissioning:		
D.1.1 PT High Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.1.2 PT Low Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.1.3 HLW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
D.1.4 LAW Vitrification	Attachment B-2-D	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
D.2 Hot Commissioning:		
D.2.1 PT High Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.2.2 PT Low Level Waste	Attachment B-2-D	<u>\$10,000,000</u>
D.2.3 HLW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
D.2.4 LAW Vitrification	Attachment B-2-D	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
E Enhancement Incentive Fee:		
E.1 Enhanced Plant Capacity	Attachment B-2-E	<u>\$15,000,000</u>
E.2 Sodium Reduction	Attachment B-2-E	<u>\$15,000,000</u>
E.3 Enhanced Plant Turnover	Attachment B-2-E	<u>\$15,000,000</u>
E.4 Sustained Production Achievement	Attachment B-2-E	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$598,957,753</u>

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*

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Helgeson, Dart

From: Havers, Jill K
Sent: Wednesday, March 27, 2013 2:33 PM
To: Noyes, Delmar L
Cc: Smith, Kevin W (ORP); Mendoza, Estella (Stella); Charboneau, Stacy L; Olds, Theodore E (Erik); Hamel, William F; Dawson, Ronnie L
Subject: ACTION CORR/CCN-250899 - [1303270637]/Performance Evaluation Measurement Plan (PEMP) 2012-B Award FEE

"CCN-250899 - [1303270637]" can be accessed via the following link:

<http://idmsweb.ri.gov/idms/livelink.exe/properties/175625930>

Actionee: Delmar Noyes

Action/Comments: ACTION: REVIEW AND TAKE APPROPRIATE ACTION/ DOCUMENT CONTAINS SENSITIVE INFORMATION IS SCANNED IN THE DOE-ORP SENSITIVE DATA BASE

Due Date: 30 DAYS

Title Performance Evaluation Measurement Plan (PEMP) 2012-B Award FEE

Document: CCN-250899

Document Date: 03/18/2013

Author: SAWYER SL

Addressee: DAWSON RL

Information Copied to:

MGR	Mendoza, Estella MGR		
	Smith, Kevin W. MGR	WTP	Noyes, Delmar (Actionee)
DEP	Charboneau, Stacy DEP		Hamel, William F.
CPM	Dawson, Ronnie L.		
OCS	Olds, Erik		

Records Schedule Information:

ADM-3.3.a1a

Scan?: No Sensitive?: Yes

Sensitive Attachments?: No

IDMS Folder: ORP Sensitive

Date ORP CC Rec'd: 03/25/2013

Document closure is required on your ESTARs task

Helgeson, Dart

From: Champlain, George F
Sent: Thursday, March 28, 2013 7:22 AM
To: Bender, Christy A
Cc: Dawson, Ronnie L
Subject: Changes to 13-WTP-0056 Reissue 03/26/13
Attachments: M-16 WTP Contract Modification (296) DOE-ORP FINAL Rev.2, 28Mar13.pdf

Importance: High

Christy,

On line 5 of the first paragraph of the letter, please change the word "removed" to "waived". Also, replace the existing attachment with the Rev.2 file (attached).

Thanks,
George

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO.
		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.
<input type="checkbox"/>	
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause B 7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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 <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A Performance Evaluation and Measurement Plan (PEMP) award fee determination into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. Waive the fee associated with the 2012-B PEMP evaluation period at the request of the Contractor.
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.
 - 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect

the waiver of the fee associated with the 2012-B PEMP evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.

- The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect the waiver of the fee associated with the 2012-B PEMP evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
- The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$127,813,778 to \$ 118,335,428.
- The Total Maximum Available Fee is decreased by \$9,478,350, from \$608,436,103 to \$ 598,957,753.
- The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)	\$ <u>10,646,730,555</u>
Fee:		
A	Final Fee Determination - Pre-Mod No. A143	\$ 102,822,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$ 118,335,428
B.1	Project Management Incentive	\$ 54,910,587
B.2	Cost Incentive	\$ 60,643,800
B.3	REA Settlement	\$ 2,781,041
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 (296)	\$ <u>698,957,753</u>
	Total Estimated Contract Price (TECP) (296)	\$ <u>11,245,688,308</u>

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$ 127,813,778 to \$118,335,428.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$608,436,103 to \$598,957,753.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,587
B.2 Cost Incentive	Attachment B-2-B	\$60,643,800
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	\$2,781,041
Total Award Fee		<u>\$118,335,428</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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		<u>\$45,000,000</u>
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		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$598,957,753</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	TBD	\$2,620,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$60,257,675	\$10,180,587	\$72,820,000	\$17,173,800	\$133,077,675	\$27,354,387	\$17,523,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

e. All other terms and conditions remain unchanged.

(End of Modification)

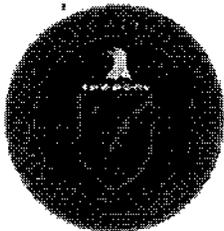
Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 25, 2013 1:45 PM
To: Dawson, Ronnie L
Subject: 2012-B PEMP
Attachments: 257063.pdf

Ronnie,

Our response letter is going to need to state that (b)(5)

(b)(5)



R11581539

OFFICE OF RIVER PROTECTION
P.O. Box 450, MSIN H6-60
Richland, Washington 99352

MAR 22 2013

257063

13-WTP-0056

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

RPP-WTP
RECEIVED
MAR 25 2013
BY PDC

Mr. Russo:

CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation
Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated
March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period will be considered unearned award fee for PEMP 2012-B and will no longer be available to be earned in the future as rollover fee in accordance with Federal Acquisition Regulation Subpart 16.401(e)(4).

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Periods 2012-A and 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting Officer. An executed original of the contract modification will be returned for your records once the signed originals are received.

257063

MAR 22 2013

Mr. F. M. Russo
13-WTP-0056

-2-

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.



Ronnie L. Dawson
Contracting Officer



Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

Attachment

cc w/attach:
BNI Correspondence

Attachment
to
13-WTP-0056

Contract Mod 296

(Total number of pages, 2 copies of 7 pages [14 sheets of paper])

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable) 7
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. ADMINISTERED BY (If other than item 6)	CODE	

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

E. IMPORTANT: Contractor is not, is required to sign this document and return **2** 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	
11B. CONTRACTOR/OFFEROR <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)

3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

- 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
 - The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
 - The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
 - The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
 - The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)		\$ 10,848,975,978
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,822,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	120,768,654
B.1	Project Management Incentive	\$	54,910,587
B.2	Cost Incentive	\$	80,843,800
B.3	REA Settlement	\$	5,214,267
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 (296)	\$	601,390,979
	Total Estimated Contract Price (TECP) (296)	\$	11,248,586,305

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,326</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$64,910,587
B.2 Cost Incentive	Attachment B-2-B	<u>\$89,643,800</u>
<small>*See Table B-2-B-1</small>		
B.3 REA Settlement Fee	Attachment B-3	\$5,214,267
Total Award Fee		<u>\$129,768,654</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$601,390,979</u>

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 (CY)	Award Period	B.2 Award Fee - Period 1 (2009-2010)		B.2 Award Fee - Period 2 (2011-2019)		Total Award Fee		
		Available	Earned	Available	Earned	Available	Earned	Unearned
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	\$3,150,000	\$0	\$3,150,000	\$0	\$6,300,000	\$0	\$6,300,000
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675	\$10,180,587	\$75,970,000	\$17,173,800	\$139,377,675	\$27,354,387	\$23,823,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (MM/YY) See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. ADMINISTERED BY (If other than Item 6)		

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

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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, remain 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	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY _____	16C. DATE SIGNED
_____ (Signature of person authorized to sign)		_____ (Signature of Contracting Officer)	

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.
2. (b)(5)
3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

- 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
 - The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
 - The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
 - The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
 - The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)		\$ 10,848,976,078
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	120,768,654
B.1	Project Management Incentive	\$	54,910,587
B.2	Cost Incentive	\$	60,843,800
B.3	REA Settlement	\$	5,214,267
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	\$	81,000,000
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	\$	16,000,000
E.3	Enhanced Plant Turnover	\$	15,000,000
E.4	Sustained Production Achievement	\$	15,000,000
	Total Maximum Available Fee (296)	\$	601,390,979
	Total Estimated Contract Price (TECP) (296)	\$	11,245,888,309

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,822,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,887
B.2 Cost Incentive *See Table B-2-A-1	Attachment B-2-B	<u>\$60,843,800</u>
B.3 REA Settlement Fee	Attachment B-3	\$5,214,267
Total Award Fee		<u>\$120,768,854</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$327,000,000</u>
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		<u>\$45,000,000</u>
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		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$601,390,979</u>

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:

Year	Award Fee	B-2 Award Fee - Energy		B-2 Award Fee - Other		Total Award Fee		
		Available	Expended	Available	Expended	Available	Expended	Unexpended
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	\$3,150,000	\$0	\$3,150,000	\$0	\$6,300,000	\$0	\$6,300,000
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675	\$10,180,587	\$75,970,000	\$17,173,800	\$139,377,675	\$27,354,387	\$23,823,288

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)

Heigeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 1:54 PM
To: Crawford, Scott
Subject: RE: 2012-B PEMP

We are working your comments now. Don't sign a redline yet.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 1:45 PM
To: Dawson, Ronnie L
Subject: 2012-B PEMP

Ronnie,

Our response letter is going to need to state that we (b)(5)

(b)(5)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 1:53 PM
To: Neff, William J
Cc: Champlain, George F; Mccusker, Marc T
Subject: FW: 2012-B PEMP
Attachments: 257063.pdf

Fyi.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orn.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 1:45 PM
To: Dawson, Ronnie L
Subject: 2012-B PEMP

Ronnie,

Our response letter is going to need to state that we (b)(5)

(b)(5)

Helgeson, Dart

From: Crawford, Scott
Sent: Monday, March 25, 2013 1:58 PM
To: Dawson, Ronnie L
Subject: RE: 2012-B PEMP

(b)(5)

I'll hold this up and let you work some magic

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 25, 2013 1:54 PM
To: Crawford, Scott
Subject: RE: 2012-B PEMP

We are working your comments now. Don't sign a redline yet.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 1:45 PM
To: Dawson, Ronnie L
Subject: 2012-B PEMP

Ronnie,

Our response letter is going to need to state that we (b)(5)

(b)(5)

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 2:04 PM
To: Neff, William J; Champlain, George F
Subject: Fw: 2012-B PEMP

Fyi.
Ronnie L. Dawson

From: Crawford, Scott [mailto:sscrawfo@bechtel.com]
Sent: Monday, March 25, 2013 01:58 PM
To: Dawson, Ronnie L
Subject: RE: 2012-B PEMP

(b)(5)

I'll hold this up and let you work some magic

From: Dawson, Ronnie L [mailto:Ronnie.L.Dawson@orp.doe.gov]
Sent: Monday, March 25, 2013 1:54 PM
To: Crawford, Scott
Subject: RE: 2012-B PEMP

We are working your comments now. Don't sign a redline yet.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: [Ronnie L Dawson@orp.doe.gov](mailto:Ronnie.L.Dawson@orp.doe.gov)

From: Crawford, Scott [mailto:sscrawfo@bechtel.com]
Sent: Monday, March 25, 2013 1:45 PM
To: Dawson, Ronnie L
Subject: 2012-B PEMP

Ronnie,

Our response letter is going to need to state that we (b)(5)

(b)(5)

Helgeson, Carl

From: Dawson, Ronnie L
Sent: Monday, March 25, 2013 3:14 PM
To: Crawford, Scott
Cc: 'Delucchi, Larry (ldelucch@Bechtel.com)'
Subject: RE: 2012-B PEMP

Scott:

Please send me your latest redline version of the modification.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 1:58 PM
To: Dawson, Ronnie L
Subject: RE: 2012-B PEMP

(b)(5)

I'll hold this up and let you work some magic

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Monday, March 25, 2013 1:54 PM
To: Crawford, Scott
Subject: RE: 2012-B PEMP

We are working your comments now. Don't sign a redline yet.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Monday, March 25, 2013 1:45 PM
To: Dawson, Ronnie L
Subject: 2012-B PEMP

Ronnie,

Our response letter is going to need to state that we (b)(5)

(b)(5)

(b)(5)

Helgeson, Dart

From: Champlain, George F
Sent: Tuesday, March 26, 2013 7:15 AM
To: Dawson, Ronnie L
Subject: FW: BCC CORR / 13-WTP-0056 / PERFORMANCE EVALUATION MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE
Importance: High

FYI.

From: Deaton, Patricia A
Sent: Friday, March 22, 2013 2:15 PM
Cc: Champlain, George F; Mccusker, Marc T; Charboneau, Stacy L; Smith, Kevin W (ORP); Neff, William J; Brown, Thomas M; Hamel, William F; Noyes, Delmar L; Mendoza, Estella (Stella); Bender, Christy A; Bootsma, Amie; Newcomb, Janet L
Subject: BCC CORR / 13-WTP-0056 / PERFORMANCE EVALUATION MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE
Importance: High

"13-WTP-0056" can be accessed via the following link: <http://idmsweb.rj.gov/idms/live!ink.exe/open/175547982>

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 7:18 AM
To: Bender, Christy A
Subject: FW: BCC CORR / 13-WTP-0056 / PERFORMANCE EVALUATION MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE
Importance: High

Christy:

Please send me the Word version of the letter 13-WTP-0056.

Thanks.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Champlain, George F
Sent: Tuesday, March 26, 2013 7:15 AM
To: Dawson, Ronnie L
Subject: FW: BCC CORR / 13-WTP-0056 / PERFORMANCE EVALUATION MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE
Importance: High

FYI.

From: Deaton, Patricia A
Sent: Friday, March 22, 2013 2:15 PM
Cc: Champlain, George F; Mccusker, Marc T; Charboneau, Stacy L; Smith, Kevin W (ORP); Neff, William J; Brown, Thomas M; Hamel, William F; Noyes, Delmar L; Mendoza, Estella (Stella); Bender, Christy A; Bootsma, Arnie; Newcomb, Janet L
Subject: BCC CORR / 13-WTP-0056 / PERFORMANCE EVALUATION MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE
Importance: High

"13-WTP-0056" can be accessed via the following link: <http://idmsweb.rl.gov/idms/livelink.exe/open/175547982>

Helgeson, Dart

From: Bander, Christy A
Sent: Tuesday, March 26, 2013 7:19 AM
To: Dawson, Ronnie L
Subject: Emailing: 13-WTP-0056.RLD.Russo.Attachment.pdf, 13-WTP-0056.RLD.Russo.doc
Attachments: 13-WTP-0056.RLD.Russo.Attachment.pdf, 13-WTP-0056.RLD.Russo.doc

Your message is ready to be sent with the following file or link attachments:

13-WTP-0056.RLD.Russo.Attachment.pdf
13-WTP-0056.RLD.Russo.doc

Note: To protect against computer viruses, e-mail programs may prevent sending or receiving certain types of file attachments. Check your e-mail security settings to determine how attachments are handled.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE		PAGE OF PAGES 1 7	
2. AMENDMENT/MODIFICATION NO. 296		3. EFFECTIVE DATE (M/D/Y) See Block 16C	
4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)	
6. ISSUED BY U.S. Department of Energy Office of River Protection P. O. Box 450, MS H6-60 Richland, WA 99352		7. ADMINISTERED BY (If other than Item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Bechtel National, Inc. 2435 Stevens Center Place Richland, WA 99354		9A. AMENDMENT OF SOLICITATION NO.
		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.
<input type="checkbox"/>	
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO AUTHORITY OF FAR 43.103(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER. (Specify type of modification and authority) Clause B.7 "Award Fee Administration"

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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

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 <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED

Purpose of Modification:

The purpose of this modification is as follows:

1. Incorporate the 2012-A and 2012-B Performance Evaluation and Measurement Plan (PEMP) award fee determinations into Contract Section B, *Supplies or Services and Prices/Costs*.
2. Incorporate the change in award fee allocation between B.1 Project Management and B.2 Cost for the 2013-A PEMP evaluation period into Contract Section B, *Supplies or Services and Prices/Costs*.
3. Incorporate the 2013-A Rev. 0 PEMP into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.

Description of Modification:

1. For the 2012-A PEMP evaluation period, BNI earned \$1,571,850 under the B.1 Project Management Incentive and \$1,549,800 under the B.2 Cost Incentive, as specified in U.S. Department of Energy, Office of River Protection (ORP) letter 12-WTP-0291, dated September 17, 2012. As a result, the unearnable award fee for the 2012-A PEMP evaluation period is \$1,578,150 for the B.1 Project Management Incentive and \$1,600,200 for the B.2 Cost Incentive.

2. (b)(5)

3. The 2013-A PEMP re-allocates the available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000; and re-allocates the available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000. The total available award fee for the 2013-A PEMP evaluation period remains unchanged at \$6,300,000.
4. The 2013-A Rev.0 PEMP is hereby incorporated into Contract Section B, *Supplies or Services and Prices/Costs*, by reference.
5. As a result of the changes described in paragraphs one (1) through four (4) above, the tables in Contract Section B, *Supplies or Services and Prices/Costs* are revised as specified in paragraphs a through d below.

- 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 \$4,098,150, from \$59,008,737 to \$54,910,587. The decrease consists of the following: a decrease of \$1,578,150 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) 2012-B evaluation period; and an increase of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.1 Project Management, from \$3,150,000 to \$3,780,000, as specified in the 2013-A PEMP.
 - The Maximum Available Award Fee for the B.2 Cost Incentive is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800. The decrease consists of the following: a decrease of \$1,600,200 to reflect unearned award fee for the 2012-A PEMP evaluation period; a decrease of \$3,150,000 to reflect (b)(5) (b)(5) the 2012-B evaluation period; and a decrease of \$630,000 to reflect the change in the 2013-A PEMP available award fee for B.2 Cost, from \$3,150,000 to \$2,520,000, as specified in the 2013-A PEMP.
 - The Total Maximum Available Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
 - The Total Maximum Available Fee is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.
 - The Total Estimated Contract Price (TECP) is decreased by \$9,478,350, from \$11,255,166,658, to \$11,245,688,308.

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)		\$ 10,648,976,078
Fee:			
A	Final Fee Determination - Pre-Mod No. A143	\$	102,622,325
B	Maximum Available Award Fee (See Table B-2-B-1)	\$	120,768,654
B.1	Project Management Incentive	\$	54,910,587
B.2	Cost Incentive	\$	60,643,800
B.3	REA Settlement	\$	5,214,267
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 (296)	\$	601,390,979
	Total Estimated Contract Price (TECP) (296)	\$	11,245,686,308

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 \$4,098,150, from \$59,008,737 to \$54,910,587.
- The B.2, *Cost Incentive*, is decreased by \$5,380,200, from \$66,024,000 to \$60,643,800.
- The Total Award Fee is decreased by \$9,478,350, from \$130,247,004 to \$120,768,654.
- The Total Maximum Available Fee (A+B+C+D+E) is decreased by \$9,478,350, from \$610,869,329 to \$601,390,979.

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

<u>Description</u>	<u>Reference</u>	<u>Amount</u>
A Final Fee Determination Prior to Modification No. A143	Attachment B-2-A	<u>\$102,622,325</u>
B Maximum Available Award Fee:		
B.1 Project Management Incentive	Attachment B-2-B	\$54,910,587
B.2 Cost Incentive	Attachment B-2-B	<u>\$60,643,800</u>
*See Table B-2-B-1		
B.3 REA Settlement Fee	Attachment B-3	<u>\$5,214,267</u>
Total Award Fee		<u>\$120,768,654</u>
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		<u>\$54,000,000</u>
Total Schedule Incentive Fee		<u>\$227,000,000</u>
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	<u>\$12,000,000</u>
Subtotal-Cold Commissioning		<u>\$45,000,000</u>
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	<u>\$13,000,000</u>
Subtotal-Hot Commissioning		<u>\$46,000,000</u>
Total Operational Incentive Fee		<u>\$91,000,000</u>
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	<u>\$15,000,000</u>
Total Enhancement Incentive Fee		<u>\$60,000,000</u>
TOTAL MAXIMUM AVAILABLE FEE (A+B+C+D+E)* (296)		<u>\$601,390,979</u>

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 (CY)	Award Fee Period	B.1 Award Fee - Project Mgmt Incentive		B.2 Award Fee - Cost Incentive		Total Award Fee		
		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	\$3,150,000	\$0	\$3,150,000	\$0	\$6,300,000	\$0	\$6,300,000
2013	2013-A	\$3,780,000	TBD	\$2,520,000	TBD	\$6,300,000	TBD	
	2013-B	\$3,150,000	TBD	\$3,150,000	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		\$63,407,675	\$10,180,587	\$75,970,000	\$17,173,800	\$139,377,675	\$27,354,387	\$23,823,289

d. 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-2, *Incentive Fee B - Performance Evaluation and Measurement Plan (PEMP)*, is deleted in its entirety and replaced in full as follows:

Table B-2-B-2. PEMP

Calendar Year (CY)	Award Fee Period	PEMP Revision	Effective Date
2009	2009-A	Rev. 0	February 1, 2009
	2009-B	Rev. 0	July 1, 2009
2010	2010-A	Rev. 0	January 1, 2010
	2010-A	Rev. 1	April 19, 2010
	2010-B	Rev. 0	July 1, 2010
2011	2011-A	Rev. 0	January 1, 2011
	2011-B	Rev. 0	July 1, 2011
2012	2012-A	Rev. 0	January 1, 2012
	2012-A	Rev. 1	January 31, 2012
	2012-A	Rev. 2	April 15, 2012
	2012-B	Rev. 0	July 1, 2012
2013	2013-A	Rev. 0	January 1, 2013
	2013-B		
2014	2014-A		
	2014-B		
2015	2015-A		
	2015-B		
2016	2016-A		
	2016-B		
2017	2017-A		
	2017-B		
2018	2018-A		
	2018-B		
2019	2019-A		
	2019-B		

- e. All other terms and conditions remain unchanged.
- f. Contractor's Statement of Release: In consideration of the Modification agreed to herein as complete equitable adjustment, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the changes as noted in this modification.

(End of Modification)



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

13-WTP-0056

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period will be considered unearned award fee for PEMP 2012-B and will no longer be available to be earned in the future as rollover fee in accordance with Federal Acquisition Regulation Subpart 16.401(e)(4).

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Periods 2012-A and 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting Officer. An executed original of the contract modification will be returned for your records once the signed originals are received.

Mr. F. M. Russo
13-WTP-0056

-2-

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

Attachment

cc w/attach:
BNI Correspondence

Attachment
to
13-WTP-0056

Contract Mod 296

(Total number of pages, 2 copies of 7 pages [14 sheets of paper])

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 7:38 AM
To: Crawford, Scott
Cc: 'Delucchi, Larry (ldelucch@Bechtel.com)'
Subject: REISSUE of Letter 13-WTP-0056
Attachments: 13-WTP-0056 REISSUE RLD Russo.doc

Scott:

Please see the attached draft and provide feedback.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

13-WTP-0056

REISSUE: 03/26/13

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

**CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE**

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period will be considered (b)(5) deleted award fee for PEMP 2012-B and will no longer be available to be earned in the future (b)(5)

(b)(5)

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Periods 2012-A and the (b)(5) fee associated with Award Fee Period 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting Officer. An executed original of the contract modification will be returned for your records once the signed originals are received.

Mr. F. M. Russo
13-WTP-0056

-2-

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

Attachment

cc w/attach:
BNI Correspondence

Reissued to modify language to reflect deleted fee associated with Award Fee Period 2012-B.

Attachment
to
13-WTP-0056

Contract Mod 296

(Total number of pages, 2 copies of 7 pages [14 sheets of paper])

Delgeson, Dart

From: Crawford, Scott
Sent: Tuesday, March 26, 2013 8:25 AM
To: Dawson, Ronnie L
Cc: Delucchi, Larry
Subject: RE: REISSUE of Letter 13-WTP-0056

Ronnie,
This looks fine

Thanks

Scott

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 7:38 AM
To: Crawford, Scott
Cc: Delucchi, Larry
Subject: REISSUE of Letter 13-WTP-0056

Scott:

Please see the attached draft and provide feedback.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 8:31 AM
To: Mccusker, Marc T; Champlain, George F
Subject: Fw: REISSUE of Letter 13-WTP-0056

I will get this letter routed and hopefully signed today.

George: the revised modification is the attachment. Please send the final version to me once you have cleared it with Billy and Marc. I will then send it to Scott for socialization prior to re-issuance.

Ronnie L. Dawson

From: Crawford, Scott [<mailto:sscrawfo@bechtel.com>]
Sent: Tuesday, March 26, 2013 08:24 AM
To: Dawson, Ronnie L
Cc: Delucchi, Larry <ldelucch@bechtel.com>
Subject: RE: REISSUE of Letter 13-WTP-0056

Ronnie,
This looks fine

Thanks

Scott

From: Dawson, Ronnie L [<mailto:Ronnie.L.Dawson@orp.doe.gov>]
Sent: Tuesday, March 26, 2013 7:38 AM
To: Crawford, Scott
Cc: Delucchi, Larry
Subject: REISSUE of Letter 13-WTP-0056

Scott:

Please see the attached draft and provide feedback.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

Helgeson, Dart

From: Champlain, George F
Sent: Tuesday, March 26, 2013 11:07 AM
To: Mccusker, Marc T; Neff, William J
Cc: Dawson, Ronnie L
Subject: FW: REISSUE of Letter 13-WTP-0056
Attachments: M-16 WTP Contract Modification (296) DOE-ORP RLSO of BNI Proposed, 26Mar13.doc; M-16 WTP Contract Modification (296) DOE-ORP FINAL Rev.1, 26Mar13.pdf

Marc,
Billy,

Attached is the latest version of 296 with all changes incorporated. The two major changes from the previous BNI version are:

1. On page 2, Description of Modification, paragraph 2: The language has been changed to read (b)(5)
2. On page 6, the 2012-B row has been added back to the table with the word "removed" added.

Please review and let me know if you have any comments.

Thanks,
George

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 8:31 AM
To: Mccusker, Marc T; Champlain, George F
Subject: Fw: REISSUE of Letter 13-WTP-0056

I will get this letter routed and hopefully signed today.

George: the revised modification is the attachment. Please send the final version to me once you have cleared it with Billy and Marc. I will then send it to Scott for socialization prior to re-issuance.
Ronnie L. Dawson

From: Crawford, Scott [mailto:sscrawfo@bechtel.com]
Sent: Tuesday, March 26, 2013 08:24 AM
To: Dawson, Ronnie L
Cc: Delucchi, Larry <lidelucch@bechtel.com>
Subject: RE: REISSUE of Letter 13-WTP-0056

Ronnie,
This looks fine

Thanks

Scott

From: Dawson, Ronnie L [mailto:Ronnie.L.Dawson@orp.doe.gov]
Sent: Tuesday, March 26, 2013 7:38 AM
To: Crawford, Scott
Cc: Delucchi, Larry
Subject: REISSUE of Letter 13-WTP-0056

Scott:

Please see the attached draft and provide feedback.

Ronnie L. Dawson

Contracting Officer

Office: (509) 372-0098

Cell: (509) 539-4874

Fax: (509) 376-2435

Email: Ronnie.L.Dawson@orp.doe.gov

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 11:55 AM
To: Dawson, Ronnie L
Subject: FW: WTP PEP

Ronnie ... status of the updated letter? Kevin

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Monday, March 25, 2013 2:45 PM
To: Smith, Kevin W (ORP)
Subject: Re: WTP PEP

Kevin,

(b)(5)

Frank

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:02 PM
To: Smith, Kevin W (ORP)
Subject: RE: WTP PEP

The reissue letter and modification have been worked with BNI and have been sent to Billy Neff and Marc McCusker for review. Once concurred on my Billy and Marc it will be routed for signatures.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 11:55 AM
To: Dawson, Ronnie L
Subject: FW: WTP PEP

Ronnie ... status of the updated letter? Kevin

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Monday, March 25, 2013 2:45 PM
To: Smith, Kevin W (ORP)
Subject: Re: WTP PEP

Kevin,

(b)(5)

Frank

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:03 PM
To: Neff, William J; Mccusker, Marc T
Cc: Champlain, George F
Subject: FW: WTP PEMP

As you can see, this letter is a priority for Kevin. Please let me know when you're okay with routing it for signatures.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:02 PM
To: Smith, Kevin W (ORP)
Subject: RE: WTP PEP

The reissue letter and modification have been worked with BNI and have been sent to Billy Neff and Marc McCusker for review. Once concurred on my Billy and Marc it will be routed for signatures.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 11:55 AM
To: Dawson, Ronnie L
Subject: FW: WTP PEP

Ronnie ... status of the updated letter? Kevin

Helgeson, Dart

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 12:09 PM
To: Dawson, Ronnie L
Subject: RE: WTP PEP

Thanks ... sooner the better please. Thx ... Kevin

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:02 PM
To: Smith, Kevin W (ORP)
Subject: RE: WTP PEP

The reissue letter and modification have been worked with BNI and have been sent to Billy Neff and Marc McCusker for review. Once concurred on my Billy and Marc it will be routed for signatures.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: [Ronnie L Dawson@orp.doe.gov](mailto:Ronnie.L.Dawson@orp.doe.gov)

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 11:55 AM
To: Dawson, Ronnie L
Subject: FW: WTP PEP

Ronnie ... status of the updated letter? Kevin

From: Russo, Frank M (WTP) [<mailto:frusso@bechtel.com>]
Sent: Monday, March 25, 2013 2:45 PM
To: Smith, Kevin W (ORP)
Subject: Re: WTP PEP

Kevin,

(b)(5)

Frank

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:10 PM
To: Champlain, George F; Mccusker, Marc T; Neff, William J
Subject: FW: WTP PEP

FYI...George, please get with Marc, Billy, and BNI to ensure the language is acceptable. I would like to sign the letter today.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 12:09 PM
To: Dawson, Ronnie L
Subject: RE: WTP PEP

Thanks ... sooner the better please. Thx ... Kevin

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:02 PM
To: Smith, Kevin W (ORP)
Subject: RE: WTP PEP

The reissue letter and modification have been worked with BNI and have been sent to Billy Neff and Marc McCusker for review. Once concurred on my Billy and Marc it will be routed for signatures.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 11:55 AM
To: Dawson, Ronnie L
Subject: FW: WTP PEP

Ronnie ... status of the updated letter? Kevin

From: Champlain, George F
Sent: Tuesday, March 26, 2013 12:10 PM
To: Dawson, Ronnie L
Subject: RE: WTP PEMP
Attachments: M-16 WTP Contract Modification (296) DOE-ORP FINAL Rev.1, 26Mar13.pdf

Attached is the same PDF version I sent earlier, except the two embedded excel tables (pages 4 and 5) show the changes in "red". I had to bring in the tech editor to figure out why they were changing from "red" to "black" during the conversion from Word to PDF.

George

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:03 PM
To: Neff, William J; Mccusker, Marc T
Cc: Champlain, George F
Subject: FW: WTP PEMP

As you can see, this letter is a priority for Kevin. Please let me know when you're okay with routing it for signatures.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:02 PM
To: Smith, Kevin W (ORP)
Subject: RE: WTP PEP

The reissue letter and modification have been worked with BNI and have been sent to Billy Neff and Marc McCusker for review. Once concurred on my Billy and Marc it will be routed for signatures.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Smith, Kevin W (ORP)
Sent: Tuesday, March 26, 2013 11:55 AM
To: Dawson, Ronnie L
Subject: FW: WTP PEP

Ronnie ... status of the updated letter? Kevin

Helgeson, Dart

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:23 PM
To: Neff, William J; Mccusker, Marc T
Subject: FW: REISSUE of Letter 13-WTP-0056
Attachments: 13-WTP-0056 REISSUE RLD Russo.doc

For your review and comment.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 7:38 AM
To: Crawford, Scott
Cc: 'Delucchi, Larry (ldelucch@Bechtel.com)'
Subject: REISSUE of Letter 13-WTP-0056

Scott:

Please see the attached draft and provide feedback.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov



OFFICE OF RIVER PROTECTION

P.O. Box 450, MSIN H6-60
Richland, Washington 99352

13-WTP-0056

REISSUE: 03/26/13

Mr. F. M. Russo, Project Director
Bechtel National, Inc.
2435 Stevens Center Place
Richland, Washington 99354

Mr. Russo:

CONTRACT NO. DE-AC27-01RV14136 – PERFORMANCE EVALUATION
MEASUREMENT PLAN (PEMP) 2012-B AWARD FEE

Reference: BNI letter from S. L. Sawyer to R. L. Dawson, ORP, "Performance Evaluation
Measurement Plan (PEMP) 2012-B Award Fee," CCN: 250899, dated
March 18, 2013.

The purpose of this letter is to respond to the Bechtel National, Inc. (BNI) letter referenced
above. The U.S. Department of Energy, Office of River Protection (ORP) accepts BNI's request
to forego any consideration for Performance Evaluation Measurement Plan (PEMP) 2012-B
Award Fee determination. The total available award fee of \$6,300,000 for this evaluation period
will be considered (b)(5) deleted award fee for PEMP 2012-B and will no longer be available
to be earned in the future (b)(5)

This letter also transmits modification 296, which includes the following:

- Adjusts the total available fee amount to reflect the unearned fee in Award Fee Periods
2012-A and the (b)(5) fee associated with Award Fee Period 2012-B;
- Reflects the 2013-A PEMP 60/40 split between Project Management Incentive and Cost
Incentive; and
- Incorporates the 2013-A PEMP into the contract, by reference.

Please sign and return two (2) originals of the attached contract modification to the Contracting
Officer. An executed original of the contract modification will be returned for your records once
the signed originals are received.

Mr. F. M. Russo
13-WTP-0056

-2-

If you have questions or need additional information, please contact Ronnie L. Dawson at (509) 372-0098, or Kevin W. Smith at (509) 372-2315.

Ronnie L. Dawson
Contracting Officer

Kevin W. Smith, Manager
Office of River Protection

WTP:RLD

Attachment

cc w/attach:
BNI Correspondence

Reissued to modify language to reflect deleted fee associated with Award Fee Period 2012-B.

Attachment
to
13-WTP-0056

Contract Mod 296

(Total number of pages, 2 copies of 7 pages [14 sheets of paper])

Helgeson, Dart

From: Neff, William J
Sent: Tuesday, March 26, 2013 12:42 PM
To: Dawson, Ronnie L; Mccusker, Marc T
Subject: RE: REISSUE of Letter 13-WTP-0056

(b)(5)

William Neff

Attorney, Office of Chief Counsel (DOE - RI)
Ph. (509) 376-5915
Cell(509) 528-0214

This e-mail may contain information that is privileged, confidential, or attorney-client/work product protected.
DO NOT DISTRIBUTE WITHOUT EXPRESS PERMISSION OF AUTHOR.

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 12:23 PM
To: Neff, William J; Mccusker, Marc T
Subject: FW: REISSUE of Letter 13-WTP-0056

For your review and comment.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

From: Dawson, Ronnie L
Sent: Tuesday, March 26, 2013 7:38 AM
To: Crawford, Scott
Cc: 'Delucchi, Larry (ldelucch@Bechtel.com)'
Subject: REISSUE of Letter 13-WTP-0056

Scott:

Please see the attached draft and provide feedback.

Ronnie L. Dawson
Contracting Officer
Office: (509) 372-0098
Cell: (509) 539-4874
Fax: (509) 376-2435
Email: Ronnie.L.Dawson@orp.doe.gov

Helgeson, Dart

From: Mccusker, Marc T
Sent: Tuesday, March 26, 2013 1:20 PM
To: Smith, Kevin W (ORP)
Cc: Dawson, Ronnie L
Subject: WTP FEE Letter and Mod

Kevin,

When you have a free minute, can Ronnie and I come and discuss with you the latest from BNI?

Marc