

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 9
2. AMENDMENT/MODIFICATION NO. 000002	3. EFFECTIVE DATE 08/07/2012	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable) DE-SOL-0003552
6. ISSUED BY NNSA/Business Services Division U.S. Department of Energy Business Services Division P.O. Box 5400 Krystal Maestas/(505) 845-4268 Albuquerque NM 87185-5400	CODE 05001	7. ADMINISTERED BY (If other than Item 6) NNSA/Business Services Division U.S. Department of Energy Business Services Division P.O. Box 5400 Krystal Maestas/(505) 845-4268 Albuquerque NM 87185-5400	CODE 05001
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(x) 9A. AMENDMENT OF SOLICITATION NO. DE-SOL-0003552	
		x 9B. DATED (SEE ITEM 11) 07/02/2012	
		10A. MODIFICATION OF CONTRACT/ORDER NO.	
		10B. DATED (SEE ITEM 13)	
CODE	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 1 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 Amendment #002 is to update Section L, Provisions NNS-L-1000, NNS-L-1004, NNS-L-1013 and Attachment L-7.

NOTE: Provision NNS-L-1000 has been amended to extend receipt of proposals which are now due on August 20, 2012.

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)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Catherine L. Waters
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 08/07/2012

CONTRACT SPECIALIST

KRYSTAL L. MAESTAS

United States Department of Energy
NNSA Contracts and Procurement Division
Attn: Krystal L. Maestas, Bldg 388 / NA-APM-124.2
P. O. Box 5400
Albuquerque, NM 87185-5400

Phone: 505-845-4268

E-Mail: krystal.maestas@nnsa.doe.gov

SCHEDULE OF CHANGES

A. Solicitation No. DE-SOL-0003552 is amended as follows:

1) Section L, Provision NNS-L-1000 PROPOSAL SUBMISSION ADDRESS AND DUE DATES OF OFFEROR'S PROPOSAL (FEB 2012): Paragraph (a) and (c) are revised as follows:

Paragraph (a):

FROM:

(a) Proposals shall be submitted in hard copy NO LATER THAN 12:00 pm MT on August 10, 2012. See FAR 52.215-1(c)(3)(ii), "Instructions to Offerors-Competitive Acquisition," for treatment of late proposals. Submission of the original hard copy proposal will constitute the official submission of the Offeror's proposal. Hard copies of the proposal shall include Volume I, II, and III along with the CD ROMs. It is the responsibility of the Offeror, prior to the offer due date and time, to verify successful transmission or delivery of all proposal information to the Contracting Officer via the acquisition mailbox at Pantex.Y-12.DOE.ProForce.SEB@nnsa.doe.gov. Facsimile submissions will not be accepted.

TO:

(a) Proposals shall be submitted in hard copy NO LATER THAN 12:00 pm MT on August 20, 2012. See FAR 52.215-1(c)(3)(ii), "Instructions to Offerors-Competitive Acquisition," for treatment of late proposals. Submission of the original hard copy proposal will constitute the official submission of the Offeror's proposal. Hard copies of the proposal shall include Volume I, II, and III along with the CD ROMs. It is the responsibility of the Offeror, prior to the offer due date and time, to verify successful transmission or delivery of all proposal information to the Contracting Officer via the acquisition mailbox at Pantex.Y-12.DOE.ProForce.SEB@nnsa.doe.gov. Facsimile submissions will not be accepted.

Paragraph (c):

FROM:

(c) All envelopes, packages and/or boxes containing proposals shall be marked with the following notice:

"TO BE OPENED BY ADDRESSEE ONLY. THIS IS A PROPOSAL SUBMITTED UNDER SOLICITATION NO. DE-SOL-0003552."

Overnight Mailing Address:

DOE/National Nuclear Security Administration
Albuquerque Complex/Contracts and Procurement Division (CPD)
Attn: Krystal Maestas
Kirtland Air Force Base
Pennsylvania and H Streets
Albuquerque, NM 87116

Hand Carry Address:

DOE/National Nuclear Security Administration
Albuquerque Complex/Contracts and Procurement Division (CPD)
Attn: Krystal Maestas
Kirtland Air Force Base
Pennsylvania and H Street (Building 20388)
Albuquerque, NM 87116

Phone Number: (505) 845-4268

Offerors are to contact the Contract Specialist, Krystal Maestas, for coordination of hand carried delivery. It may not be possible to hand carry the package(s) outside the hours of 7:30 a.m. to 2:00 p.m. MT on Federal workdays. Delivery to any other location than that specified herein is unacceptable. Furthermore,

SCHEDULE OF CHANGES

Offerors are hereby notified that the DOE/NNSA Albuquerque Complex is located on Kirtland Air Force Base (KAFB) whereby access to KAFB is subject to the requirements of the U.S. Air Force. Offerors are therefore encouraged to submit their written offer via U.S. Mail.

TO:

(c) All envelopes, packages and/or boxes containing proposals shall be marked with the following notice:

"TO BE OPENED BY ADDRESSEE ONLY. THIS IS A PROPOSAL SUBMITTED UNDER SOLICITATION NO. DE-SOL-0003552."

Overnight Mailing Address:

DOE/National Nuclear Security Administration
Albuquerque Complex/Contracts and Procurement Division (CPD)
Attn: Krystal Maestas
Pennsylvania and Avenue H
KAFB, NM 87116

Hand Carry Address:

DOE/National Nuclear Security Administration
Albuquerque Complex/Contracts and Procurement Division (CPD)
Attn: Krystal Maestas
Pennsylvania and Avenue H (Building 20388)
KAFB, NM 87116

Phone Number: (505) 845-4268

Offerors are to contact the Contract Specialist, Krystal Maestas, for coordination of hand carried delivery. It may not be possible to hand carry the package(s) outside the hours of 7:30 a.m. to 2:00 p.m. MT on Federal workdays. Delivery to any other location than that specified herein is unacceptable. Furthermore, Offerors are hereby notified that the DOE/NNSA Albuquerque Complex is located on Kirtland Air Force Base (KAFB) whereby access to KAFB is subject to the requirements of the U.S. Air Force. Offerors are therefore encouraged to submit their written offer via U.S. Mail.

2) Section L, Provision NNS-L-1004 PROPOSAL PREPARATION INSTRUCTIONS: VOLUME III -- COST PROPOSAL (DEC 2011): Paragraph (b)(5) and (b)(6) are revised as follows:

Paragraph (b)(5):

FROM:

(A) CBA/WD employees: For positions covered by a WD/CBA, the Offeror shall provide exhibits supporting proposed indirect rates for the following cost elements:

- i. Accompanying Payroll Costs, limited to social security and unemployment taxes, and workman's compensation.
- ii. Fringe benefits identified in the governing WDs/CBAs. NOTE: INCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits for the NPO in the proposed fringe pool (CLINs 0003 and 0011). EXCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits for DOE-OR from the fringe pool and include them in the DOE-OR site ODC CLINs (CLINs 0005, 0007, 0009, 0013, 0015, and 0017).
- iii. Fringe benefits not identified in the Government WDs/CBAs. NOTE: INCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits for the NPO in the proposed fringe pool (CLINs 0003 and 0011). EXCLUDE Government baselined legacy defined benefit pension

SCHEDULE OF CHANGES

plans and post retirement benefits for DOE-OR from the fringe pool and include them in the DOE-OR site ODC CLINs (CLINs 0005, 0007, 0009, 0013, 0015, and 0017).

iv. All other indirect costs (i.e., labor overhead and G&A).

(B) Employees not covered by a WD/CBA: For positions not covered by a WD/CBA, the Offeror shall provide exhibits supporting proposed indirect rates and costs per DPLH for the following cost elements:

i. Fringe benefits. NOTE: INCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits for the NPO in the proposed fringe pool (CLINs 0003 and 0011). EXCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits for DOE-OR from the fringe pool and include them in the DOE-OR site ODC CLINs (CLINs 0005, 0007, 0009, 0013, 0015, and 0017).

ii. All other indirect costs (i.e., labor overhead and G&A).

TO:

(A) CBA/WD employees: For positions covered by a WD/CBA, the Offeror shall provide exhibits supporting proposed indirect rates for the following cost elements:

i. Accompanying Payroll Costs, limited to social security and unemployment taxes, and workman's compensation.

ii. Fringe benefits identified in the governing WDs/CBAs. NOTE: EXCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits from the fringe pool and include them in ODCs for both NPO and DOE-OR.

iii. Fringe benefits not identified in the Government WDs/CBAs. NOTE: EXCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits from the fringe pool and include them in ODCs for both NPO and DOE-OR.

iv. All other indirect costs (i.e., labor overhead and G&A).

(B) Employees not covered by a WD/CBA: For positions not covered by a WD/CBA, the Offeror shall provide exhibits supporting proposed indirect rates and costs per DPLH for the following cost elements:

i. Fringe benefits. NOTE: EXCLUDE Government baselined legacy defined benefit pension plans and post retirement benefits from the fringe pool and include them in ODCs for both NPO and DOE-OR.

ii. All other indirect costs (i.e., labor overhead and G&A).

Paragraph (b)(6):

FROM:

(6) Government Baselined Amounts: NPO Fringe Baselined amounts, NPO Baselined Other Direct Costs (ODCs), DOE-OR Baselined ODCs.

The Government has provided baselined amounts specific to each site for proposal preparation purposes, which shall be used by the Offeror in preparing its proposal. Additional ODCs shall not be proposed for any period, except for the Transition period. To accommodate the specific needs and perspectives of NNSA and DOE, the RFP approach for baselined Fringe and ODCs differs between the NPO and DOE-OR efforts. Specifically, Offerors shall include the Government baselined Defined Benefit Plans (LDBPs) and Post Retirement Benefits (PRBs) as part of the proposed Fringe pool costs for the NPO; Offerors shall include the Miscellaneous/Other ODCs for the NPO (Pantex and Y-12 sites) within the proposed costs for CLINs 0003 and 0011, which are fee-bearing; Offerors shall include the Government baselined

SCHEDULE OF CHANGES

ODCs for the DOE sites within the specific DOE-OR ODC CLINs, which are not fee-bearing (CLINs shown below). The Government baselined ODC amounts shown below include all direct and indirect costs and shall not be further burdened by Offerors. Except as listed below, the ODC amounts do not include WD/CBA allowances, bonuses, etc. All other WD/CBA related costs shall be proposed elsewhere (e.g., fringe pool). Note that the Government baselined LDBPs and PRBs for NPO shall be included within the proposed Fringe Pool costs, but should be considered only part of the overall proposed pool costs. The major baselined Fringe and ODC categories by site include but are not limited to Legacy Defined Benefit Plans (LDBPs), Post Retirement Benefits (PRBs), and Miscellaneous/Other (Misc/Other).

NNSA is currently competing the M&O effort for Pantex and Y-12 (Y-12 National Security Complex, Pantex Plant, and Savannah River Tritium Operations Management and Operating [M&O] Contract Competition). Until that award is made, the total facility costs and methodology for allocating facility costs for utilities, janitorial service, etc. will not be known with any certainty. NNSA, therefore, has not attempted to project the costs that the winning protective force contractor will be charged by the M&O for occupying site facilities or using M&O-provided services in the NPO baselined ODCs. If the RFP ODC baselined amounts are insufficient to cover these costs during performance, a contract modification will be executed to increase the ODC baselined amounts accordingly.

NNSA PANTEX SITE (Include in the proposed costs for CLINs 0003 and 0011)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
FRINGE					
LDBPs	\$2,315,000	\$2,861,000	\$2,955,000	\$3,044,000	\$3,135,000
PRBs	1,515,000	1,872,000	1,928,000	1,986,000	2,046,000
ODCs					
Misc/Other	5,583,000	6,900,000	7,107,000	7,320,000	7,539,000
TOTAL	\$9,413,000	\$11,633,000	\$11,990,000	\$12,350,000	\$12,270,000

NNSA Y-12 SITE (Include in the proposed costs for CLINs 0003 and 0011)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
FRINGE					
LDBPs	\$3,917,000	\$4,841,000	\$5,000,000	\$5,150,000	\$5,305,000
PRBs	590,000	729,000	751,000	774,000	797,000
ODCs					
Misc/Other	7,326,000	9,055,000	9,327,000	9,607,000	9,895,000
TOTAL	\$11,833,000	\$14,625,000	\$15,078,000	\$15,531,000	\$15,997,000

DOE-OR/ETTP SITE (Include in CLINs 0007, 0015)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$717,000	\$886,000	\$913,000	\$966,000	\$1,025,000
PRBs	71,000	88,000	90,000	96,000	101,000
Misc/Other	1,301,000	1,609,000	1,658,000	1,753,000	1,862,000
TOTAL ODCs	\$2,089,000	\$2,583,000	\$2,661,000	\$2,815,000	\$2,988,000

DOE-OR/ORNL SITE (Include in CLINs 0005, 0013)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$517,000	\$639,000	\$659,000	\$697,000	\$740,000
PRBs	91,000	112,000	116,000	122,000	130,000
Misc/Other	1,613,000	1,995,000	2,055,000	2,176,000	2,310,000
TOTAL ODCs	\$2,221,000	\$2,746,000	\$2,830,000	\$2,995,000	\$3,180,000

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DOE-OR/FBC SITE (Include in CLINs 0009, 0017)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$187,000	\$231,000	\$238,000	\$246,000	\$262,000
PRBs	7,000	8,000	9,000	9,000	9,000
Misc/Other	207,000	256,000	263,000	273,000	289,000
TOTAL ODCs	\$401,000	\$495,000	\$510,000	\$528,000	\$560,000

NOTE: "Misc/Other" includes but is not limited to Facilities, Equipment, Weapons/Firearms, Ammunition, Vehicles, and Various Others.

TO:

(6) Government Baselined Amounts: NPO Baselined Other Direct Costs (ODCs), DOE-OR Baselined ODCs.

The Government has provided baselined amounts specific to each site for proposal preparation purposes, which shall be used by the Offeror in preparing its proposal. Additional ODCs shall not be proposed for any period, except for the Transition period. To accommodate the specific needs and perspectives of NNSA and DOE, the RFP approach for baselined ODCs differs between the NPO and DOE-OR efforts. Specifically, Offerors shall include the Government baselined ODCs for the NPO (Pantex and Y-12 sites) within the proposed costs for CLINs 0003 and 0011, which are fee-bearing, and Offerors shall include the Government baselined ODCs for the DOE sites within the specific DOE-OR ODC CLINs, which are not fee-bearing (CLINs shown below). The Government baselined ODC amounts shown below include all direct and indirect costs and shall not be further burdened by Offerors. Except as listed below, the ODC amounts do not include WD/CBA allowances, bonuses, etc. All other WD/CBA related costs shall be proposed elsewhere (e.g., fringe pool). The major baselined ODC categories by site include but are not limited to Legacy Defined Benefit Plans (LDBPs), Post Retirement Benefits (PRBs), and Miscellaneous/Other (Misc/Other).

NNSA is currently competing the M&O effort for Pantex and Y-12 (Y-12 National Security Complex, Pantex Plant, and Savannah River Tritium Operations Management and Operating [M&O] Contract Competition). Until that award is made, the total facility costs and methodology for allocating facility costs for utilities, janitorial service, etc. will not be known with any certainty. NNSA, therefore, has not attempted to project the costs that the winning protective force contractor will be charged by the M&O for occupying site facilities or using M&O-provided services in the NPO baselined ODCs. If the RFP ODC baselined amounts are insufficient to cover these costs during performance, a contract modification will be executed to increase the ODC baselined amounts accordingly.

NNSA PANTEX SITE (Include in the proposed costs for CLINs 0003 and 0011)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$2,315,000	\$2,861,000	\$2,955,000	\$3,044,000	\$3,135,000
PRBs	1,515,000	1,872,000	1,928,000	1,986,000	2,046,000
Misc/Other	5,583,000	6,900,000	7,107,000	7,320,000	7,539,000
Total ODCs	\$9,413,000	\$11,633,000	\$11,990,000	\$12,350,000	\$12,720,000

NNSA Y-12 SITE (Include in the proposed costs for CLINs 0003 and 0011)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$3,917,000	\$4,841,000	\$5,000,000	\$5,150,000	\$5,305,000
PRBs	590,000	729,000	751,000	774,000	797,000
Misc/Other	7,326,000	9,055,000	9,327,000	9,607,000	9,895,000
TOTAL ODCs	\$11,833,000	\$14,625,000	\$15,078,000	\$15,531,000	\$15,997,000

SCHEDULE OF CHANGES

DOE-OR/ETTP SITE (Include in CLINs 0007, 0015)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$717,000	\$886,000	\$913,000	\$966,000	\$1,025,000
PRBs	71,000	88,000	90,000	96,000	101,000
Misc/Other	1,301,000	1,609,000	1,658,000	1,753,000	1,862,000
TOTAL ODCs	\$2,089,000	\$2,583,000	\$2,661,000	\$2,815,000	\$2,988,000

DOE-OR/ORNL SITE (Include in CLINs 0005, 0013)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$517,000	\$639,000	\$659,000	\$697,000	\$740,000
PRBs	91,000	112,000	116,000	122,000	130,000
Misc/Other	1,613,000	1,995,000	2,055,000	2,176,000	2,310,000
TOTAL ODCs	\$2,221,000	\$2,746,000	\$2,830,000	\$2,995,000	\$3,180,000

DOE-OR/FBC SITE (Include in CLINs 0009, 0017)

CATEGORY	CY 1	CY 2	CY 3	CY 4	CY 5
LDBPs	\$187,000	\$231,000	\$238,000	\$246,000	\$262,000
PRBs	7,000	8,000	9,000	9,000	9,000
Misc/Other	207,000	256,000	263,000	273,000	289,000
TOTAL ODCs	\$401,000	\$495,000	\$510,000	\$528,000	\$560,000

NOTE: "Misc/Other" includes but is not limited to Facilities, Equipment, Weapons/Firearms, Ammunition, Vehicles, and Various Others.

3) Section L, Provision NNS-L-1013 UNCLASSIFIED ORAL PRESENTATION PROCEDURES (DEC 2011): Paragraph (b) is revised as follows:

FROM:

(b) Schedule: Oral presentations are tentatively scheduled for the week of August 27, 2011 and will be held at the Sandia National Laboratory Innovative Parkway Office Center (IPOC) located at 1611 Innovation Parkway SE in Albuquerque, NM. The Offeror's Key Personnel shall be available from 8:00 am MT to 1:00 pm MT. Any additional details regarding oral presentations will be posted on the acquisition webpage stated in provision NNS-L-1001.

The Government will schedule oral presentations based on a random drawing and will notify each SF33 signatory within five working days after the proposal submission due date. The Government will notify each Offeror as to the date, time, location and other instructions related to its oral presentation in this notification. Time slots may not be rescheduled or traded except under extenuating circumstances. A request to reschedule a time slot must be submitted in writing to and approved by the Contracting Officer. The oral presentations will commence within approximately five to ten working days of notification. The Government reserves the right to conduct oral presentations prior to the above timeline, or may reschedule an Offeror's presentation at its sole discretion.

TO:

(b) Schedule: Oral presentations are tentatively scheduled for the week of September 10, 2011 and will be held at the Sandia National Laboratory Innovative Parkway Office Center (IPOC) located at 1611 Innovation Parkway SE in Albuquerque, NM. The Offeror's Key Personnel shall be available from 8:00 am MT to 5:00 pm MT. Any additional details regarding oral presentations will be posted on the acquisition webpage stated in provision NNS-L-1001.

SCHEDULE OF CHANGES

The Government will schedule oral presentations based on a random drawing and will notify each SF33 signatory within five working days after the proposal submission due date. The Government will notify each Offeror as to the date, time, location and other instructions related to its oral presentation in this notification. Time slots may not be rescheduled or traded except under extenuating circumstances. A request to reschedule a time slot must be submitted in writing to and approved by the Contracting Officer. The oral presentations will commence within approximately five to ten working days of notification. The Government reserves the right to conduct oral presentations prior to the above timeline, or may reschedule an Offeror's presentation at its sole discretion.

4) Section L, Attachment L-7, Cost Model - Pantex/Y-12, is replaced in its entirety to capture LDBPs and PRBs in Other Direct Costs for Pantex/Y-12 as revised in item (2) above.

B. All other terms and conditions to Solicitation No. DE-SOL-0003552 remain unchanged.