

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 6
2. AMENDMENT/MODIFICATION NO. 0590	3. EFFECTIVE DATE 12/08/2014	4. REQUISITION/PURCHASE REQ. NO. 15EM000435	5. PROJECT NO. (If applicable)
6. ISSUED BY Richland Operations Office U.S. Department of Energy P.O. Box 550, MSIN A7-80 Richland WA 99352	CODE 00601	7. ADMINISTERED BY (If other than Item 6) Richland Operations Office U.S. Department of Energy P.O. Box 550, MSIN A7-80 Richland WA 99352	CODE 00601
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) WASHINGTON CLOSURE HANFORD LLC Attn: Scott M. Sax, President 2620 Fermi Avenue Richland WA 99354		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC06-05RL14655	10B. DATED (SEE ITEM 13) 03/23/2005

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended. is not extended.
Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Schedule

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

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Clause I.70-FAR 52.243-2-Changes-Cost Reimbursement (8/87)-Alt I (Apr 1984)
	D. OTHER (Specify type of modification and authority)

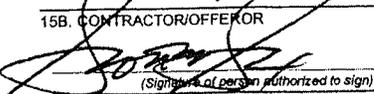
E. IMPORTANT: Contractor is not. is required to sign this document and return 1 copies to the issuing office.

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

CHANGE ORDER NO. WCH-REA-176

A. The purpose of this modification is to definitize Request for Equitable Adjustment No. WCH-REA-176, Rev. 0, "100-BC Waste Sites Remediation Quantities Exceeded 115% of IPB (B.2-B05)," which was submitted to RL on June 12, 2014 (CCN 174205). Contract revisions are detailed on Page 2 of this modification.
Period of Performance: 03/23/2005 to 09/30/2015

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

15A. NAME AND TITLE OF SIGNER (Type or print) S.M. Sax, President	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Jenise C. Connerly
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 12/17/14
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 12-17-2014

SF30 BLOCK 14 CONTINUATION:

B. Based on negotiations of WCH-REA-176, the following net increases are hereby made to Contract Target Cost and Fee within Contract Line Item No. 1:

	<u>CLIN 1</u>
Cost:	\$66,700,062
Fee:	<u>\$ 2,550,000</u>
Total:	<u>\$69,250,062</u>

C. Section B, Table B.1, *Incentive Fee Structure*, is replaced in its entirety with the revised attached Table B.1. Contract replacement page B-18 is included with this modification. Revisions to Table B.1 are detailed below:

Element	From*	To	Increase
Target Cost – CLIN 1	\$ 2,029,497,086	\$2,096,197,148	\$66,700,062
Target Cost – TOTAL	\$ 2,396,069,214	\$2,462,769,276	\$66,700,062
Target Fee – CLIN 1	\$ 141,548,249	\$144,098,249	\$2,550,000
Target Fee – TOTAL	\$ 166,845,604	\$169,395,604	\$2,550,000
Maximum Cost Performance Incentive Fee – CLIN 1	\$ 273,982,107	\$282,986,615	\$9,004,508
Maximum Cost Performance Incentive Fee – TOTAL	\$ 323,469,345	\$332,473,853	\$9,004,508

*The base amounts for revisions identified in Table B.1 are from Modification No. 588.

D. The following contract sections will be updated for WCH-REA-176 in a future contract modification to be issued at a later date.

1. Section B, Table B.2, *Schedule of Quantities and Target Cost* – The following line items will be affected by WCH-REA-176:

- 100 Area – 100-B/C Area – Field Remediation-100 B/C, Remediate Waste Sites – (WBS 1.03.01.02.05/1.03.01.03.05) – Baseline Quantity increased by 954,209 Tons, CLIN 1 Target Cost and Total Target Cost increased by \$27,370,407.
- 100 Area – 100-B/C Area – Field Remediation – Non Site Specific Support (WBS 1.03.01.75.25.01) – CLIN 1 Target Cost and Total Target Cost increased by \$26,359,277.
- Final Closure – Field Remediation – Management and Support (WBS 1.03.99.01.29) - CLIN 1 Target Cost and Total Target Cost increased by \$2,676,922.
- Mission Support/General Support (MS/GS)-Management and Support (WBS: 1.06.01/1.06.02/1.06.03/1.06.04/1.06.05/1.06.06) - CLIN 1 Target Cost and Total Target Cost increased by \$10,293,456.
- TOTAL – CLIN 1 Target Cost and Total Target Cost Increased by \$66,700,062

2. Section J, Attachment J-1, *River Corridor Closure Contract Work Scope* – The following line items will be revised by WCH-REA-176:

- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 120-B-1 – 100-B Battery Acid Sump (WBS 1.03.01.02.05.03) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 126-B-3 – 184-B Coal Pit (WBS 1.03.01.02.05.04) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 128-B-3 – Coal Ash and Demolition Waste Site (WBS 1.03.01.02.05.05) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 600-230, Historical Disposal Site (WBS 1.03.01.02.05.07) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 100-B-17, Transite on Columbia River Shoreline and 100-B Discovery Site (WBS 1.03.01.02.05.09) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 100-B-14 – 100-B Area Process and Sanitary Sewer (WBS 1.03.01.02.05.10) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 100-B-27 – Sodium Dichromate Spill Site (WBS 1.03.01.02.05.12) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 100-B-18 – 184 Powerhouse Debris Pile (WBS 1.03.01.02.05.14) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 100-B-19 – 100 B/C Stained Oil Sites/Chemical Contamination Surface Areas (WBS 1.03.01.02.05.15) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 100-B-22 – 100-B Waste Treatment Facilities & Surrounding Soils (WBS 1.03.01.02.05.16) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 100-B-21 – 100 B/C Misc. Pipelines (WBS 1.03.01.02.05.18) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-1 Operable Unit Remediate Waste Site 600-270 Horseshoe Landfill (WBS 1.03.01.02.05.19) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-2 Operable Unit Remediate Waste Site 100-C-7 – 183-C Filter Building-Pump Room Foundation and Demolition Waste (WBS 1.03.01.03.05.02) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-2 Operable Unit Remediate Waste Site 116-C-3 – 105-C Chemical Waste Tanks (WBS 1.03.01.03.05.03) – REA-176 added to Column H.
- 100 B/C Area, 100-BC-2 Operable Unit Remediate Waste Site 100-B-23 – 100 B/C Surface Debris (WBS 1.03.01.03.05.07) – REA-176 added to Column H.
- 100 B/C Field Remediation, Non Site Specific Support (WBS 1.03.01.75.25.01) – REA-176 added to Column H.
- Final Closure Field Remediation – Management and Support (WBS 1.03.99.01.29.01) – REA-176 added to Column H.
- Mission Support/General Support (MS/GS) – Project Integration (WBS 1.06.01.01.01.01) – Legacy Retiree Medical Costs; Project Controls / Director of Project Integration; Strategic Planning and Baseline Management – REA 176 added to Column H.
- Mission Support/General Support (MS/GS) – Project Services (WBS 1.06.02.01.01.01) – Contracts; Facilities Services; Financial Services; Human Resources; Information and Administrative Services; Information Technology (IT); Labor Relations; Light Vehicles; Procurement; Project Services; Taxes and Insurance – REA 176 added to Column H.
- Mission Support/General Support (MS/GS) ESHQ – SHQ (WBS 1.06.03.01.01.01) – ESHI Support; Quality Assurance; Radiological Control Program; Safety and Health; Safety, Health and Quality Management – REA 176 added to Column H.

- Mission Support/General Support (MS/GS) Engineering (WBS 1.06.04.01.01.01) – Engineering Support; Nuclear Safety; Technology Application – REA 176 added to Column H.
 - Mission Support/General Support (MS/GS) Regulatory and Environmental Management (WBS 1.06.05.01.01.01) – Environmental Support; Regulatory Integration and Outreach – REA 176 added to Column H.
 - Mission Support/General Support (MS/GS) Office of the Project Gen. Manager (WBS 1.06.06.01.01.01) – President General Support; Incentive Compensation Plan; Communications; Employee Concerns; Arbitration, Legal/Internal Audit; Safeguards and Security; Training – REA 176 added to Column H.
- E. This modification does not obligate additional funds to the contract. Accordingly, work under the contract, such as that described herein, must be performed within the amount of funds which have been incrementally allotted to the contract in accordance with Clause I.57 - FAR 52.232-22 - Limitation of Funds (Apr 1984).
- F. Correspondence related to this contract action is identified below:
1. WCH Ltr. No. 174205 S. L. Feaster to J.C. Connerly, RL, "Request for Equitable Adjustment, WCH-REA-176, Revision 0, 100-B/C Area Waste Site Remediation Quantities Exceeded 15% of IPB (B.2-B05)," dated December 19, 2013
 2. Contract No. DE-AC06-05RL14655, Modification No. 476, dated June 27, 2013 (REA-176 Not-to-Exceed Limit of \$24,000,000 Authorization)
 3. WCH Ltr. No. 159369, S. L. Feaster to J. J. Short, RL, "Notice of Differing Site Condition – Field Remediation Quantities," dated June 29, 2011
 4. WCH Ltr. No. 152348, S. L. Feaster to J. J. Short, RL, "Request for Contractual Relief from Clause 1-63 52.236-2 Differing Site Conditions Quantities," dated August 3, 2010
 5. RL Ltr. No. 07-PRO-0316 (CCN 135376), R. L. Dawson to C. G. Spencer, WCH, "River Corridor Closure Contract, Services, Washington Closure Hanford LLC (WCH) Contractual Language Regarding Differing Site Conditions," dated August 23, 2007
 6. WCH Ltr. No. 133599, S. L. Feaster to S. L. Sedgwick, RL, "Clarification of Differing Site Conditions Clause and Schedule Impacts Associated with Request for Equitable Adjustment," dated May 3, 2007
 7. RL Ltr. No. 07-PRO-0166 (CCN 133188), S. L. Sedgwick to C. G. Spencer, WCH, "River Corridor Closure Services, Washington Closure Hanford LLC (WCH); Contractual Language Regarding Differing Site Conditions," dated April 11, 2007
 8. WCH Ltr. No. 130242, S. L. Feaster to S. L. Sedgwick, RL, "Clarification of Differing Site Condition Clause and Schedule Impacts Associated with Request for Equitable Adjustment," dated October 12, 2006
- G. Contractor Statement of Release: In consideration of the modification agreed to herein as complete equitable adjustment for WCH-REA-176, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustment attributable to such facts or circumstances giving rise to WCH-REA-176.

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

Reopener Clause: At the time of Contract definitization, audit of the above-listed proposal for adjustment has not been completed. Therefore, the parties agree that the negotiated price is subject to adjustment based on the results of subsequent audit report and resolution of audit

River Corridor Closure Contract
Contract No: DE-AC06-05RL14655

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findings. Should proposal audit results vary from the negotiated equitable adjustment for this action, the contract price shall be adjusted through negotiation.

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

End of Modification 590

TABLE B.1 INCENTIVE FEE STRUCTURE

Element	Definition/Reference	CLIN 1	CLIN 2	CLIN 3	CLIN 4	Total	
Cost Performance Incentive Fee (Target Cost, Target Fee, and Cost Share Ratio)							
Target Cost	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(1)	\$2,096,197,148	\$0	\$112,998,886	\$253,573,242	\$2,462,769,276	
Target Fee	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (b)(2)	\$144,098,249	\$0	\$7,908,644	\$17,388,811	\$169,395,604	
Estimated Incumbent Employee Pension Costs	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)(5)	\$35,880,731	\$0	\$2,795,184	\$0	\$38,675,915	
Chronic Beryllium Disease Prevention Program	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)(5)	\$5,000,000	\$0	\$0	\$0	\$5,000,000	
Cost Share Ratio (Govt/ Contractor)	Section I clause entitled FAR 52.216-10 Incentive Fee, para. (e)	80/20	80/20	80/20	80/20	80/20	
Schedule Performance Incentive Fee (CLIN 1)							
Completion of Contract Requirements	Fee earned for completion on or before the dates shown:	Date	Amount	Date	Amount	Date	Amount
		11/30/2013	\$32.8M	11/30/2014	\$16.3M		
		12/31/2013	\$32.0M	12/31/2014	\$14.8M		
		1/31/2014	\$31.2M	1/31/2015	\$13.3M		
		2/28/2014	\$30.4M	2/28/2015	\$11.9M		
		3/31/2014	\$29.6M	3/31/2015	\$10.4M		
		4/30/2014	\$28.8M	4/30/2015	\$8.9M		
		5/31/2014	\$28.0M	5/31/2015	\$7.4M		
		6/30/2014	\$23.7M	6/30/2015	\$5.9M		
		7/31/2014	\$22.2M	7/31/2015	\$4.4M		
		8/31/2014	\$20.7M	8/31/2015	\$3.0M		
		9/30/2014	\$19.3M	9/30/2015	Zero		
	10/31/14	\$17.8M					
Additional Schedule Performance Incentive Fee is available for the following work scope completions:							
CLIN 1	324 Facility and Waste Site	By TBD date	\$1.2M				
CLIN 3	618-10 Burial Grounds	By 9/30/2014	\$2.0M				
CLIN 3	618-11 Burial Grounds	By 9/30/2015	\$4.0M				
Total Maximum Incentive Fee							
Maximum Cost Performance Incentive Fee	Maximum Total Cost Performance Incentive Fee that may be earned	\$282,986,615 (13.5% of Target Cost)	\$0 (13.5% of Target Cost)	\$15,254,850 (13.5% of Target Cost)	\$34,232,388 (13.5% of Target Cost)	\$332,473,853 (13.5% of Target Cost)	
Maximum Schedule Performance Incentive Fee	Maximum Total Schedule Performance Incentive Fee that may be earned	\$34.0M	Zero	\$6.0M	Zero	\$40.0M	
Total Minimum Incentive Fee							
Minimum Cost Performance Incentive Fee	Minimum Total Cost Performance Incentive Fee that may be earned	Zero	Zero	Zero	Zero	Zero	
Minimum Schedule Performance Incentive Fee	Minimum Total Schedule Performance Incentive Fee that may be earned	Zero	Zero	Zero	Zero	Zero	