

2. AMENDMENT/MODIFICATION NO. 0023	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY Idaho Operations U.S. Department of Energy Idaho Operations 1955 Fremont Avenue Idaho Falls ID 83415	CODE 00701	7. ADMINISTERED BY (If other than Item 6) Idaho Operations U.S. Department of Energy Idaho Operations 1955 Fremont Avenue MS 1221 Idaho Falls ID 83415	CODE 00701

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) FLUOR IDAHO, LLC Attn: AMANDA JORDAN 1070 RIVERWALK DRIVE, SUITE 201 IDAHO FALLS ID 83402	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	x	10A. MODIFICATION OF CONTRACT/ORDER NO. DE-EM0004083
		10B. DATED (SEE ITEM 13) 02/04/2016
CODE 968795604	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 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)

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

CHECK ONE X	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. <u>Section I.100, Changes-Cost Reimbursement (Aug 1987) Alt II and III (Apr 1984)</u>
	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)

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: 45-2724914

DUNS Number: 968795604

Please refer to the continuation pages incorporated as part of this modification. The contractor is directed to continue operations in accordance with Section B.2.

Payment:

OR for Idaho

U.S. Department of Energy

Oak Ridge Financial Service Center

P.O. Box 6017

Oak Ridge TN 37831

FOB: Destination

Continued ...

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) <i>Prime Contracts Director</i> <i>Thomas M. Williams</i>	15C. DATE SIGNED <i>12-14-16</i>	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Jennifer K. Cate	16C. DATE SIGNED <i>12/14/16</i>
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
DE-EM0004083/0023

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NAME OF OFFEROR OR CONTRACTOR
FLUOR IDAHO, LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
00001	<p>Period of Performance: 06/01/2016 to 05/31/2021</p> <p>Change Item 00001 to read as follows (amount shown is the total amount):</p> <p>Target ICP-Core DOE Mission Work Line item value is:: \$1,189,993,187.00 Incrementally Funded Amount: \$194,013,551.56</p> <p>This modification decreases the total price of CLIN 0001 by \$11,906,059 from \$1,201,899,246 to \$1,189,993,187. This deduction does not include Priced Options; however, once exercised, the Priced Options will be exercised at the revised amount included in the B.2(a) table incorporated as part of this modification.</p>				1,189,993,187.00

This modification resolves/definitizes all the material differences in accordance with contract Section B.14 Material Differences. This section provided the Contractor a one-time opportunity to identify any material differences in the actual contract conditions compared to the projected status established in the Request for Proposal and provide to the Contracting Officer a listing of such differences within 30 days after the contract effective date (June 1, 2016).

This modification provides the appropriate equitable adjustment for the following material differences, resulting in a net reduction to the Direct Target Cost of CLIN-1 of \$10,541,000.

Item #	ID	Title	Agreed Value
32	BS-M-008	Mandatory Services	\$2,600,000
15	WI-M-012	100 M3 MLLW backlog in RFP. 401 M3 MLLW actual	\$450,000
16	WM-M-009	ARP VII Debris Processing and startup	(\$250,000)
18	WM-M-015	Macroencapsulation path forward provided	
19	WM-M-022	CWI completed D&D work at MFC	(\$1,000,000)
22	ER-M-013	Submersible Pump Cable	(\$1,527,000)
34	WI-M-002	Understaffed for Characterization	\$400,000
35	WM-M-043	Squeezants (additional waste stream)	\$200,000
8	ES-M-011	Sustainability (10 additional meters)	\$200,000
26	ES-M-010	Additional guard at RWMC South Gate	\$224,000
14	WI-M-006	1.7 acres to exhume in RFP. Actual is 1.55 acres	(\$938,000)
12	WI-M-001	13,000 M3 in of AMWTP waste in RFP. Actual is 12,448 M3 (10,300 M3 ISA)	(\$3,200,000)
13		3,181 M3 for retrieval in RFP. Actual is 1,771 M3	(\$8,200,000)
20	WM-M-038	Incomplete or missing historical information	\$400,000
10	IN-M-007	CPP-603 Conditioning Station	\$100,000
Total Clin 00001 Target Cost Change			(\$10,541,000)

In addition, CLIN 00001a and 00001b Priced Option Work are revised as a result of the material difference for the submersible pump cable item. The current value is as follows:

Modification No. 023 - Table 2		
Option Title	Title	Value
CLIN 00001a	Adjusted Value CLIN 00001a	\$776,251
CLIN 00001b	Adjusted Value CLIN 00001b	\$678,969

The parties agree that the other items identified by the contractor as material differences (reference letter CCN 319477, Subject: Contract No. DE-EM0004083 Deliverable No. 4, Statement of Material Differences, dated June 30, 2016) were categorized into one of the following six (6) groups: New Scope; Remote Handled-Transuranic (RH-TRU) Replan; Navy Scope; Integrated Waste Treatment Unit (IWTU); Integrated Project Priority List (IPPL), or dismissed as a material difference. These items are dispositioned with this modification and letter AS-CMD-ICP/Fluor-17-032, and are not considered material differences in accordance with Section B.14 of the ICP Core contract.

This modification is being made under the authority of contract clause Section I.100, *Changes – Cost Reimbursement (AUG 1987) - Alternate II and III (APR 1984)*.

The following changes are hereby made to the contract:

1. **SECTION B.2 CONTRACT COST AND FEE SCHEDULE** is revised as follows:

CLIN-1: Target ICP Core DOE Mission Work Scope (Base), Direct Target Cost, is decreased by \$10,541,000 to true-up the contract as a result of the negotiated material differences.

The table in B.2(a) is revised to reflect the adjustments as stated above as a result of the finalization of the material differences negotiations. This table will become the initial target/estimated cost and associated fee of the contract CLINs. All future changes to the contract cost and fee schedule will be made to the cumulative B.2(c) Cost and Fee Model.

B.2(a) Table				
<u>CLIN 00001- TARGET ICP-CORE DOE MISSION WORK (BASE)</u>				
	Target Cost	Max Fee	Target Fee	Total Price
Direct Target Cost w/ ID Spt (No Options Included)	750,124,450	134,783,609		1,175,583,674
Indirect Target Cost w/o ID Spt (Total Pool, PWS C.8)	290,675,615			
	1,040,800,065			
Target Fee			51,519,603	
Subtotal Milestone-Schedule & Performance Fee (B.3(d))		87,609,346		65%
Subtotal Incremental Cost Incentive Fee		47,174,263		35%
Cost Incentive Breakout				
Cost Incentive (Max)		47,174,263		12.95%
Cost Incentive (Target)			18,031,861	4.95%
<u>CLIN 00002 - TARGET ICP CORE NNPP PPF WORK SCOPE</u>				
	Target Cost	Max Fee	Target Fee	Total Price
Navy (Pieces, Parts and Fines - 102 Cans)	61,158,338	7,920,005	3,027,338	69,078,343
Milestone-Schedule & Performance		5,148,003	1,967,770	
Cost Incentive (Max)		2,772,002	1,059,568	
<u>CLIN 00003 - NON-TARGET ICP CORE WORK SCOPE</u>				
	Estimated Cost	Fee		Total Price
Navy (SNF)	12,526,501	620,062		13,146,563
<u>CLIN 00004 - CONTRACT TRANSITION PERIOD</u>				
Transition	5,754,962	0		5,754,962
<u>CLIN 00005 - DEFINED BENEFIT PENSION PLAN COSTS</u>				
Pension	70,900,000	0		70,900,000
<u>CLIN 00006 INTEGRATED WASTE TREATMENT UNIT (IWТУ) OPERATIONS AND TURNOVER</u>				
	Estimated Cost	Max Fee		Fee / Gal
IWTU Ops (C.6.1)	44,438,999	5,554,875		\$ 6.53
<u>Total Contract Cost (Excluding Options)</u>				
	Contract Cost	Max Fee	Target Fee	Total Price
	1,235,578,865	148,878,550.45	54,546,941	1,384,457,415
<u>Total Contract Cost (Includes Options)</u>				
	Target Cost	Max Fee	Target Fee	Total Price
Priced Options				
00001a - GrndWtr Monitoring Wells / CFA Landfill	776,251	100,525	38,424	876,776
00001b - GrdWtr Monitoring Wells/TAN Rem	678,969	87,926	33,609	766,895
00001c - Legacy Excess Radioactive/Haz Materials	24,820,741	3,214,286	1,228,627	28,035,027
00001d - RCRA Closure of AMWTP Facilities	30,566,310	3,958,337	1,513,032	34,524,647
00001e - Additional Temporary Storage	6,567,836	850,535	325,108	7,418,371
00001f - RH TRU Lot 11 Option Work	13,490,500	1,747,020	667,780	15,237,520
00001g - RH TRU Lot 12 Option Work	12,378,304	1,602,990	612,726	13,981,294
Total Options	89,278,911	11,561,619	4,419,306	100,840,530
Total Contract Cost (Includes Options) and Max Fee	1,324,857,776	160,440,169	59,586,309	1,485,297,945
<u>Contract Performance Ceiling (B.6)</u>				
Contract Performance Ceiling	1,262,943,480			

The attached B.2(c) current (cumulative) CPIF-hybrid cost and fee model has been updated to reflect the adjustment as stated above and includes contract modifications to date including this modification no. 023.

B.2(c) Table				
<u>CLIN 00001- TARGET ICP-CORE DOE MISSION WORK (BASE)</u>				
	Target Cost	Max Fee	Target Fee	Total Price
Direct Target Cost w/ ID Spt (No Options Included)	762,881,876	136,435,696		1,189,993,187
Indirect Target Cost w/o ID Spt (Total Pool, PWS C.8)	290,675,615			
	1,053,557,491			
Target Fee			52,151,096	
Subtotal Milestone-Schedule & Performance Fee (B.3(d))		87,609,346		
Subtotal Incremental Cost Incentive Fee		48,826,350		
Cost Incentive Breakout				
Cost Incentive (Max)		48,826,350		12.95%
Cost Incentive (Target)			18,663,354	4.95%
<u>CLIN 00002 - TARGET ICP CORE NNPP PPF WORK SCOPE</u>				
	Target Cost	Max Fee	Target Fee	Total Price
Navy (Pieces, Parts and Fines - 102 Cans)	61,158,338	7,920,005	3,027,338	69,078,343
Milestone-Schedule & Performance		5,148,003	1,967,770	
Cost Incentive (Max)		2,772,002	1,059,568	
<u>CLIN 00003 - NON-TARGET ICP CORE WORK SCOPE</u>				
	Estimated Cost	Fee		Total Price
Navy (SNF)	12,526,501	620,062		13,146,563
NE	1,175,070	58,166		1,233,236
<u>CLIN 00004- CONTRACT TRANSITION PERIOD</u>				
Transition	6,811,889	0		6,811,889
<u>CLIN 00005 - DEFINED BENEFIT PENSION PLAN COSTS</u>				
Pension	70,900,000	0		70,900,000
<u>CLIN 00006 INTEGRATED WASTE TREATMENT UNIT (IWTU) OPERATIONS AND TURNOVER</u>				
	Estimated Cost	Max Fee	Fee Gal	Total Price
IWTU Ops (C.6.1)	44,438,999	5,554,875	\$ 6.53	\$ 49,993,874
	Estimated Cost	Fixed Fee		
IWTU Phase 1 - Process Assessment (C.6.1.1)	19,331,848	956,926		\$ 20,288,774
<u>Total Contract Cost (Excluding Options)</u>				
	Contract Cost	Max Fee	Target Fee	Total Price
	1,269,900,136	151,545,729	55,856,661	1,421,445,865
<u>Total Contract Cost (Includes Options)</u>				
Priced Options	Target Cost	Max Fee	Target Fee	Total Price
00001a - GrndWtr Monitoring Wells / CFA Landfill	776,251	100,525	38,424	876,776
00001b - GrdWtr Monitoring Wells/TAN Rem	678,969	87,926	33,609	766,895
00001c - Legacy Excess Radioactive/Haz Materials	24,820,741	3,214,286	1,228,627	28,035,027
00001d - RCRA Closure of AMWTP Facilities	30,566,310	3,958,337	1,513,032	34,524,647
00001e - Additional Temporary Storage	6,567,836	850,535	325,108	7,418,371
00001f - RH TRU Lot 11 Option Work	13,490,500	1,747,020	667,780	15,237,520
00001g - RH TRU Lot 12 Option Work	12,378,304	1,602,990	612,726	13,981,294
Total Options	89,278,911	11,561,619	4,419,306	100,840,530
Total Contract Cost (Includes Options) and Max Fee	1,359,179,047	163,107,348	60,275,967	1,522,286,395
<u>Contract Performance Ceiling (B.6)</u>				
Contract Performance Ceiling	1,279,584,990			

No other changes to Section B.2.

2. **SECTION B.3(d) Schedule Milestones, Annual Milestones and Performance Incentive Fee for CLIN 00001**, is revised to replace the table in its entirety as a result of the negotiated material differences.

Schedule Milestones		Early Date	Min Fee Date	Max Fee	Min Fee
SM-1 Complete the Final Design Document for the SD/		12/31/2019	4/30/2020	876,093.00	0
SM-2 Complete CH-TRU Retrieval in TSA-RE		5/31/2017	8/31/2017	1,971,210.00	0
SM-3 Complete treatment of RH TRU Lots 1 - 9		8/31/2016	9/30/2016	2,190,234.00	0
SM-4 Complete RCRA Closure on INTEC Tank Farm Fac		8/1/2017	1/15/2018	4,380,467.00	0
SM-5 Complete 3,336 EBR II Bottle Placements		6/30/2020	12/31/2020	4,818,514.00	0
SM-6 Complete Placement of 1,000 ATR Elements		6/30/2020	9/30/2020	2,190,234.00	0
Subtotal Schedule Milestones				16,426,752.00	0
Annual Milestones				Max Fee	Target Fee
AM-1 CH Meters³ Ready to be Shipped	Total Contract Fee			24,530,617	9,376,568
Total amount of cubic meter of ISA (CH-TRU and MLLW waste to be certified and shipped)					10,300
Fee per unit at associated Annual Quantity (Fee Step / T	\$2,381.61	\$910.35	\$827.58	\$459.77	
Annual Quantity (Cubic Meters)	> than 5,000	4,000 - 4,999	2,000 - 3,999	0 - 1,999	
AM-2 Acres Exhumed (measured by acre)				14,893,589	5,692,916
Total acreage to be exhumed					1.55
Fee per unit at associated Annual Quantity (Fee Step / T	\$9,608,767	\$3,672,849	\$3,338,953	\$1,854,974	
Annual Quantity (Acres)	> than .50	.40 - .49	.25 - .39	0.0 - .24	
AM-3 MLLW and LLW Disposition		2,628,280			
AM-4 CH/RH TRU Waste Certified Backlog		657,070			
Subtotal Schedule		42,709,556			
Performance Incentive		No Sliding Scale			
P-1 Process and ship all CH/RH TRU out of Idaho	12/31/2018	11,389,215			
P-2 Complete exhumation of all buried waste & phase	8/30/2020	8,322,888			
P-3 Critical Failures	N/A	8,760,935			
Subtotal Performance Incentive		28,473,038			
Total Milestone/Performance Fee				87,609,346	

No other changes to Section B.3.

3. **SECTION B.6 (a)(2) CONTRACT PERFORMANCE CEILING**, is revised as follows:

The current Contract Performance Ceiling (CPC) is decreased by \$11,906,059 (\$10,541,000 direct cost and \$1,365,059 max fee) from \$1,291,491,049 to \$1,279,584,990. This includes the negotiated material differences (target cost and max fee) incorporated with this contract modification.

No Other Changes to Section B.6.

4. CONTRACTOR'S STATEMENT OF RELEASE:

In consideration of the modification agreed to herein as a complete equitable adjustment for the Contractor's material differences per Section B.14, Modification 023 Table 1, and in accordance with contract Section I.100 52.243-2 Changes – Cost Reimbursement Alt II and III, the Contractor hereby releases the Government from any and all liability under this contract for any further equitable adjustments attributable to such facts or circumstances giving rise to Section B.14 of this contract. The total price of the equitable adjustment for CLIN-1 is (\$11,906,059) (target cost and maximum fee).

No other changes to the contract terms and conditions.