

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)  
 238 11/29/2012  
 6. ISSUED BY CODE 00701 7. ADMINISTERED BY (If other than Item 6) CODE 00701

Idaho Operations  
 U.S. Department of Energy  
 Idaho Operations  
 1955 Fremont Avenue  
 Idaho Falls ID 83415

Idaho Operations  
 U.S. Department of Energy  
 Idaho Operations  
 1955 Fremont Avenue  
 MS 1221  
 Idaho Falls ID 83415

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)  
 CH2M WG IDAHO LLC  
 Attn: Michael D. Ebben  
 151 NORTH RIDGE AVENUE  
 SUITE 150  
 IDAHO FALLS ID 834024039

9A. AMENDMENT OF SOLICITATION NO.  
 9B. DATED (SEE ITEM 11)  
 10A. MODIFICATION OF CONTRACT/ORDER NO.  
 DE-AC07-05ID14516  
 10B. DATED (SEE ITEM 13)  
 03/23/2005

CODE 166527569 FACILITY CODE

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 6 and 15, and returning \_\_\_\_\_ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted, or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

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

CHECK ONE  
 A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.  
 B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).  
 C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:  
 D. OTHER (Specify type of modification and authority)  
 X Clause I.81 52.243-2 Changes - Cost Reimbursement (AUG 1987) & Alt I (APR 1984)

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

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

Tax ID Number: 05-0607601  
 DUNS Number: 166527569  
 This modification reduces the target cost and fee for the indirect employee incentive plan costs that should not have been included in Modification 231, dated September 25, 2012.  
 This modification also corrects administrative errors found in Mod 231.  
 Delivery Location Code: 00701  
 Idaho Operations  
 U.S. Department of Energy  
 Idaho Operations  
 1955 Fremont Avenue  
 Idaho Falls ID 83415 US  
 Continued ...

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) 15B. DATE SIGNED 15C. UNITED STATES OF AMERICA 15D. DATE SIGNED  
 Michael D. Ebben, Sr. Vice President & CFO 11-29-2012 Maria M. Mitchell 11/29/2012

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DE-AC07-05ID14516/238

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NAME OF OFFEROR OR CONTRACTOR  
CH2M WG IDAHO LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
00003	<p>FOB: Destination Period of Performance: 03/23/2005 to 09/30/2015</p> <p>Change Item 00003 to read as follows (amount shown is the total amount):</p> <p>Target Cost (CLINS A-C) Line item value is:: \$733,722,301.00 Incrementally Funded Amount: \$105,099,000.00</p> <p>ICP2 - Extention Target Cost (CLINS A-C): This modification decreases the target cost by \$5,761,700 and target fee by \$354,973. Refer to the Continuation Pages incorporated as part of this modification. The revised target value is \$733,722,301. This includes a target cost of \$581,638,164, a target fee of \$39,584,137, and pension funding of \$112,500,000.</p>				733,722,301.00

This modification reduces the target cost and fee for the indirect employee incentive plan costs that should not have been included in Modification 231, dated September 25, 2012. This modification also corrects administrative errors found in Mod 231.

**1. B.14 EXTENSION - TOTAL CONTRACT TARGET COST, FEE, AND COMPLETION DATE** is modified as follows:

- (a) CLIN A – Sodium Bearing Waste Operations: The total contract target cost and target fee are based on a period of performance from October 1, 2012, through September 30, 2015.

The target cost is \$46,340,947

The target fee is \$0.

- (b) CLIN B – Post Sodium Bearing Waste: The total contract target cost and milestone fee are based on a period of performance from October 1, 2012, through September 30, 2015.

The target cost is \$48,420,349

The milestone fee is \$3,750,000

- (c) CLIN C – Balance of ICP: The total contract target cost and target fee are based on a period of performance from October 1, 2012, through September 30, 2015.

The target cost is \$486,876,868

The target fee is \$35,834,137

**2. B.15 EXTENSION INCENTIVE FEE**, paragraphs (a), (b) and (c) are modified as follows:

- (a) CLIN A - Sodium Bearing Waste Operations: If the Contractor fails to complete all sodium bearing waste processing by April 30, 2014, final earned fee will be reduced by \$4,000,000. The SBW subject to this provision is the same waste described in the December 31, 2012, milestone in the Idaho Settlement Agreement.

No fee can be earned on the SBW processing operations. If the work exceeds the target cost of \$46,340,947 (start up and operations) by  $\geq 10\%$ , there will be another \$1,000,000 penalty.

Target Cost: \$46,340,947

Maximum Fee: \$0

Minimum Fee: \$(5,000,000)

- (b) CLIN B - Post Sodium Bearing Waste: The following cost incentive structure is established in association with the extension work scope but specifically the final rinsing, cleaning and RCRA closure of the tank farm from October 1, 2012, through September 30, 2015.

Cost Incentive:

Target Cost:	\$48,420,349
Milestone Fee:	\$3,750,000
Maximum Fee:	\$3,750,000

Fee on this activity will be earned at milestone completion as follows:

1. After draining all 4 tanks to the point that suction is lost (cease use), CWI shall initiate heel removal from a SBW tank by February 28, 2014 \$ 2,000,000
2. Complete RCRA Closure of SBW Tanks by September 30, 2015 \$ 250,000
3. Place IWTU in safe shutdown condition awaiting future decommissioning by July 30, 2015 \$ 1,500,000

- (c) CLIN C – For the balance of the ICP work scope, the following cost incentive structure is established for a period of performance from October 1, 2012 through September 30, 2015.

Cost Incentive

Target Cost:	\$486,876,868
Target Fee:	\$35,834,137 (7.36% of target cost)
Maximum Fee:	\$73,031,350 (Maximum Fee must not exceed 15% of target cost)
Minimum Fee:	\$0.00

Fee Calculation: The fee payable under this contract shall be the target fee increased by thirty (30) cents for every dollar that the total allowable cost is less than the target cost or decreased by thirty (30) cents for every dollar that the total allowable cost exceeds the target cost as specified in FAR 52.216-10 and subject to the maximum fee limitation above for work performed under Section C.8. If there is a fee reduction as a result of failure to meet identified milestones in CLIN A (Refer to B.15(a) above), it will be accomplished by fee

reduction in this CLIN C.

**3. H.1 PROJECT CONTROL SYSTEMS AND REPORTING REQUIREMENTS**

paragraph (c) is modified to incorporate the following:

**Section (c)(4):** Monthly Progress Reports are to be placed within the Environmental Management Portal. Transmit all Monthly Progress Reports to ContratorMPR@hq.doe.gov.

The remainder of clause H.1 remains unchanged.

**4. EXHIBIT C.8-12 LLW/MLLW** is modified as follows:

This modification replaces container 10021507, which contained CH-TRU, with 10290111, a U-233 container. No other changes to this Exhibit. The Exhibit is attached and incorporated as part of this modification.

**5. CONTRACTOR'S STATEMENT OF RELEASE:** In consideration of the modification agreed to herein as a complete equitable adjustment for the directed change related to unallowable costs for an employee incentive program during the extension period determined by the Contracting Officer in accordance with Clause H.21(c)(6) Workforce Transition and Human Resources Management. Also in accordance with contract Section I.81 52.243-2 Changes—Cost Reimbursement Alt I, 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 proposal for adjustment. The total target price of the equitable adjustment is a decrease of \$6,116,673.