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|---|------------------------------------|---|------------------------------------|
| 2. AMENDMENT/MODIFICATION NO.<br><b>137</b>   | 3. EFFECTIVE DATE<br>See Block 16c | 4. REQUISITION/PURCHASE REQ.<br><b>16EM001505</b> | 5. PROJECT NO. (if applicable) N/A |
| 6. ISSUED BY<br><b>U.S. Department of Energy<br/>Carlsbad Field Office<br/>P. O. Box 3090<br/>Carlsbad, NM 88220-3090</b> |                                    | 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)<br><br><b>Nuclear Waste Partnership, LLC<br/>Attn: Marty Gonzales<br/>Nuclear Waste Partnership<br/>106 Newberry Street SW<br/>Aiken, SC 29801</b><br><br>CODE <b>968993910</b> FACILITY CODE | 9A. AMENDMENT OF SOLICITATION NO.<br><br>9B. DATED (SEE ITEM 11)<br><br>10A. MODIFICATION OF CONTRACT/ORDER NO.<br><b>DE-EM0001971</b><br>10B. DATED (SEE ITEM 13)<br><b>April 20, 2012</b> |
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**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)  
 01250 2016 33 490004 0000000 25400 1110954 0000442 0000000 0000000 \$200,000.00

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

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|   | 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). |
| X | C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: <b>1.166 DEAR 970.5243-1 Changes (DEC 2000)</b>  |
|   | 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.)**  
 The purposes of this modification are to:

- (1) Obligate funding of \$200,000.00 as certified in Procurement Request 16EM001505 in accordance with Programmatic Change Request CBFO 16-016 (NWP 16-040) approved by the Carlsbad Field Office on April 1, 2016. Total contract funding is increased from \$729,805,722.40 by \$200,000.00 to \$730,005,722.40.
- (2) Increase the Fiscal Year 2016 anticipated funding by \$200,000.00 in Section B.2.2.(b) of the contract titled Transition Costs, Anticipated Funding, and Total Available Award Fee. Total contract value is increased from \$1,658,536,663.40, by \$200,000.00, to \$1,658,736,663.40. See Page 4.
- (3) Restrict NWP's use of the funding pending the submittal and DOE approval of the Final Plan for completing the requirements of the Settlement Agreement.

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)<br><b>Kevin S. Donovan, Business Manager</b>          |                                   | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)<br><b>Vicki Diane Snow, Contracting Officer</b> |                                    |
| 15B. CONTRACTOR/OFFEROR<br>BY <b>Exemption 6</b><br><i>(Signature of person authorized to sign)</i> | 15C. DATE SIGNED<br><b>4/7/16</b> | 16B. UNITED STATES OF AMERICA<br>BY <b>Exemption 6</b><br><i>(Signature of Contracting Officer)</i>        | 16C. DATE SIGNED<br><b>4/11/16</b> |

Background for funding action:

The State of New Mexico Environment Department, the U.S. Department of Energy (DOE), and Nuclear Waste Partnership LLC, signed Settlement Agreement and Stipulated Final Order No. HWB-14-21 (CO) on January 21, 2016 to resolve the State of New Mexico Environment Department's allegations against DOE and its contractor related to the February 2014 incidents at the Waste Isolation Pilot Plant (WIPP) in Carlsbad, NM.

Paragraph 35 of the Settlement Agreement requires "Within ninety (90) calendar days of the effective date of this Settlement Agreement, the Respondents shall obligate \$1 million to fund enhanced training and capabilities for local emergency responders, including funding for training and exercises with local mine rescue teams, in and around Carlsbad, NM, that exist at the time this Settlement Agreement is signed."

Out of the \$1M, funding of \$800,000 for training activities, supplies, and equipment has already been provided through Financial Assistance Agreement DE-FC29-AL53813 with the New Mexico Energy, Minerals, and Natural Resources Department for pass through to the local agencies in and around Carlsbad, NM.

In Modification 137, the remaining \$200,000 of the \$1M is obligated to Contract DE-EM0001971 with Nuclear Waste Partnership LLC for training and exercises with existing local mine rescue teams, in and around Carlsbad, NM.

The effective date of the obligation of funding in Modification 137 is the date the modification is signed by the Department of Energy and is within the 90-day requirement for obligation of funding.

Although the funding and budget for these activities was approved in Programmatic Change Request (PCR) CBFO 1-016 (NWP 16-040), the PCR did not provide the finalized schedule or the detailed costs for each activity for the Carlsbad Field Office to determine cost reasonableness. Until the final plan is submitted to the Carlsbad Field Office for approval and a cost reasonableness determination, the contractor shall not spend any of the funding obligated in this modification. The preliminary list of proposed activities and equipment approved per the Regional Response Capabilities Strategic Plan for 2016 is provided below prior to finalization.

| Activity/Equipment   | Core Capability                   | 2016 Cost     |
|--|-----------------------------------|---------------|
| <b>Dräger RZ 7000 Testers x 6</b><br>Approx. \$8k each   | Mass Search and Rescue Operations | \$50k         |
| <b>MRT Training – MX6 Gas Detector Course</b><br><i>Note: Cost is estimated for vendor travel and training (2 x 3-day course) for a minimum of six Mine Rescue Teams (6- 10 person teams) to participate.</i><br>MX6 Gas Detector Course # 1 (\$20k)<br>MX6 Gas Detector Course # 2 (\$20k)  | Mass Search and Rescue Operations | \$40k         |
| <b>MRT Training (e.g. Colorado School of Mines)</b><br><i>Note: Cost is estimated for travel and training for a minimum of four Mine Rescue Teams (6-10 person teams) to participate.</i><br>Training Academy Course # 1 (\$25k)<br>Training Academy Course # 2 (\$25k)  | Mass Search and Rescue Operations | \$50k         |
| <b>MRT Exercises/Competitions (Local, Regional)</b><br><i>Note: Cost is estimated for travel and training (1-week) for a minimum of four Mine Rescue Teams (6-10 person teams) to participate.</i><br>Exercise/Competition # 1 (\$15k)<br>Exercise/Competition # 2 (\$15k)<br>Exercise/Competition # 3 (\$15k)<br>Exercise/Competition # 4 (\$15k) | Mass Search and Rescue Operations | \$60k         |
| <b>Total</b>   |                                   | <b>\$200k</b> |

The final plan submitted to the Carlsbad Field Office will include detailed schedules for the specific training classes and exercises planned, the number of participants from local mines and WIPP employees projected for each activity, and detailed cost estimates for classes, registration fees, travel and per diem, supplies, and any other miscellaneous costs associated with these activities.

Per the Settlement Agreement, the completion date for the activities funded in this modification is September 30, 2016. In the interim, the contractor shall provide the Carlsbad Field Office quarterly progress and financial reports providing the status for completing these activities. Reports will be transmitted to the following staff with the first report due July 10, 2016.

Carlsbad Field Office Contracting Officer  
Carlsbad Field Office Emergency Management Specialist

Page 4 of this modification provides the revised Section B.2.2.(b) of the contract incorporating the increase to funding and budget for Fiscal Year 2016.

All other terms and conditions remain unchanged.

| Changes to Section B.2-2(b) Transition Cost, Anticipated Funding, and Total Available Award Fee                     | Actual Funding          | Anticipated Funding       | Annual Fee Base***   |
|---|-------------------------|---------------------------|----------------------|
| <b>CLIN 1: Transition</b>   |                         |                           |                      |
| July 1, 2012 - September 30, 2012   | \$1,553,670.00          | \$1,553,670.00            |                      |
| <b>CLIN 2: Base Period – Site Operations</b>  |                         |                           |                      |
| October 1, 2012 through September 30, 2013  | \$141,902,556.74        | \$141,902,556.74          | \$109,238,604        |
| Funding transferred from WTS contract   | \$7,995,864.65          | \$7,995,864.65            |                      |
| Funding from other DOE entities per H.55  | \$11,373,074.35         | \$11,373,074.35           |                      |
| October 1, 2013 through September 30, 2014  | \$139,265,040.00        | \$139,265,040             | \$109,238,604        |
| Funding from other DOE entities per H.55  | \$1,232,980.92          | \$1,232,980.92            |                      |
| October 1, 2014 through September 30, 2015  | \$126,513,115.82        | \$126,513,115.82          | \$100,097,068        |
| Funding from other DOE entities per H.55  | \$5,551,193.66          | \$5,551,193.66            |                      |
| October 1, 2015 through September 30, 2016  | <b>\$69,709,306.00</b>  | <b>\$143,633,488</b>      | \$109,238,604        |
| Funding from other DOE entities per H.55  | \$3,688,835.26          | \$3,688,835.26            |                      |
| October 1, 2016 through September 30, 2017  | \$0.00                  | \$133,217,810             | \$109,238,604        |
| Funding from other DOE entities per H.55  | \$0.00                  | \$0                       |                      |
| <b>TOTALS</b>   | <b>\$507,231,967.40</b> | <b>\$714,373,959.40</b>   | <b>\$537,051,484</b> |
| <b>CLIN 3: Option Period – Site Operations</b>  |                         |                           |                      |
| October 1, 2017 through September 30, 2018  | \$0.00                  | \$133,217,810             | \$109,238,604        |
| October 1, 2018 through September 30, 2019  | \$0.00                  | \$133,217,810             | \$109,238,604        |
| October 1, 2019 through September 30, 2020  | \$0.00                  | \$133,217,810             | \$109,238,604        |
| October 1, 2020 through September 30, 2021  | \$0.00                  | \$133,217,810             | \$109,238,604        |
| October 1, 2021 through September 30, 2022  | \$0.00                  | \$133,217,810             | \$109,238,604        |
| <b>TOTALS</b>   |                         | <b>\$666,089,050</b>      | <b>\$546,193,020</b> |
| <b>CLIN 4: WBS. 1.7 Performance Measurement Baseline for Recovery Activities</b>                                    |                         |                           |                      |
| FY14 WIPP Recovery Project WBS 1.7, Fee, MR: (Note: FY14 funding was obligated to CLIN 2 in STRIPES before Mod 94)  | \$31,148,035.00         | \$31,148,035              |                      |
| FY15 WIPP Recovery Project WBS 1.7, Fee, MR - (Note: FY15 funding was obligated to CLIN 2 in STRIPES before Mod 94) | \$122,713,847.00        | \$122,713,847             | \$82,115,542         |
| FY16 WIPP Recovery Project WBS 1.7, Fee, MR   | \$59,278,134.00         | \$79,459,008              |                      |
| FY17 WIPP Recovery Project WBS 1.7, Fee, MR   | \$0.00                  | \$12,322,628              |                      |
| FY18 WIPP Recovery Project WBS 1.7, Fee, MR   | \$0.00                  | \$358,466                 |                      |
| <b>TOTALS</b>   | <b>\$213,140,016.00</b> | <b>\$246,001,984</b>      | <b>\$82,115,542</b>  |
| <b>CLIN 5: WBS 1.8 Capital Asset Project(s) for Permanent Ventilation System and Exhaust Shaft</b>                  |                         |                           |                      |
| FY16 funding -Capital Asset Project 15-D-411  | \$6,000,000.00          | \$23,218,000.00           |                      |
| FY16 funding – Capital Asset Project 15-D-412   | \$2,080,069.00          | \$7,500,000.00            |                      |
| <b>TOTALS</b>   | <b>\$8,080,069.00</b>   | <b>\$30,718,000.00</b>    |                      |
| <b>Total Contract Funding to Date</b>   | <b>\$730,005,722.40</b> |                           |                      |
| <b>Total Contract Value</b>   |                         | <b>\$1,658,736,663.40</b> |                      |