

2. AMENDMENT/MODIFICATION NO. 241
 3. EFFECTIVE DATE 01/28/2013
 4. REQUISITION/PURCHASE REQ. NO.
 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE 00701
 Idaho Operations
 U.S. Department of Energy
 Idaho Operations
 1955 Fremont Avenue
 Idaho Falls ID 83415
 7. ADMINISTERED BY (If other than Item 6) CODE 00701
 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 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
 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 provides a target cost and target fee adjustment for the directed change to incorporate an equipment upgrade found in Exhibit C.13 RH-TRU Hot Cell Equipment Upgrades. This modification also includes administrative actions, including errors found in Mod 231. Refer to the Continuation Pages incorporated as part of this modification.
 Delivery Location Code: 00701
 Idaho Operations
 U.S. Department of Energy
 Idaho Operations
 1955 Fremont Avenue
 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) Jeffrey Kerridge CFO
 15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)
 15C. DATE SIGNED 1/28/2013
 15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Maria M. Mitchell
 15B. UNITED STATES OF AMERICA (Signature of Contracting Officer)
 15C. DATE SIGNED 01/28/2013

This modification provides a target cost and target fee adjustment for the directed change to incorporate an equipment upgrade found in Exhibit C.13 *RH-TRU Hot Cell Equipment Upgrades*. This modification also includes administrative actions, including errors found in Mod 231.

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

- (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 \$487,134,929

The target fee is \$35,853,130

2. B.15 EXTENSION INCENTIVE FEE paragraph (c) is modified as follows:

- (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: \$487,134,929

Target Fee: \$35,853,130 (7.36% of target cost)

Maximum Fee: \$73,070,239 (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. EXHIBIT C.11 RH-TRU HOT CELL EQUIPMENT UPGRADES

In accordance with Section I.81, Changes Clause, this modification incorporates item #4 from Exhibit C.11; FDP Cell Master Slave Manipulators Spare Parts. CLIN C target cost is increased \$258,061 with a 7.36% fee increase of \$18,993. An update to Exhibit C.11 is

attached to this modification. The remainder of Exhibit C.11 remains unchanged.

4. **C.8.4.5.1 EXCAVATION OF BURIED WASTE (ID-0030B.02)** is modified in its entirety as follows:

The Contractor shall complete exhumation of targeted waste of 0.46 acres completing exhumation in ARP VII, with the balance being exhumed in ARP VIII.

The Contractor shall complete the demolition or disposition of ARP I and VI and terminate the fire exemptions.

The Contractor shall maintain existing ARP structures.

5. **G.5 SUBMISSION OF INVOICES** paragraph (a) is revised as follows:

(a) Cost Invoices. DOE will make payments to the contractor by electronic funds transfer not later than fourteen business days after receipt of an acceptable cost invoice from the contractor per the Prompt Payment Act. The contractor shall submit cost invoices, with supporting documentation, no more frequently than bimonthly (twice per month) in accordance with FAR Clause 52.216-7, "Allowable Cost and Payment." The contractor shall submit Cost Performance Reports (CPR) on a monthly basis. The CPR period must match the preceding invoices and must be received by DOE by the fifth working day of the following month. The contractor may include requests for B.5 and B.16 Out of Target Work fixed fee on cost invoices. The fixed fee will be paid in accordance with this paragraph.

6. **G.8 DEFECTIVE OR IMPROPER INVOICES** is revised in its entirety as follows:

Name, title, phone number, office name, and complete mailing address of officials of the business concern who are to be notified when DOE receives a defective or improper invoice.

Jeffrey A. Kerridge, CFO and Vice President
CH2M♦WG Idaho, LLC
P. O. Box 2010
1580 Sawtelle Street
Idaho Falls, ID 83403-2010

Phone number: (208) 533-3301
Email: Jeffrey.Kerridge@icp.doe.gov

7. **H.10 SMALL BUSINESS AND SMALL DISADVANTAGED BUSINESS SUBCONTRACTING PLAN** is revised in its entirety as follows:

The Small Business and Small Disadvantaged Business Subcontracting Plan submitted by the contractor, dated January 14, 2013, for this contract, and approved by the CO by this modification, is incorporated by reference in this contract. The CO shall approve any required revisions to the Plan.

Performance against the above Plan/Program will be considered in the past performance

evaluation conducted annually by the CO.

- 8. I.153 FAR 52.243-6 CHANGE ORDER ACCOUNTING (APR 1984)** is incorporated as follows:

The Contracting Officer may require change order accounting whenever the estimated cost of a change or series of related changes exceeds \$100,000. The Contractor, for each change or series of related changes, shall maintain separate accounts, by job order or other suitable accounting procedure, of all incurred segregable, direct costs (less allocable credits) of work, both changed and not changed, allocable to the change. The Contractor shall maintain such accounts until the parties agree to an equitable adjustment for the changes ordered by the Contracting Officer or the matter is conclusively disposed of in accordance with the Disputes clause.

(End of Clause)

- 9. SECTION J, ATTACHMENT B, LIST OF APPLICABLE DOE DIRECTIVES (LIST B)** is modified as attached.

List B change is as follows for DOE M 435.1-1 Chg 2, Radioactive Waste Management Manual: second paragraph after Section C.1.8.3, C.8.2.2.3 has been added to identify the extension work scope.

The remainder of List B remains unchanged.

- 10. CONTRACTOR'S STATEMENT OF RELEASE:** In consideration of the modification agreed to herein as a complete equitable adjustment for the directed change incorporate an equipment upgrade found in Exhibit C.13, *RH-TRU Hot Cell Equipment Upgrades*. 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 \$277,054.

Exhibit C.13 – RH-TRU Hot Cell Equipment Upgrades

NOTE: The projects in this exhibit are currently not included in the base scope but may be ordered pursuant to Section I.81, Changes Clause.

| | Facility | System | Description | Justification |
|-----------------|----------|--|---|--|
| PBS-0013 | | | | |
| 1 | CPP-666 | FDP Cell Master Slave Manipulators | Procure 6 master slave manipulators (FY13) and install air manifolds to support new manipulators. Manipulators are critical spares used for replacement of existing manipulators in cell main operating area. | End of Service Life and Obsolete – Manipulator failures will directly impact waste processing operations schedule in CPP-666. |
| 2 | CPP-666 | Waste Load Out Master Slave Manipulators | Procure 3 master slave manipulators (FY13) and install air manifolds to support new manipulators. Manipulators are critical spares used for replacement of existing manipulators in waste load-out area. | End of Service Life and Obsolete – Manipulator failures will directly impact waste processing operations schedule in CPP-666. |
| 3 | CPP-666 | FDP Cell Crane Replacement Motors and Control Upgrades | Procure and install new electrical control system, motor controllers, and drive components for FDP cell crane. Incorporated with Modification 241 | End of Service Life – Existing motors and controls are obsolete. Crane failure will directly impact waste processing operations schedule in CPP-666. |
| 4 | CPP-666 | FDP Cell Master Slave Manipulators Spare Parts | Procure critical spare parts for existing manipulators such as Boots, retrofitted controllers, hands, grips etc.. | Critical spare parts for existing installed equipment. Lack of spare parts will could directly impact waste processing operations schedule in CPP-666. |
| 5 | CPP-666 | FDP Cell | Install new portable power distribution board supporting electrical service to in-cell equipment. | End of Service Life. Equipment failure would directly impact waste processing operations schedule in CPP-666. |
| 6 | CPP-666 | FDP Cell | Remove the old abandoned crane system electrical control wiring. | Equipment Obsolete. The old radio control system wiring was abandon in place. The zone and anti-collision systems have been disabled due to intermittent failures. This causes many hours of trouble shooting to find problems as the as-built drawings are non-existent. This activity would remove the old |

| | | | | |
|----|---------|--|---|---|
| | | | | wiring and clean up the control cabinets. |
| 7 | CPP-666 | FDP Cell | Procure and install remote camera/video system upgrade in FDP Cell. | Existing equipment is at end of service life due to deterioration from radiation exposure. Camera system failure will directly impact process operations schedule in CPP-666. |
| 8 | CPP-666 | FDP Cell Master Slave Manipulators | Procure 11 master slave manipulators (FY14) and install air manifolds to support new manipulators. Manipulators are critical spares used for replacement of existing manipulators in cell main operating area. | End of Service Life and Obsolete – Manipulator failures will directly impact waste processing operations schedule in CPP-666. |
| 9 | CPP-666 | Waste Load Out Master Slave Manipulators | Procure 3 master slave manipulators (FY14) and install air manifolds to support new manipulators. Manipulators are critical spares used for replacement of existing manipulators in waste load-out area. | End of Service Life and Obsolete – Manipulator failures will directly impact waste processing operations schedule in CPP-666. |
| 10 | CPP-666 | FDP Cell PaR | Procure and install PaR master slave M3000. This scope removes the existing PaR Manipulator and installs a new one (M3000) with trolley onto the existing bridge and run ways. | End of Service Life. Obsolete – No spare parts available. PaR failure will directly impact waste processing operations schedule in CPP-666. |
| 11 | CPP-659 | Argon Repackaging System | Fabricate and install an argon repackaging and immersion testing system in the Decontamination Hot Cell at CPP-659 to allow repackaging of reactive waste. This modification may also include Permit and Authorization Basis modifications. | This will allow repackaging of Lot 2 waste in CPP-659 if the facility is deemed appropriate for that work. |

LIST OF APPLICABLE DOE DIRECTIVES (LIST B)

The DOE directives listed in the table below contain requirements relevant to the scope of work under this contract. In most cases, the requirements applicable to the contractor are contained in a Contractor Requirements Document (CRD) attached to the DOE directive. The contractor is encouraged to continuously evaluate the work scope and contract requirements for opportunities to improve efficiency or creativity and propose alternative methods to those specified in the DOE directives.

| Directive No. | Directive Title |
|-------------------------|---|
| DOE O 130.1 | Budget Formulation Process |
| DOE M 140.1-1B | Interface with the Defense Nuclear Facilities Safety Board |
| DOE O 144.1 Admin Chg 1 | Department of Energy American Indian Tribal Government Interactions and Policy |
| DOE O 150.1 | Continuity Programs |
| DOE O 151.1C | <p>Comprehensive Emergency Management System</p> <p><i>Clarification for DOE O 151.1C</i> <i>Building evacuation exercises at the Idaho National Laboratory (INL) are defined as evacuation drills. The term exercise implies having specific objectives and full documentation (e.g., a scenario package that includes objectives, scope, timelines, injects, controller instructions, and evaluation criteria). Drills have specific objectives and documentation but are not formally evaluated using the demonstration criteria and points of review. Drills provide supervised, “hands-on” training and are documented informally.</i></p> <p><i>Since the INL site is comprised of multiple facilities, the facility-specific requirement for annual exercises will be implemented on a site-wide basis. One site-wide exercise will be conducted annually with a specific facility identified and rotated such that each facility will be the initiating facility once every six years. Operational circumstances will be used to determine the initiating facility.</i></p> <p><i>The facility-specific requirement that all facilities must prepare an Emergency Public Information Plan and that the same plan can cover multiple facilities will be interpreted as including a site-wide plan and implemented on that basis.</i></p> |
| DOE O 153.1 | Departmental Radiological Emergency Response Assets |
| DOE O 200.1A | Information Technology Management |
| DOE O 205.1B | Department of Energy Cyber Security Management Program |
| DOE O 206.1 | Department of Energy Privacy Program |

| Directive No. | Directive Title |
|-------------------|---|
| DOE N 206.4 | Personal Identity Verification |
| DOE O 210.2A | DOE Corporate Operating Experience Program |
| DOE O 221.1A | Reporting Fraud, Waste, and Abuse to the Office of Inspector General |
| DOE O 221.2A | Cooperation with the Office of Inspector General |
| DOE O 225.1B | Accident Investigations Cancelled by DOE O 225.1B |
| DOE O 226.1B | Implementation of Department of Energy Oversight Policy |
| DOE O 227.1 | Independent Oversight Program |
| DOE O 231.1B | Environmental, Safety, and Health Reporting (New Order) |
| DOE O 232.2 | <p>Occurrence Reporting and Processing of Operations Information</p> <p><i>DOE Delegation Order No. 10 CFR 72.512.1, dated October 31, 1996, and signed by the Secretary of Energy, delegated authority to the Manager, DOE Idaho Operations Office, to act on behalf of the Secretary of Energy for licenses issued by the Nuclear Regulatory Commission (NRC) for the Three Mile Island Interim Storage System (NRC Docket #72-20) and Fort St. Vrain Independent Spent Fuel Storage Installation (NRC Docket #72-9) under 10 CFR Part 72. DOE Delegation Order No. 10 CFR 72.512.1 states, “The Nuclear Regulatory Commission is recognized as the legal regulatory authority with respect to the possession and management of materials under the subject licenses. Therefore in instances where Department of Energy orders, requirements, and/or guidelines overlap or duplicate requirements of the Nuclear Regulatory Commission related to radiation protection, nuclear safety (including quality assurance), and safeguards and security of nuclear material(s), the Nuclear Regulatory Commission requirements will apply to the design, construction, operations, and decommissioning of these Nuclear Regulatory Commission licensed facilities and activities. Department of Energy orders, regulations, and/or guidelines will apply where the Nuclear Regulatory Commission defers to the Department of Energy or does not exercise regulatory authority.”</i></p> <p><i>NRC reporting criteria and requirements codified in 10 CFR 20 and 10 CFR 72, will be used in place of similar DOE O 232.2 criteria as applicable.</i></p> |
| DOE O 231.1B | Environment, Safety, and Health Reporting |
| DOE O 243.1A | Records Management Program |
| DOE O 243.2 | Vital Records |
| DOE O 350.1 Chg 3 | Contractor Human Resource Management Programs |

| Directive No. | Directive Title |
|---------------------|---|
| DOE O 413.1B | Management Control Program |
| DOE O 413.3B | Program and Project Management for the Acquisition of Capital Assets |
| DOE O 414.1D | Quality Assurance |
| DOE O 420.1B Chg 1 | <p>Facility Safety</p> <p>Clarification for DOE O 420.1B <i>DOE Order 420.1B, Facility Safety, requires compliance with ANSI standards that have been replaced by updated versions. CWI is released from compliance with the outdated versions of the required ANSI standards. It is agreed that compliance will be the most current version of the required ANSI standards cited.</i></p> |
| DOE O 422.1 | Conduct of Operations |
| DOE O 425.1D | Verification of Readiness to Startup or Restart Nuclear Facilities |
| DOE O 426.2 | Personnel Selection, Training, Qualification and Certification Requirements for DOE Nuclear Facilities (New) |
| DOE O 430.1B Chg 2 | Real Property Asset Management |
| DOE O 433.1B | Maintenance Management Program for DOE Nuclear Facilities |
| DOE O 435.1 Chg 1 | Radioactive Waste Management |
| DOE M 435.1-1 Chg 2 | <p>Radioactive Waste Management Manual</p> <p><i>Exemption has been granted for requirements specific to the Calcined Solids Storage Facilities (CSSFs) located at the Idaho Nuclear Technology and Engineering Center (INTEC) including the requirements specific to Contingency Storage and Transfer Equipment.</i></p> <p><i>Exemption has been granted for CWI to use a non-DOE facility to treat and dispose of low-level waste (LLW) and mixed low-level waste (MLLW) in support of cleanup commitments specified in the Idaho Cleanup Project Contract DE-AC07-05ID14516, Section C.1.8.3 and C.8.2.2.3.</i></p> |
| DOE O 436.1 | Departmental Sustainability |
| DOE M 440.1-1A | DOE Explosives Safety Manual |
| DOE O 440.2B Chg 1 | Aviation Management and Safety |
| DOE M 441.1-1 | Nuclear Material Packaging Manual |
| DOE O 442.1A | Department of Energy Employee Concerns Program |
| DOE O 452.8 | Control of Nuclear Weapon Data |
| DOE O 458.1 Chg 2 | Radiation Protection of the Public and the Environment |

| Directive No. | Directive Title |
|---------------------|---|
| DOE O 460.1C | Packaging and Transportation Safety |
| DOE M 460.2-1A | Radioactive Material Transportation Practices Manual |
| DOE O 460.2A | Departmental Materials Transportation and Packaging Management |
| DOE O 470.3B | Graded Security Protection (GSP) Policy |
| DOE O 470.4B | Safeguards and Security Program |
| DOE O 471.3 Chg 1 | Identifying and Protecting Official Use Only Information |
| DOE M 471.3-1 Chg 1 | Manual for Identifying and Protecting Official Use Only Information |
| DOE O 471.6 | Information Security |
| DOE O 472.2 | Personnel Security |
| DOE O 473.3 | Protection Program Operations |
| DOE O 475.1 | Counterintelligence Program |
| DOE O 475.2A | Identifying Classified Information Cancelled by DOE O 475.2A |
| DOE O 522.1 | Pricing of Departmental Materials and Services |
| DOE O 534.1B | Accounting |
| DOE O 551.1D | Official Foreign Travel cancelled by DOE O 551.1D |
| DOE M 552.1-1A | Department of Energy Travel Manual |
| DOE O 580.1A | Department of Energy Personal Property Management Program |
| DOE O 5670.1A | Management and Control of Foreign Intelligence |