

Purpose of Modification:

The purpose of this modification is to make the following changes:

1. Section B, Supplies or Services and Prices/Costs, is updated to make the following administrative changes:
 - a. Sections B.5(b) and B.8(g) are updated to change the reference from B.7 to B.8. Contract Modification 350 inserted a new Section B.2, which caused the renumbering of the other clauses and the references to B.7 need to be changed to B.8.
 - b. Section B.9(b) is revised to remove the 6-month Award fee language. Contract Modification 346 changed the Award fee to annual and language in Section B.9(b) was not changed at that time.
2. Section C, Statement of Work, is revised as follows:
 - a. Standard 1(d)(4) is revised to correct a typo. The word "giles" is changed to "files".
 - b. Standard 4(k) is revised to update contract language that is needed for DFLAW work scope.
3. Section G, Contract Administration Data, Clause G.4(b), Billing Instructions, is revised to align the contract with the agreed upon billing approach and adding in the provisional fee which was added in Contract Modification 346.
4. Section H, Special Contract Requirements, H.47 (b)(1) and (b)(2)– Protection of Personally Identifiable Information (PII) (M073) are revised to update the DOE Cyber Incident Advisory Capability (CIAC) contact/website to the new name of DOE Joint Cybersecurity Coordination Center – Cyber Incident Response Capability (JC3-CIRC).
5. Section J, List of Attachments, is revised as follows:
 - a. Attachment E(b) List of Applicable Directives is revised to add DOE-HDBK-1092-2013, DOE Electrical Safety Handbook.
 - b. Attachment O – List of Exclusions Under FAR 52.225-11 (b)(3) Buy American Act – Construction Materials Under Trade Agreements, is revised to add the purchase of 41 Colton Vacuum Breakers.

- c. Attachment F – Key Personnel, is revised to update the list of key personnel.
- d. Attachment P – Completion Definition Sheets for Incentive Fee C.1 Activity Milestone Completion Incentive tables are revised to update completed milestones.

These changes are performed under the authority provided by Contract Clause 1.82, FAR 52.243-2 *Changes – Cost Reimbursement (AUG 1987) – Alternate III (APR 1984)* at no additional cost to the Government.

Description of Modification:

- 1. Section B, Supplies or Services and Prices/Costs, is updated to make the following administrative changes:
 - a. Section B.5(b) is updated to change the referenced section from B.7 to B.8. Modification 350 inserted a new Section B.2, which changed the numbers of the remaining section. Section B.5(b) is changed as follows:
 - (b) **Maximum Available Award Fee:** Beginning in calendar year (CY) 2009, and through the award fee periods specified in Attachment B-2-B, award fee may be earned by achieving performance objectives set forth in the WTP Performance Evaluation and Measurement Plan (PEMP) and specific Contract terms in Attachment B-2-B. See Contract Section B.78 for award fee administration requirements under the Contract.
 - b. Section B.8 (g), last paragraph is revised to change reference from B.7 to B.8 as follows:

Provisional Fee Procedures: The Government and the Contractor will meet monthly to review the Contractor's performance against the PEMP criteria. Subsequent to each monthly meeting and pending satisfactory performance, the Contractor is authorized to invoice for provisional fee once per month, at a rate of \$525,000 per month (calculated as one-twelfth of 50 percent of the \$12,600,000 maximum annual available PEMP fee). However, the Contracting Officer may reduce the amount in accordance with Section B, Clause B.78 (g) Provisional Payment of Fee.
 - c. Section B.9(b) is revised to remove the 6-month Award fee language as follows:
 - (b) **Minimum Requirements for Catastrophic Event:** If, in the performance of this Contract, there is a catastrophic event (such as, a fatality, or a serious workplace-related injury or illness to one or more Federal, Contractor, or subcontractor employees or the general public, loss of control over classified or special nuclear

material, or significant damage to the environment), the FDO, at his/her sole discretion, may reduce the earned award fee payment for B.1 Project Management Incentive and B.2 Cost Incentive during the ~~six (6) month~~ Award Fee period in which the incident occurred. In determining any diminution of fee resulting from a catastrophic event, the FDO, at his/her sole discretion, will consider whether willful misconduct and/or negligence contributed to the occurrence and will take into consideration any mitigating circumstances presented by the Contractor or other sources.

2. Section C, Statement of Work, is revised as follows:

- a. Standard 1(d)(4) is revised to correct a typo. The word "giles" is changed to "files". Standard 1(d)(4) is replaced with the following:

(4) Electronic Data: Earned value data provided via compact disc for the following: (a) Engineering Performance and Progress Report data files; (b) Quantity Unit Rate Report data ~~g~~files; (c) COBRA data files and reports; (d) baseline schedule; (e) current schedules; (f) Cost and Commitment Log; (g) Equipment Management System database; (h) Inception to Date Report for Permanent Plant Equipment Awards; (i) Bechtel Estimating Tool Kit (BETK); (j) Commodity Curves; (k) Special Purpose Charge Code Activity Log for all Not to Exceed Contracting Officer Authorizations; (l) Earned Purchase Order Value (EPOV) data; (m) Engineering Job Hour Variance Analysis Reports; (n) Work Package variance analyses, as available; and (o) Area and Project Review presentation packages. Earned value data is to be provided on the last Wednesday of the month following the data cutoff to the Contracting Officer and the Contracting Officer's Representative (Table C.5-1.1, Deliverable 1.12). (A151)

- b. Standard 4 (k) is revised to update contract language that is needed for DFLAW work scope. Standard 4 (k) is updated as follows:

(k) Procurement of BOF Utility Modifications and LAW Valve ~~Vault~~ Materials: The current BOF Utility Facilities are designed for full WTP Operation, therefore modification of these facilities will be required to support reduced throughput during DFLAW operation. Procurements based upon design modifications shall include; mechanical isolations, piping modifications for extended layup, piping modifications for secondary headers with additional pumps, and new major pieces of equipment such as air compressors. The LAW Valves ~~Vault~~ provides isolation features that allow routing alignment for receiving waste and for transferring effluents in the DFLAW piping configuration or the PT facility configuration. ~~The Valve Vault shall provide: safe personnel access to the isolation features, secondary containment of leaks and leak detection, sloped to a sump equipped with a sump pump for removal of liquid, sealed or covered to prevent intrusion of rain water, and designed for seismic events.~~

3. Section G, Contract Administration Data, Clause G.4(b), Billing Instructions, is revised to align the contract with the agreed upon billing approach and adding in the provisional fee which was added in Contract Modification 346. G.4(b) is revised as follows:
 - (b) Invoices for payment shall be submitted ~~no more than twice a month except for earned fee payments which will be invoiced when earned, and provisional fee which will be invoiced monthly the first Federal business day on or after the 5th and 22nd of each month with the exception of the month of February when the second invoice will be delivered on the 21st.~~ All invoices shall be supported by a billing schedule summarized by funding source/project breakdown summary (PBS) group. Under Section I Clause entitled, *Prompt Payment* (FAR 52.232-25, paragraph (b)), the inserted text shall be "seventh".

4. Section H, Special Contract Requirements, H.47 (b)(1) and (b)(2)– Protection of Personally Identifiable Information (PII) (M073) are revised to update the DOE Cyber Incident Advisory Capability (CIAC) contact/website to the new name of DOE Joint Cybersecurity Coordination Center – Cyber Incident Response Capability (JC3-CIRC). Clause H.47(b)(1) and (2) are updated as follows:
 - (1) All suspected or confirmed cyber security and physical security incidents involving PII are to be reported to the DOE ~~Cyber Incident Advisory Capability (CIAC) Joint Cybersecurity Coordination Center – Cyber Incident Response Capability (JC3-CIRC)~~ within 45 minutes of discovering the incident. Reports to the ~~CIAC JC3-CIRC~~ may be sent via email to ~~circ@jc3.doe.gov eiae@eiae.org~~ or by phone to ~~(925) 422-8193 1-866-941-2472, or by fax to (925) 423-8002.~~ The ~~CIAC JC3-CIRC~~ website is ~~www.eiae.org <http://energy.gov/cio/services/incident-management>.~~
 - (2) All ~~CIAC JC3-CIRC~~ Incident Reports must be immediately provided to the DOE Richland Operations Office Safeguards and Emergency Services Division and DOE Office of River Protection Manager or designee.

5. Section J, List of Attachments, is revised as follows:
 - a. Attachment E(b) List of Applicable Directives is revised to add DOE-HDBK-1092-2013, DOE Electrical Safety Handbook. Attachment E(b) is revised as follows:

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
06-AMD-050 (CGN 144548)		DELETED (310)	
DOE/RL-88-21	10/01/96 12/21/99	Double-Shell Tank Unit Permit Application	Contract Clause C.6, Standard 7(e)(4)(vi)(B) & Contract Clause C.8,

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
			Specification 7, 7.2.1.4 and 7.2.2.1; Specification 8, 8.2.1.4 and 8.2.2.1 (M175)
DOE/EM-0093	12/96	Waste Acceptance Product Specifications for Vitrified High Level Waste Forms (WAPS) Revision 2 (M114)	Contract Clause C.8, Specification 1, 1.2.1.4 and 1.2.2.1.1 (M175)
DOE/RL-94-02, Rev 6 (336)	06/2014 (336)	Hanford Emergency Management Plan (A197)(310) (Revision 6, June 2014) (336)	Contract Clause C.6, Standard 4(j) and Standard 7(e)(1) Table S7-1 (M175) (A197) (336)
DOE M 140.1-1B, CRD	03/30/01	Interface with Defense Nuclear Facilities Safety Board.	Contract Clause C.4 (d) (M175)
DOE O 142.3A, CRD	10/14/10	Unclassified Foreign Visits and Assignments Program. (M047) (M124) (204)	The order is effective regardless of comment above at (b) (M175)
DOE O 205.1A, CRD		DELETED (M194)	
DOE M 205.1-2		DELETED (M175)	
DOE M 205.1-5, CRD		DELETED (M194)	
DOE M 205.1-6, CRD		DELETED (M194)	
DOE M 205.1-7, CRD		DELETED (M194)	
DOE M 205.1-8, CRD		DELETED (M194)	
DOE O 206.1, CRD	01/16/09	DOE Privacy Program (235)	The order is effective regardless of comment above at (b). Contractor shall implement in accordance with CCN 231161 (321)
DOE O 206.2, CRD	02/19/13	Identity, Credential, and Access Management (307)	The order is effective regardless of comment above at (b) (307)
DOE O	04/8/11	DOE Corporate	Contract Clause H.49

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
210.2A, CRD		Operating Experience Program (M077) (310)	(M175) Refer to Note 10 (310)
DOE O 221.1A, CRD	04/19/08	Reporting Fraud, Waste, and Abuse to the Office of Inspector General. (M133)	Refer to Note 3 (M175)
DOE O 221.2A, CRD	02/25/08	Cooperation with the Office of Inspector General. (M133)	Refer to Note 3 (M175)
DOE O 226.1B, CRD	04/25/11	Implementation of Department of Energy Oversight Policy (M069) (M108)(310)	Contract Clause H.46 (M175) Refer to Note 11 (310)
DOE O 231.1B	6/27/2011	Environment, Safety, and Health Reporting (M033) (310)	Contract Clause C.6, Standard 1(d)(6) (M175) (310)
DOE M 231.1-1A, Change 2, CRD (332)		DELETED (332)	
DOE M 231.1-2, CRD		DELETED (256)	
SCRD M 231.1-2		DELETED (256)	
SCRD O 232.2 Admin. Change 1 (332)	8/30/11	Occurrence Reporting and Processing of Operations Information, Revision 1 (268)	Contract Clause C.6, Standard 1(d)(5) and (6). Contractor shall implement in accordance with CCN 269738 (332)
HFID 232-1B		DELETED (256)	
DOE N 234.1, CRD		DELETED (310)	
DOE O 241.1, CRD		DELETED (310)	
DOE/RW-0333P	10/01/08	Quality Assurance Requirements and Description for the Civilian Radioactive Waste Management Program (QARD) – Revision 20 (M099) (M134)	Contract Clause C.6, Standard 2(a)(2)(v), Standard 5(d), and Standard 7(e)(3)(ii)(A) and Contract Clause C.8, Specification 1, 1.2.1.7, 1.2.2.1.1, and 1.3 (M175)

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
DOE O 350.1, Chg 3, CRD	02/23/10	Contractor Human Resource Management Program (M171) (M175)	Contract Clause H.37 (M175)
DOE/RW-0351	5/31/07	Waste Acceptance System Requirements Document (WASRD) - Revision 5 (M114)	Contract Clause C.6, Standard 2(a)(3)(vii)(E) and Standard 6(c)(2) and Contract Clause C.8, Specification 1, 1.2.1.3 and 1.2.2.1.1 (M175)
DOE O 413.3A, CRD		DELETED (271)	
DOE M 413.3.1		DELETED (271)	
DOE O 413.3B, CRD	11/29/10	Program and Project Management for the Acquisition of Capital Assets. Refer to Note 7 for implementation (271).	Contract Clause C.3, paragraph (b), subparagraph (1), item (ix), C.6, Standard 1, opening paragraph, (a), (b)(3) and (c)(1) and Standard 5(a)(6) and (k).
DOE O 414.1C, CRD	06/17/05	Quality Assurance (M066)	Contract Clause C.6, Standard 7(e)(3)(i) & (iv) (M175)
DOE 414.1D, CRD, Chg 1 (349)	05/08/13 (349)	Quality Assurance (349)	The order is effective regardless of comment above at (b) and implemented in accordance with Note 14. (349)
DOE O 420.1B, Chapter V	12/22/05	Facility Safety (245)	The order is effective regardless of comment above at (b)
DOE O 422.1, CRD	06/29/10	Conduct of Operations (207)	The notice is effective regardless of comment above at (b). Contractor shall implement consistent with CCN 229138.
DOE O 425.1D, Chg 1, CRD	04/16/10	Verification of Readiness to Start Up or Restart Nuclear Facilities (M033) (A190)(310)	Contract Clause C.6, Standard 5(a)(5), (c)(6), (e)(2), (f)(ii), and (g) (M175) (310)

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
DOE O 433.1B, Admin Chg 1 (342)	04/21/10 (342)	Maintenance Management Program for DOE Nuclear Facilities (342)	The order is effective regardless of comment above at (b) and implemented in accordance with Note 13. (342)
DOE O 435.1, Chg 1, CRD	08/28/01	Radioactive Waste Management.	Implementation of this DOE CRD using the graded approach; approved by 05-WED-047; CCN 136281 satisfies the comment above at (b). (M130) (M175) (278)
DOE M 435.1-1	07/09/99	Radioactive Waste Management Manual	Contract Clause C.8, Specification 2, 2.2.1.13, 2.2.2.23, & 2.4 (M175)
DOE M 441.1-1, CRD	03/07/08	Nuclear Material Packaging	The manual is effective regardless of comment above at (b) (M130) (M175)
DOE O 442.2, CRD	07/29/11	Differing Opinions for Technical Issues Involving Environment, Safety, and Health (271)	The order is effective regardless of comment above at (b) and implemented as described in CCN 246747.
DOE O 442.1A & Supplemente d Rev. 3 CRD (332)	06/06/01	Department of Energy Employee Concerns Program (A029) (293)	The order is effective regardless of comment above at (b) (M175) and implemented as described in CCN 249676. (293) Contractor shall implement in accordance with CCN 266683. (332)
DOE M 442.1-1 CRD		DELETED (271)	
DOE M 450.4-1, CRD		DELETED (310)	

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
DOE M 470.4-1, CRD	08/26/05	Safeguards and Security Program Planning and Management (M136) (M171)	Refer to Note 1 (M175)
DOE M 470.4-2A, CRD		DELETED (310)	
DOE M 470.4-4A	01/16/09	Information Security Manual (M145)	Refer to Note 2 (M175)
DOE O 471.3, CRD	4/9/03	Identifying and Protecting Official Use Only Information (M087)	Contract Clause H.50 (M175)
DOE M 471.3-1, Chg 1, CRD	4/9/03	Manual for Identifying and Protecting Official Use Only Information (M087) (310)	Contract Clause H.50 (M175) Refer to Note 12 (310)
DOE O 475.1, CRD	12/10/04	Counterintelligence Program (M071)	Contract Clause C.6, Standard 8(c) (M175)
DOE/RW- 0511, Volume I, Rev. 4	03/07/2008	Integrated Interface Control Document (IICD), High-Level Radioactive Waste and U.S. Department of Energy and Naval Spent Nuclear Fuel to the Civilian Radioactive Waste Management System (M114)	Contract Clause C.8, Specification 1.1.2.1.5 and 1.2.2.1.1 (321)
DOE O 551.1D, CRD	04/02/12	Official Foreign Travel. Refer to Note 4. (M141) (M175) (283)	Contract Clause I.109 (M175). Implemented in accordance with CCN 243970 and 12-WTP-0272 (CCN 251792). (283)
DOE-HDBK- 1092-2004, Appendix A	12/2004	DOE Electrical Safety Handbook. Refer to Note 6 (209)	The order is effective regardless of comment above at (b).
RL/REG- 2000-04		DELETED (215)	
DOE/ORP- 2000-06		Deleted through Contract Modification M082 (M175)	

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
DOE STD 3009		DELETED (310)	
DOE O 5480.20A, Change 1, CRD		DELETED (310)	
SCSP	5/9/06	Richland Regional Office Site Counterintelligence Support Plan Hanford Site - Bechtel National, Inc. (M071)	Contract Clause C.6, Standard 8(c) (M175)
DOE-0361	03/28/11	Hanford Site-Wide Emergency Planning and Community Right-to-know Act (EPCRA) procedure (310)	The order is effective regardless of comment above at (b).
HNF-EP-0063	02/01/11	Hanford Site Solid Waste Acceptance Criteria (310)	The order is effective regardless of comment above at (b).
DOE/RL-92-36 (342)	11/18/14	Hanford Site Hoisting and Rigging Manual (342)	The order is effective regardless of comment above at (b) and implemented in accordance with Note 13.
DOE/RL-2001-36, Rev 1E, Appendix I.7	05/01/11	ILAW Special Packaging Authorization of the Hanford Sitewide Transportation Safety Document (310)	Implemented per C.8, Specification 2, 2.2.1.21 and 2.2.2.10. (293)
DOE O 151.1C, CRD	11/02/05	Comprehensive Emergency Management System (310)	Implemented in accordance with DOE/RL-94-02.
DOE O 473.3, CRD	06/29/11	Protection Program Operations (310)	The order is effective regardless of comment above at (b).
DOE O 426.2, CRD	04/21/10	Personnel Selection, Training, Qualification, and Certification Requirements for DOE Nuclear Facilities (310)	Contract Clause C.3(f)(6) (321), Refer to Note 8 (310)
DOE O 225.1B	03/04/11	Accident Investigations (310)	Refer to Note 9 (310)

DOCUMENT NUMBER	DATE	TITLE	CROSS REFERENCE
DOE STD 3009	1994	Preparation Guide for DOE Nonreactor Nuclear Facility Safety Analysis Reports (Change Notice 3, March 2006) (A029) (M152) (321)	Contract Clause C.6, Standard 9, paragraph 2. (321)
DOE-HDBK-1092-2013, Appendix D	07/2013	DOE Electrical Safety Handbook. Refer to Note 15 (353)	The order is effective regardless of comment above at (b).

Notes:

1. Implementation of DOE M 470.4-1, CRD includes the following Sections:
 - Section A, *Safeguards and Security Program Planning and Management*
 - Section F, *Performance Assurance Program*
 - Section G, *Survey, Review, and Self-Assessment Programs*
 - Section I, *Facility Clearances and Registration of Safeguards and Security Activities*
 - Section J, *Safeguards and Security Training Program*
 - Section K, *Safeguards and Security Awareness Program*
 - Section N, *Incidents of Security Concern*
Please refer to CCN 182640 for detailed information on the implementation of each section.
2. Contractor scope of DOE M 470.4-4A is limited to the OPSEC requirements listed in ORP Letter 08-ESQ-318 (CCN 192555) which states that the following actions are required:
 - Appoint an OPSEC Representative;
 - Ensure the OPSEC Representative attend Hanford OPSEC Working Group meetings on a quarterly basis;
 - Obtain OPSEC/Security Awareness Posters from Project Hanford Management Contracts Safeguards and Security Awareness Manager and ensure they are posted in BNI working areas; and
 - Annually conduct three OPSEC Reviews/Assessments of BNI work areas.
3. The Contractor shall implement DOE O 221.1, CRD and DOE O 221.2, CRD into all new subcontract awards beginning January 1, 2003, except for those acquisitions for commercial items and for any new acquisition awards under \$100,000. DOE O 221.1A, DOE and DOE O 221.2A. CRD shall be implemented into all new subcontract awards beginning October 01, 2008, using the same criteria. Flow down of the requirements of these DOE Order CRDs to Subcontractors using these criteria meets the intent of ensuring compliance with the DOE Order CRD requirements.
4. This Order deemed to be the "subsequent version of the order in effect at the time of award" per DEAR 952.247-70.
5. DELETED (336)
6. The Contractor shall implement DOE-HDBK-1092-2004, Appendix A, as described in 10-WTP-327 (CCN 229364) and CCN 229141.
7. The Contractor shall implement DOE O 413.3B, as described in CCN 242792 and 12-WTP-0159.
8. The Contractor shall implement DOE O 426.2, CRD, as described in CCN 249671.
9. The Contractor shall implement DOE O 225.1B, as described in CCN 249671.
10. The Contractor shall implement DOE O 210.2A, CRD, as described in CCN 249671.
11. The Contractor shall implement DOE O 226.1B, CRD, as described in CCN 249671.
12. The Contractor shall implement DOE M 471.3-1, Chg 1, CRD, as described in CCN 249671.
13. The Contractor shall implement DOE O 433.1B, Admin Chg 1 & DOE-RL-92-36, as described in CCN 202791.
14. The Contractor shall implement DOE O 414.1D, CRD, Chg 1, as described in CCN 222763 and 15-QAD-0014.
15. The Contractor shall implement DOE-HDBK-1092-2013, Appendix D, as described in 14-CPM-0231 (CCN 274546) and CCN 257008.

- b. Attachment O – List of Exclusions Under FAR 52.225-11 (b)(3) Buy American Act – Construction Materials Under Trade Agreements, is revised to add the purchase of 41 Colton Vacuum Breakers, Model CVB-200SS under Purchase Order 24590-CM-POA-PY01-00011. Remove and replace the table in Attachment O with the following:

Material Description	Modification No.
<p>Purchases under \$100,000 for construction material – replacement parts that must be acquired from the original foreign manufacturer or supplier, either directly or indirectly, because such parts are not mined, produced, or manufactured in the United States in sufficient and reasonably available commercial quantities of a satisfactory quality, or use of domestic parts would invalidate manufacturer/supplier warranties, or adversely affects the system safety or performance function. The Contractor must use good faith efforts to acquire construction material that complies with the Buy American Act, and document justification and determination of inapplicability for use of foreign materials in accordance with FAR 25.205(a); and paragraph (c)(1) of this clause. DEAR 925.202 states that if the cost of the materials is expected to exceed \$100,000, the Head of the Contracting Activity (HCA) shall approve the determination. The Contractor shall not split acquisitions to avoid exceeding the acquisition threshold stated herein. Acquisition of foreign construction material that exceeds the \$100,000 threshold, must be submitted to the Contracting Officer to obtain HCA approval. BNI must submit an annual report to the Contracting Officer for all foreign construction materials purchased under this paragraph. The report shall state the materials, acquisition price, vendor, and country of origin. The Contracting Officer reserves the right to re-negotiate consideration in accordance with FAR 25.205(c) if determined in the Government’s best interest.</p>	M184
<p>Purchase of screwed ductile iron fittings and screwed cast iron fittings for the WTP fire protection system under Subcontract No. 24590-CM-HC1-PY21-00002.</p>	M189
<p>Purchase of non-safety Pressure Differential Gauges, with Dial Indication, 4 ½ inch, type 1133, under Subcontract No. 24590-CM-POA-JP01-00001.</p>	M303
<p>Purchase of Tie Rods for Modification to Onsite Safeflex Expansion Joints under Purchase Order 24590-CM-POA-MERK-00001.</p>	M303
<p>Purchase of 41 Colton Vacuum Breakers, Model CVB-200SS under Purchase Order 24590-CM-POA-PY01-00011.</p>	353

- c. Attachment F – Key Personnel, is revised to update the list of key personnel as follows:
- i. Russell Daniel has been replaced with Ian Milgate as the WTP Project Technical Director and Design Authority.
 - ii. Linda Weir has been replaced with Thomas Hughes as the Manager of Quality.
 - iii. The Key Personal position of Manager of Commissioning & Operations has been removed.

Revise and replace Attachment F - Key Personnel with the following:

<u>Key Position</u>	<u>Current Employee</u>
(M110) (M130) (M133) (M147) (M152) (M158) (A164) (M181) (206) (208) (242) (261) (276) (291) (303) (308) (332) (336) (353)	
Project Director	Margaret McCullough
Project Manager	Joseph St. Julian
Manager of Design, Operations & Integration	Edward (Ward) Sproat
Manager of Environment, Safety & Health	Richard Nugent
Manager of Nuclear Safety Engineering	Robert (R.T.) Brock
Manager of Quality	Thomas Hughes
Plant Operations Manager	Ken Wells
Project Technical Director & Design Authority	Ian Milgate
Manager of Production Engineering	Mark Johnson
Manager of Commissioning & Operations	Mark Lindholm
Manager of Construction	Brian S. Kerr (336)
Business Services Manager	Lori Baker

- d. Attachment P - Completion Definition Sheets for Incentive Fee C.1 Activity Milestone Completion Incentive tables are revised to update completed milestones. The Section P tables are revised as follows:

The following Activity Milestones have been earned and schedule incentive fee paid as of modification 353.

**INCENTIVE C.1 - ACTIVITY MILESTONE COMPLETION INCENTIVE FEE
COMPLETED MILESTONES**

Facility	Milestone Designation	Function	Description	Date Approved	CY	Fee Amount
LAB-01	1GT00E0918	Engineering	Title II Design Complete	05/18/09	2009	\$ 3,875,000
BOF-04	1GB16C1050	Construction	Complete Installation of Cathodic Protection System	07/14/10	2010	\$ 3,875,000
PTF-02	1GP12CFM02	Engineering	IFC Drawings for Concrete Walls EL 56 - 77 Ft	06/01/09	2009	\$ 3,875,000
LAB-02	1GT48P0921	Plant Equip	Receive Waste Transfer System Equipment	02/25/10	2010	\$ 3,875,000
LAW-06	1GL14C0915	Construction	Erect Switchgear Building	12/14/09	2009	\$ 3,875,000
HLW-02	1GH48P0942	Plant Equip	Receive and Accept Melter Cave 1 Crane Maintenance Shield Door HSH-DOOR-05	12/08/09	2009	\$ 3,875,000
PTF-01	1GP14CFM01	Engineering	DOE Approval of M-12 Closure	01/06/10	2010	\$ 3,875,000
HLW-05	1GH13C1145	Construction	Erect Structural Steel EL 0 Ft - EL 14 Ft	03/30/10	2010	\$ 4,428,000
PTF-03	1GP15CFM03	Engineering	PD Rack Design - IFC Complete	12/17/10	2010	\$ 4,428,000
LAB-04	1GT47P1038	Plant Equip	Receive Autosampler (ASX) Equipment	10/28/10	2010	\$ 4,428,000
HLW-01	1GHZZE0941	Engineering	Complete HVAC Design (Title II)	07/28/10	2010	\$ 4,428,000
HLW-03	1GHZZE1043	Engineering	Civil Engineering Design Complete (Title II)	03/15/11	2011	\$ 2,500,000
BOF-02	1GB5MC1043	Construction	Complete Construction Water Treatment Building	06/01/11	2011	\$ 4,428,000
PTF-11	1GP12CFM11	Construction	Complete 5th Lift Walls	12/15/11	2011	\$ 2,500,000
LAW-03	1GL46P1030	Plant Equip	Melter #2 Lid+Bal of Components Ready for Assembly	01/10/12	2012	\$ 4,428,000
HLW-12	1GH14C1352	Construction	Complete Annex Building Weathering	01/13/12	2012	\$ 2,500,000
HLW-07	1GH15C1247	Construction	Complete Pipe and Hanger Installation in PA06	02/07/12	2012	\$ 2,500,000
LAW-01	1GL47P0922	Plant Equip	Receive Offgas Mercury Adsorber, PA #09-A EL +48	10/19/09	2009	\$ 3,875,000
LAB-03	1GL47C1356	Construction	Complete Installation of Autosampler System	10/10/11	2011	\$ 2,500,000
BOF-03	1GB5JC1046	Construction	Complete Chiller Compressor Plant Construction	03/22/12	2012	\$ 2,958,000
SUBTOTAL						\$ 72,926,000

**INCENTIVE C.1 - ACTIVITY MILESTONE COMPLETION INCENTIVE FEE
TO-BE COMPLETED MILESTONES**

Facility	Milestone Designation	Function	Description	Date	CY	Fee Amount
LAW-01	1GL47P0923	Plant Equip	Receive Offgas Mercury Adsorber PA #09-A-EL #48	10/19/09	2009	\$ 3,875,000
LAW-02	1GL36P1027	Plant Equip	CATOX LVP-SKID-0002 Received +Ready to Install	10/06/10	2010	\$ 4,428,000
HLW-04	1GH36P1044	Plant Equip	Receive and Accept Plant Wash Vessel: RLD-VSL-8	02/16/11	2011	\$ 2,500,000
BOF-01	1GB47P1040	Plant Equip	Receive Anhydrous Ammonia System	02/25/11	2011	\$ 2,500,000
PTF-04	1GP30CFM04	Construction	Set Hot Cell Frames for Areas 1, 24, and 25	07/19/11	2011	\$ 2,500,000
HLW-09	1GH27C1249	Construction	Set HEPA Filter Housing Installation at EL 14 Ft	08/31/11	2011	\$ 2,500,000
LAW-03	1GT47C1356	Construction	Complete Installation of Autosampler System	10/19/11	2011	\$ 2,500,000
HLW-10	1GH36C1250	Construction	Set Offgas Cat Oxidizers: HOP-SCO-1 and 4	12/07/11	2011	\$ 2,500,000
PTF-09	1GP31CFM09	Construction	Set PT Vessel FEP-SEP-00001A/1B in Planning Area 02	01/10/12	2012	\$ 2,858,000
PTF-05	1GPZZCFM05	Engineering	C&I Design Complete	03/14/12	2012	\$ 2,858,000
BOF-03	1GB5JC1046	Construction	Complete Chiller Compressor Plant Construction	03/23/12	2012	\$ 2,858,000
HLW-06	1GH47C1146	Construction	Set Offgas Carbon Adsorber	05/31/12	2012	\$ 2,858,000
PTF-08	1GP30CFM08	Construction	Set Remaining Pretreatment Vessel at EL 0 Ft	08/27/12	2012	\$ 2,858,000
PTF-07	1GPZZCFM07	Engineering	Electrical Design Complete	09/04/12	2012	\$ 2,858,000
HLW-11	1GH27C1351	Construction	Installation of HVAC Duct at EL 0 Ft Corridors	11/15/12	2012	\$ 2,858,000
BOF-06	1GB12C1253	Construction	Complete Emergency Diesel Generator Base Slab	03/14/13	2013	\$ 2,500,000
PTF-10	1GP12CFM10	Construction	Complete Concrete Slabs at EL 56 Ft	03/19/13	2013	\$ 2,500,000
HLW-13	1GH46C1453	Construction	Set HEME Vessels 2A and 2B at EL 0 Ft	06/12/13	2013	\$ 2,500,000
PTF-14	1GP30CFM14	Construction	Set Filter Cave HEME / HEPA / Demister Equipment	11/05/13	2013	\$ 2,500,000
PTF-06	1GP47CFM06	Plant Equip	Receipt of all PSA Pipe Racks	11/12/13	2013	\$ 2,500,000
HLW-08	1GH15C1248	Construction	Install Pipe and Hangers in PA02B	12/04/13	2013	\$ 2,500,000
PTF-16	1GP15CFM16	Construction	Complete Bulk In-cell Pipe Installation	01/30/14	2014	\$ 3,333,000
PTF-15	1GP28CFM15	Plant Equip	Receipt of Electrical Equipment in Control Building Electrical Rooms	04/03/14	2014	\$ 3,333,000
HLW-16	1GH27C1556	Construction	Set C2/V/C3V Air Handling Units at EL 58 Ft	04/21/14	2014	\$ 3,333,000
PTF-13	1GP27CFM13	Construction	Air Handling Units EL 98 Ft	05/23/14	2014	\$ 3,333,000
PTF-12	1GP14CFM12	Construction	Install Roofing at EL 98 Ft	10/28/14	2014	\$ 3,333,000
PTF-18	1GP30CFM18	Construction	Set Hot Cell Major Equipment	10/30/14	2014	\$ 3,333,000
LAW-04	1GL00C1505	Construction	Complete Melter #1 Movement into Building	01/07/15	2015	\$ 1,667,000
HLW-14	1GH12C1454	Construction	Placement of HLW Concrete Slabs at EL 58 Ft	01/12/15	2015	\$ 1,667,000
PTF-19	1GP14CFM19	Construction	Complete Main Building Weathering	02/04/15	2015	\$ 1,667,000
LAW-05	1GL00C1515	Construction	Complete Melter #2 Movement into Building	03/09/15	2015	\$ 1,667,000
PTF-17	1GP11CFM17	Engineering	Complete Pretreatment Design	03/24/15	2015	\$ 1,667,000
HLW-15	1GH46C1555	Construction	Move Melter 1 into Building	04/22/15	2015	\$ 1,667,000
BOF-07	1GB28C1360	Construction	Set (2) Emergency Diesel Generators	05/26/15	2015	\$ 1,667,000
BOF-05	1GBC2S1463	Start Up	Complete Elec Distrib Sys Testing MVE (Site Energization)	05/29/15	2015	\$ 1,667,000
HLW-17	1GH14C1557	Construction	Complete Main Building Weathering	06/16/15	2015	\$ 1,667,000
PTF-21	1GPC2CFM21	Construction	Construction Turnover of PIH Crane to Startup	08/10/15	2015	\$ 1,667,000
PTF-22	1GPC2CFM22	Start Up	Demonstration of Resin Addition to Ion Exchange Columns	10/19/15	2015	\$ 1,667,000
PTF-20	1GPC0CFM20	Construction	Final System Turnover Complete	11/30/15	2015	\$ 1,667,000
HLW-18	1GH00C1558	Construction	Construction Commence turnover to Startup (Elec Sys Package)	05/26/16	2016	\$ 2,749,000
PTF-23	1GPE2CFM23	E&NS	Submit FSAR 2016 Update	06/29/16	2016	\$ 2,749,000
HLW-20	1GHC2S1660	Construction	Final System Turnover Complete	09/22/16	2016	\$ 2,749,000
HLW-19	1GHC2S1659	Start Up	Demonstrate Canister Lid Weld	12/21/16	2016	\$ 2,749,000
SUBTOTAL						\$ 100,074,000

The Activity Milestone Definition Sheets (Contract Fee Milestones) included in Section J, Attachment P herein are only those associated with To-Be Completed Activity Milestones.

6. All other terms and conditions remain unchanged.

(End of Modification)