

2. AMENDMENT/MODIFICATION NO. 205	3. EFFECTIVE DATE May 30, 2018	4. REQUISITION/PURCHASE REQ. N/A No PR	5. PROJECT NO. (If applicable) N/A
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6. ISSUED BY U.S. Department of Energy Carlsbad Field Office P. O. Box 3090 Carlsbad, NM 88220-3090	CODE 03003	7. ADMINISTERED BY (If other than Item 6)	CODE
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, state, ZIP Code) Nuclear Waste Partnership, LLC Attn: Marty Gonzales Nuclear Waste Partnership 106 Newberry Street SW Aiken, SC 29801	CODE 968993910	FACILITY CODE	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
			10A. MODIFICATION OF CONTRACT/ORDER NO. DE-EM0001971
			10B. DATED (SEE ITEM 13) April 20, 2012

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 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 ACKNOWLEDGMENT 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)
NOT A FUNDING ACTION

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

	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO (Specify authority):
	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:
X	D. OTHER (SPECIFY TYPE OF MODIFICATION AND AUTHORITY Clause H. 9 Key Personnel (c) – consent of the contracting parties to amend section (d))

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

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

The purpose of this modification is to revise Special Contract Clause H. 9 Key Personnel to incorporate changes to key personnel requested by the contractor on August 28, 2017 to revise the Operations Manager effective October 15, 2017 and on May 2, 2018 to add the Chief Mining Officer position. See page 2.

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

15A. NAME AND TITLE OF SIGNER (Type or print) Tammy R. Reynolds, Deputy Project Manager & COO	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Suzanne Willes Hunt, Contracting Officer
15B. CONTRACTOR/OFFEROR BY (b) (6) <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED 5/29/2018
16B. UNITED STATES OF AMERICA BY (b) (6) <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED 5/30/18

BACKGROUND:

On August 29, 2017, NWP submitted Letter CO:17:02968 requesting approval of a change to contract Clause H.9 Key Personnel to revise the Operations Manager from Michael Love to Dennis Huddleston effective October 15, 2017.

The request was forwarded for review and comments to CBFO management, the EMCBC attorney designated as COR for legal reviews, DOE-EMCBC, and Public Affairs for review and comments prior to approving the request.

EM was supportive of the request. The DOE approved the request in writing through CBFO letter 17-0379 on September 28, 2017 with an effective date of October 15, 2017.

On May 2, 2018, NWP submitted Letter CO:17:02926 requesting approval of a change to contract Clause H.9 Key Personnel to add a new position of Chief Mining Officer, Pete Graham, effective June 1, 2018.

The request was forwarded for review and comments to CBFO management, the EMCBC attorney designated as COR for legal reviews, DOE-EMCBC, and Public Affairs for review and comments prior to approving the request.

CBFO Management reviewed the supporting documentation for NWP's request and determined that Mr. Graham had the necessary experience and credentials to become the Chief Mining Officer. EM was supportive of the request. The DOE approved the request in writing through CBFO letter 18-1811 on May 23, 2018 with an effective date of June 1, 2018.

Clause H. 9 contains fee forfeiture language so that a Operations Manager must meet a two-year retention requirement per the contract or the contractor will forfeit fee in the amount of \$250K. Mr. Love has been Operations Manager for the required two years thus meeting this requirement.

Changes to Part (d) of Clause H.9 *Key Personnel* are shown below. The last Key Personnel change was in Modification 178.

FROM: (Modification 178)

<u>Name</u>	<u>Title</u>
Bruce Covert	President and Project Manager
Tammy Reynolds	Vice President and Deputy Project Manager
Michael D. Love	Operations Manager
Mark Percy	TRU Waste Program Manager

TO: (Modification 205)

<u>Name</u>	<u>Title</u>
Bruce Covert	President and Project Manager
Tammy Reynolds	Vice President and Deputy Project Manager
Dennis Huddleston	Operations Manager
Mark Percy	TRU Waste Program Manager
Pete Graham	Chief Mining Officer

The revised clause is provided on Page 3.

H.9 KEY PERSONNEL (Mod 58, 77, 106, 118, 178, 205)

- (a) Unless approved in advance, in writing, by the CO, should any Key Personnel be removed, replaced, or diverted by the Contractor for reasons under the Contractor's control (other than to maintain satisfactory standards of employee competency, conduct, and integrity under the clause at 48 CFR 970.5203-3, Contractor's Organization) within the first two years of performance from the effective date of the contract (SF 33, Block 2); or for a replacement Key Personnel within two years of being placed in the position, the Contractor shall forfeit \$500,000 in fee if said Key Personnel is the Project Manager, and \$250,000 in fee for each removal, replacement, or diversion of all other key personnel within two years after effective date of the contract or within two years of being placed in the position.
- (b) The personnel listed below are considered essential to the work being performed under this contract. Before removing, replacing, or diverting any of the listed or specified personnel, the Contractor must: (1) notify the Contracting Officer reasonably in advance; (2) submit justification (including proposed substitutions) in sufficient detail to permit evaluation of the impact on this contract; and (3) obtain the Contracting Officer's written approval. Notwithstanding the foregoing, if the Contractor deems immediate removal or suspension of any member of its management team is necessary to fulfill its obligation to maintain satisfactory standards of employee competency, conduct, and integrity under the clause at 48 CFR 970.5203-3, Contractor's Organization, the Contractor may remove or suspend such person at once, although the Contractor must notify Contracting Officer prior to or concurrently with such action.
- (c) The list of personnel in paragraph (d) below may, with the consent of the contracting parties, be amended from time to time during the course of the contract to add or delete personnel.
- (d) List of Key Personnel – the individuals listed below are considered Key Personnel for this contract:

<u>Name</u>	<u>Title</u>
Bruce Covert	President and Project Manager
Tammy Reynolds	Vice President and Deputy Project Manager
Dennis Huddleston	Operations Manager
Mark Percy	TRU Waste Program Manager
Pete Graham	Chief Mining Officer