

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
				1 2	
2. AMENDMENT/MODIFICATION NO. 136		3. EFFECTIVE DATE 04/15/2009		4. REQUISITION/PURCHASE REQ. NO. 09NE000270	
6. ISSUED BY Idaho Operations U.S. Department of Energy Idaho Operations 1955 Fremont Avenue Idaho Falls ID 83415		CODE 00701		5. PROJECT NO. (If applicable)	
		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		CODE 152020629		FACILITY CODE	
				9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				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)

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	See Block 14

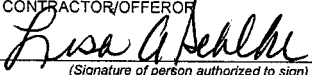

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copies to the issuing office.

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

Modification Authority: DEAR 970.5215-1, Total Available Fee: Base Fee Amount and Performance Fee Amount

The Purpose of this modification is to Incorporate changes to the Sections 1.1, 1.3. 1.6 and 2.3.4 of the FY 2009 Performance Evaluation and Measurement Plan (PEMP)
 Subj to Retent: N
 FOB: Destination
 Period of Performance: 11/09/2004 to 09/30/2014
 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  (Signature of person authorized to sign)	15C. DATE SIGNED 4/21/2009	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 4/22/09

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED	PAGE	OF
	DE-AC07-05ID14517/136	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	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: \$3,668,286,653.95			8,500,000,000.00	

The purpose of this modification is to incorporate changes to the FY 09 PEMP 1.1, 1.3, 1.6 and 2.3.4 under Rev.2.

1.1 Advanced Fuel Cycle Initiative (AFCI) Technical Integration Office (TIO)

- Complete development of the draft FY 2008 AFCI Status Report to Congress and submit it for DOE-NE review by November 30, 2008;
- Provide monthly financial and schedule analyses and trend interpretation reports to DOE-NE by the last day of the following month (e.g., October 2008 information will be provided by November 30, 2008). These reports will include cost and schedule variance analysis, milestone status information, carry-over projections and evaluations (to be included in the March 2009 through September 2009 reports), accomplishment descriptions, and corrective action plans for activities with schedule or cost deviations of greater than 10%;
- Complete an assessment of quality rigor determinations included in the FY 2009 AFCI work packages by January 31, 2009. Ensure these determinations were performed in accordance with the approved QA Graded Approach Procedure, and that they accurately reflect the level of QA that should be applied to each work package;
- Submit a draft revision of the AFCI QA Program Document to DOE-NE that is consistent with current DOE QA requirements for all AFCI activities, and consistent with Nuclear Regulatory Commission requirements for licensing-related activities, within 30 days of the end of the continuing resolution period or by August 31, 2009, whichever is earlier;
- Develop training presentations on use of the AFCI Document Management System and use of the AFCI Portal, and place the presentations on the AFCI Portal where community members can access them, by March 31, 2009;
- Complete development of Planning Packages for FY 2010 within five weeks after budget guidance is provided by DOE-NE.
- Develop a draft AFCI Options Study Report that summarizes nuclear fuel cycle option information developed during FY 2009. The draft report will serve as a tool for policy-makers involved in making decisions about fuel cycle implementation in the U.S. The report will be delivered to DOE-NE for review by September 30, 2009.

1.3 Next-Generation Nuclear Plant (NGNP)/Generation IV (GEN IV) Project

- Complete characterization of the B&W UO₂ TRISO particles by March 31, 2009

1.6 Radioisotope Power Systems (RPS)

- Complete by September 23, 2009, all activities required to be ready to ship (excluding cask certification) the MMRTG to Kennedy Space Center (KSC) and activities to be ready to initiate ground support activities at KSC including developing the Documented Safety Analysis, procedures (excluding Vertical Integration Facility operations), and the hurricane plan and incorporating DOE comments into these documents. Review and comment by the external community (National Aeronautics and Space Administration, Jet Propulsion Laboratory, and Rocketdyne) within this timeframe is not required
- Transport remaining stores of neptunium oxide from Savannah River Site (SRS) and place into storage at the MFC
- Complete by September 23, 2009, technical evaluations to establish what is required to ship excess Pu-238 heat sources stored at the INL to LANL
- Perform preparation activities for the transportation of plutonium residue drums from the Hanford Site to Savannah River Site by September 23, 2009.
- Fabricate shipping container hardware for the next two shipments of Pu-238 from Russia by September 23, 2009

Grade	Performance
A- to A+	<p>Additional measures of performance to exceed B+ rating include:</p> <ol style="list-style-type: none"> 1) Demonstrated progress and effort towards supporting DOE's goal for re-establishing domestic production of Pu-238 and/or progress towards down selecting alternatives to the current aqueous and powder processing techniques for production of Pu-238 heat sources. Success will be based on establishing collaborations with universities, industry, other laboratories, etc., securing relevant research funding and/or providing DOE with planning support. 2) Demonstrate substantial improvement in procedure preparation and issues management, including supporting a special production readiness review for infrastructure/facility operations and subsequent close out of action items. 3) Demonstrated progress and effort towards DOE's goal for establishing the ability to fuel and test a radioisotope powered Stirling engine by 2013 to support a 2014 NASA mission. <p>Meets above milestones on or ahead of schedule and within budget as defined in the lifecycle project baseline and:</p> <ul style="list-style-type: none"> • All three additional measures completed = A+ • Two additional measures completed = A • One additional measure completed = A- <p>(Note: If a grade in the A range can not be achieved due to missing milestones, progress on these additional measures will be considered in determining the sign of the lower grade INL is eligible to receive.)</p>

2.3.4 Nuclear Materials Management

INL is responsible for management of spent nuclear fuel and unirradiated or slightly irradiated special nuclear materials that are primarily stored at MFC and ATR Complex. The effective and efficient management of nuclear materials is essential for supporting INL missions and is achieved by ensuring materials needed to support DOE/laboratory missions are available, and by dispositioning, either through recycle or disposal, materials that are no longer needed.

In determining the performance of this measure, DOE shall evaluate the following deliverables against the established criteria:

- Support accelerated disposition of remote-handled transuranic (RH TRU) waste to the Waste Isolation Pilot Plant (WIPP) in accordance with DOE-approved scope and schedule.
- Retrieve approximately 110 RH TRU Hot Fuel Examination Facility (HFEE)-5 cans stored at the Radioactive Scrap and Waste Facility (RSWF) for transport by the Office of Environmental Management (EM) Contractor from RSWF to the Idaho Nuclear Technology

and Engineering Center for processing in preparation for disposition at the Waste Isolation Pilot Plant (WIPP). Waste cans that cannot be retrieved and shipped under the EM Contractor prepared transportation plan (e.g., high fissile loading and/or high radiation levels, etc.), or that contain amounts of accountable material that the EM Contractor cannot accommodate, may be eliminated from the retrieval and shipping campaign with DOE concurrence.

Support the transfer of unfunded INL environmental liabilities from the Office of Nuclear Energy (NE) to EM by supporting DOE and the EM Contractor in transferring identified legacy, contaminated excess facilities for decontamination and demolition (D&D) beginning in FY 2009 in accordance with DOE-approved scope.

- Complete offsite shipment of at least 300 Kg of excess Special Nuclear Material
- Initiate reactivation of CPP-651 taking into consideration appropriate mission requirements, by completing the following within one year of receiving required funding:
 - Complete preparation of facility reactivation Project Execution Plan (PEP)
 - Prepare facility for reactivation by removing unneeded storage racks and cabinets and repairing hydraulic doors
 - Design and construct a physical barrier around CPP-651 defining the Property Protection Area (PPA), and design and initiate construction of an intrusion detection system and alarm assessment system for the CPP-651 PPA

All other terms and conditions remain unchanged.