

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 146	3. EFFECTIVE DATE 07/31/2009	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) BATTELLE ENERGY ALLIANCE, LLC Attn: Lisa A. Sehlke P.O. BOX 1625 IDAHO FALLS ID 834150001		(X) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 152020629 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		X 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC07-05ID14517	
		10B. DATED (SEE ITEM 11) 11/09/2004	

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)

N/A

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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: See Below
	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 Purpose of this Modification is to update Part III Section J-G, List of Applicable DOE Directives (List B). Attachments: Modification Information Pages and revised Section J Attachment G (List B).

Block 13 C of Standard form 30: Clause I.14, Laws Regulation and DOE Directives and Part III, Section J, Attachment G List of Applicable DOE Directives (List B).

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) Lisa A. Sehlke	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Suzette M. Olson
15B. CONTRACTOR/OFFEROR <i>Lisa A. Sehlke</i> (Signature of person authorized to sign)	15C. DATE SIGNED 8-4-09
16B. UNITED STATES OF AMERICA <i>Suzette M. Olson</i> (Signature of Contracting Officer)	16C. DATE SIGNED 8/4/09

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED	PAGE	OF
	DE-AC07-05ID14517/146	2	2

NAME OF OFFEROR OR CONTRACTOR
 BATTELLE ENERGY ALLIANCE, LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
00001	Subj to Retent: N FOB: Destination Period of Performance: 11/09/2004 to 09/30/2014 Change Item 00001 to read as follows (amount shown is the total amount): MANAGEMENT AND OPERATIONS OF THE INL Line item value is: \$8,500,000,000.00 Incrementally Funded Amount: \$3,870,832,047.11				8,500,000,000.00

Part III Section J, Attachment G, List of Applicable DOE Directives (List B), Pages J-G1 - J-G5 are deleted in their entirety and replaced with the attached Part III Section J, Attachment G, List of Applicable DOE Directives (List B), Pages J-G1 - J-G5.

Current Updates: This Modification of Contract incorporates the following additions, deletions, exclusions and corrections to the applicable DOE Directives.

Directives Added

DOE O 150.1 – *Continuity Programs* (CCN 214312)

DOE M 470.4-4A – *Information Security Manual* (CCN 217009)

DOE M 205.1-6 – *Media Sanitization Manual* (CCN 217009)

DOE M 205.1-7 – *Security Controls for Unclassified Information Systems Manual* (CCN 217009)

DOE M 205.1-8 – *Cyber Security Incident Management Manual* (CCN 217009)

DOE O 206.1 - *Department of Energy Privacy Program* (CCN 217009)

Directives Removed

DOE N 206.5 - *Response and Notification Procedures for Data Breaches Involving Personally Identifiable Information*, Cancelled by DOE O 206.1

DOE M 470.4-4, Chg 1 - *Information Security*, Cancelled by DOE M 470.4-4A

Directives Excluded

DOE O 462.1 – *Import and Export of Category 1 and 2 Radioactive Sources and Aggregate Quantities*

The following are administrative corrections made:

DOE M 142.2-1 - *Manual for Implementation of the Voluntary Offer Safeguards Agreement and Additional Protocol with the International Atomic Energy Agency* (Corrected Spelling of Protocol)

DOE O 142.3, Chg 1 - *Unclassified Foreign Visits and Assignments Program* (Added the word “Program”)

DOE N 456.1 - *The Safe Handling of Unbound Engineered Nanoparticles* (corrected spelling of Nanoparticles)

DOE M 471.2-3B - *Special Access Program Policies, Responsibilities, and Procedures Manual*
(added the word “Manual”, and removed “(SAP)”)

DOE O 5480.30, Chg 1 – *Nuclear Reactor Safety Design Criteria* (“Advances” corrected to
“Advanced”)

All other terms and conditions remain unchanged.

The following DOE directives 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 shall continuously evaluate the work scope and contract requirements for opportunities to improve efficiency or creativity. In support of that objective, Section H, Clause H.5 defines a process by which the Contractor may propose alternative methods to the DOE directives listed in this section.

Directive Number	Directive Title
<u>DOE O 110.3A</u>	CONFERENCE MANAGEMENT
<u>DOE O 130.1</u>	BUDGET FORMULATION PROCESS
<u>DOE M 140.1-1B</u>	INTERFACE WITH THE DEFENSE NUCLEAR FACILITIES SAFETY BOARD
<u>DOE O 142.1</u>	CLASSIFIED VISITS INVOLVING FOREIGN NATIONALS
<u>DOE M 142.2-1</u>	MANUAL FOR IMPLEMENTATION OF THE VOLUNTARY OFFER SAFEGUARDS AGREEMENT AND ADDITIONAL PROTOCOL WITH THE INTERNATIONAL ATOMIC ENERGY AGENCY
<u>DOE O 142.2A</u>	VOLUNTARY OFFER SAFEGUARDS AGREEMENT AND ADDITIONAL PROTOCOL WITH THE INTERNATIONAL ATOMIC ENERGY AGENCY
<u>DOE O 142.3, CHANGE 1</u>	UNCLASSIFIED FOREIGN VISITS AND ASSIGNMENTS PROGRAM
<u>DOE O 144.1</u>	DEPARTMENT OF ENERGY AMERICAN INDIAN TRIBAL GOVERNMENT INTERACTIONS AND POLICY
<u>DOE O 150.1</u>	CONTINUITY PROGRAMS
<u>DOE O 151.1C</u>	COMPREHENSIVE EMERGENCY MANAGEMENT SYSTEM
<u>DOE O 153.1</u>	DEPARTMENTAL RADIOLOGICAL EMERGENCY RESPONSE ASSETS
<u>DOE O 200.1A</u>	INFORMATION TECHNOLOGY MANAGEMENT
<u>DOE M 200.1-1, Chapter 9</u>	PUBLIC KEY CRYPTOGRAPHY AND KEY MANAGEMENT
<u>DOE O 205.1A</u>	DEPARTMENT OF ENERGY CYBER SECURITY MANAGEMENT
	TELECOMMUNICATIONS SECURITY MANUAL
<u>DOE M 205.1-3</u>	<i>(THIS MANUAL IS CLASSIFIED AND IS THEREFORE NOT AVAILABLE ELECTRONICALLY, FOR A COPY OF THIS MANUAL PLEASE CONTACT SHARON SHANK AT (301) 903-3047)</i>
<u>DOE M 205.1-4</u>	NATIONAL SECURITY SYSTEM MANUAL
	CYBER SECURITY PROCESS REQUIREMENTS MANUAL
<u>DOE M 205.1-5</u>	<i>Clarification for DOE M 205.1-5 The Manuals take precedence over the PCSP. If there are questions contact the appropriate point of contact for Classified/Unclassified Cyber Security</i>
<u>DOE M 205.1-6</u>	MEDIA SANITATION MANUAL
<u>DOE M 205.1-7</u>	SECURITY CONTROLS FOR UNCLASSIFIED INFORMATION SYSTEMS MANUAL
<u>DOE M 205.1-8</u>	CYBER SECURITY INCIDENT MANAGEMENT MANUAL
<u>DOE O 206.1</u>	DEPARTMENT OF ENERGY PRIVACY PROGRAM
<u>DOE N 206.4</u>	PERSONAL IDENTITY VERIFICATION
<u>DOE O 210.2</u>	DOE CORPORATE OPERATING EXPERIENCE PROGRAM

Directive Number	Directive Title
<u>DOE O 221.1A</u>	REPORTING FRAUD, WASTE, AND ABUSE TO THE OFFICE OF INSPECTOR GENERAL
<u>DOE O 221.2A</u>	COOPERATION WITH THE OFFICE OF INSPECTOR GENERAL
<u>DOE O 225.1A</u>	ACCIDENT INVESTIGATIONS
<u>DOE O 226.1A</u>	IMPLEMENTATION OF DEPARTMENT OF ENERGY OVERSIGHT POLICY
<u>DOE M 231.1-1A CHANGE 2</u>	ENVIRONMENT, SAFETY, AND HEALTH REPORTING MANUAL <i>Clarification for DOE M 231.1-1A, Chg 2 For purposes of making recordability determinations for those cases involving small subcontractors, as set forth in Attachment 1, Section 3.e, classifications will be made using the best available information, recognizing the constraints involved in accessing medical information of individuals who are not direct employees. Additionally, incorporation of the occupational injury/illness reporting requirements into the contracts of the small subcontractors addressed in this section will be completed by October 1, 2008, allowing for completion of the incorporation as part of the normal contract renewal cycle.</i>
<u>DOE M 231.1-2</u>	OCCURRENCE REPORTING AND PROCESSING OF OPERATIONS INFORMATION
<u>DOE N 234.1</u>	REPORTING OF RADIOACTIVE SEALED SOURCES
<u>DOE O 241.1A CHANGE 1</u>	SCIENTIFIC AND TECHNICAL INFORMATION MANAGEMENT
<u>DOE O 243.1</u>	RECORDS MANAGEMENT PROGRAM
<u>DOE O 243.2</u>	VITAL RECORDS
<u>DOE O 252.1</u>	TECHNICAL STANDARDS PROGRAM
<u>DOE O 341.1A</u>	FEDERAL EMPLOYEE HEALTH SERVICES <i>The applicability of DOE O 341.1A is limited to the Contractor's Occupational Medical Program, which also provides services to Federal employees.</i>
<u>DOE O 350.2A</u>	USE OF MANAGEMENT AND OPERATING OR OTHER FACILITY MANAGEMENT CONTRACTOR EMPLOYEES FOR SERVICES TO DOE IN THE WASHINGTON D.C. AREA
<u>DOE O 412.1A</u>	WORK AUTHORIZATION SYSTEM
<u>DOE O 413.1B</u>	INTERNAL CONTROL PROGRAM
<u>DOE O 413.2B</u>	LABORATORY DIRECTED RESEARCH AND DEVELOPMENT
<u>DOE O 413.3A CHANGE 1</u>	PROGRAM AND PROJECT MANAGEMENT FOR THE ACQUISITION OF CAPITAL ASSETS
<u>DOE O 414.1C</u>	QUALITY ASSURANCE
<u>DOE O 420.1B</u>	FACILITY SAFETY <i>Clarification for DOE O 420.1B: DOE O 420.1B requires compliance with ANSI standards that have been replaced by updated versions. BEA 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>

Directive Number	Directive Title
<u>DOE O 420.2B</u>	SAFETY OF ACCELERATOR FACILITIES
<u>DOE O 425.1C</u>	STARTUP AND RESTART OF NUCLEAR FACILITIES
<u>DOE O 430.1B</u> <u>CHANGE 1</u>	REAL PROPERTY ASSET MANAGEMENT
<u>DOE O 430.2B</u>	DEPARTMENTAL ENERGY, RENEWABLE ENERGY AND TRANSPORTATION MANAGEMENT
<u>DOE O 433.1A</u>	MAINTENANCE MANAGEMENT PROGRAM FOR DOE NUCLEAR FACILITIES
<u>DOE O 435.1</u> <u>CHANGE 1</u>	RADIOACTIVE WASTE MANAGEMENT
<u>DOE M 435.1-1</u> <u>CHANGE 1</u>	RADIOACTIVE WASTE MANAGEMENT MANUAL
<u>DOE M 440.1-1A</u>	DOE EXPLOSIVES SAFETY MANUAL
<u>DOE O 440.2B</u> <u>CHANGE 1</u>	AVIATION MANAGEMENT AND SAFETY
<u>DOE M 442.1-1</u>	DIFFERING PROFESSIONAL OPINIONS MANUAL FOR TECHNICAL ISSUES INVOLVING ENVIRONMENT, SAFETY, AND HEALTH
<u>DOE O 442.1A</u>	DEPARTMENT OF ENERGY EMPLOYEE CONCERNS PROGRAM
<u>DOE O 443.1A</u>	PROTECTION OF HUMAN SUBJECTS
<u>DOE O 450.1A</u>	ENVIRONMENTAL PROTECTION PROGRAM <i>Clarification for DOE O 450.1A: Aspects of DOE O 450.1A, related to offsite monitoring and evaluation of potential impacts to biota in the vicinity of the DOE activity are performed by the Idaho Operations Office, Environmental Surveillance and Research Contractor and are not part of this contract with exceptions. BEA is responsible for compliance with DOE O 450.1A at the INL except for those activities performed by the Idaho Operations Office, Environment Surveillance and Research Contract (see Section J, Attachment F-5) or the ICP Contractor.</i>
<u>DOE M 450.4-1</u>	INTEGRATED SAFETY MANAGEMENT SYSTEM MANUAL
<u>DOE N 456.1</u>	THE SAFE HANDLING OF UNBOUND ENGINEERED NANOPARTICLES
<u>DOE P 456.1</u>	SECRETARIAL POLICY STATEMENT ON NANOSCALE SAFETY
<u>DOE O 460.1B</u>	PACKAGING AND TRANSPORTATION SAFETY
<u>DOE O 460.2A</u>	DEPARTMENTAL MATERIALS TRANSPORTATION AND PACKAGING MANAGEMENT
<u>DOE M 460.2-1A</u>	RADIOACTIVE MATERIAL TRANSPORTATION PRACTICES MANUAL
<u>DOE O 470.2B</u>	INDEPENDENT OVERSIGHT AND PERFORMANCE ASSURANCE PROGRAM
<u>DOE O 470.3B</u>	GRADED SECURITY PROTECTION (GSP) POLICY <i>(This Order is classified as (Secret // RD // NOFORN) and will not be available on the Directives portal. For distribution, contact John Fitzgibbons, 301-903-1361, john.fitzgibbons@hq.doe.gov)</i>
<u>DOE M 470.4-1</u> <u>CHANGE 1</u>	SAFEGUARDS AND SECURITY PROGRAM PLANNING AND MANAGEMENT

Directive Number	Directive Title
<u>DOE M 470.4-2</u> <u>CHANGE 1</u>	PHYSICAL PROTECTION
<u>DOE M 470.4-3A</u>	CONTRACTOR PROTECTIVE FORCE
<u>DOE M 470.4-3</u> <u>CHANGE 1</u>	PROTECTIVE FORCE <i>Clarification for DOE M 470.4-3 Chg 1: DOE M 470.4-3A, cancels Attachment 2 (CRD) except Section C</i>
<u>DOE M 470.4-4A</u>	INFORMATION SECURITY MANUAL
<u>DOE M 470.4-5</u>	PERSONNEL SECURITY
<u>DOE M 470.4-6</u> <u>CHANGE 1</u>	NUCLEAR MATERIAL CONTROL AND ACCOUNTABILITY
<u>DOE M 470.4-7</u>	SAFEGUARDS AND SECURITY PROGRAM REFERENCES
<u>DOE M 471.1-1</u> <u>CHANGE 1</u>	IDENTIFICATION AND PROTECTION OF UNCLASSIFIED CONTROLLED NUCLEAR INFORMATION MANUAL
<u>DOE O 471.1A</u>	IDENTIFICATION AND PROTECTION OF UNCLASSIFIED CONTROLLED NUCLEAR INFORMATION
<u>DOE M 471.2-3B</u>	SPECIAL ACCESS PROGRAM POLICIES, RESPONSIBILITIES, AND PROCEDURES <i>(This Manual is for "OFFICIAL USE ONLY" and will not be distributed on the Directives' Portal. For distribution please contact: Office of the Director, Office of Security at (202) 586-6775)</i>
<u>DOE O 471.3</u>	IDENTIFYING AND PROTECTING OFFICIAL USE ONLY INFORMATION
<u>DOE M 471.3-1</u>	MANUAL FOR IDENTIFYING AND PROTECTING OFFICIAL USE ONLY INFORMATION
<u>DOE M 475.1-1B</u>	MANUAL FOR IDENTIFYING CLASSIFIED INFORMATION
<u>DOE O 475.1</u>	COUNTERINTELLIGENCE PROGRAM
<u>DOE O 475.2</u>	IDENTIFYING CLASSIFIED INFORMATION
<u>DOE M 481.1-1A</u> <u>CHANGE 1</u>	REIMBURSABLE WORK FOR NON-FEDERAL SPONSORS PROCESS MANUAL <i>Clarification for DOE M 481.1-1A: For implementation of DOE M 481.1-1A, Intercompany Work Transfers (IWTs) are not within the scope of Work for Others (WFO).</i>
<u>DOE O 482.1</u>	DOE FACILITIES TECHNOLOGY PARTNERING PROGRAMS
<u>DOE O 483.1</u>	DOE COOPERATIVE RESEARCH AND DEVELOPMENT AGREEMENTS
<u>DOE M 483.1-1</u>	DOE COOPERATIVE RESEARCH AND DEVELOPMENT AGREEMENTS MANUAL
<u>DOE O 484.1</u>	REIMBURSABLE WORK FOR THE DEPARTMENT OF HOMELAND SECURITY
<u>DOE O 522.1</u>	PRICING OF DEPARTMENTAL MATERIALS AND SERVICES
<u>DOE O 534.1B</u>	ACCOUNTING
<u>DOE O 551.1C</u>	OFFICIAL FOREIGN TRAVEL
<u>DOE O 580.1</u>	DEPARTMENT OF ENERGY PERSONAL PROPERTY MANAGEMENT PROGRAM
<u>DOE O 1450.4</u>	CONSENSUAL LISTENING-IN TO OR RECORDING TELEPHONE/RADIO CONVERSATIONS

Directive Number	Directive Title
<u>DOE O 5400.5</u> <u>CHANGE 2</u>	RADIATION PROTECTION OF THE PUBLIC AND THE ENVIRONMENT
<u>DOE O 5480.19</u> <u>CHANGE 2</u>	CONDUCT OF OPERATIONS REQUIREMENTS FOR DOE FACILITIES
<u>DOE O 5480.20A</u> <u>CHANGE 1</u>	PERSONNEL SELECTION, QUALIFICATION, AND TRAINING REQUIREMENTS FOR DOE NUCLEAR FACILITIES
<u>DOE O 5480.30</u> <u>CHANGE 1</u>	NUCLEAR REACTOR SAFETY DESIGN CRITERIA <i>DOE O 5480.30 applies to any non-NRC licensed reactor design undertaken or to be deployed at the INL, and to design modifications to the Advanced Test Reactor</i>
<u>DOE O 5610.2</u> <u>CHANGE 1</u>	CONTROL OF WEAPON DATA
<u>DOE O 5639.8A</u>	SECURITY OF FOREIGN INTELLIGENCE INFORMATION AND SENSITIVE COMPARTMENTED INFORMATION FACILITIES
<u>DOE O 5660.1B</u>	MANAGEMENT OF NUCLEAR MATERIALS
<u>DOE O 5670.1A</u>	MANAGEMENT AND CONTROL OF FOREIGN INTELLIGENCE