

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE PAGE 1 OF PAGE 2

2. AMENDMENT/MODIFICATION NO. M121		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. N/A		5. PROJECT NO. (If applicable) N/A	
6. ISSUED BY U.S. Department of Energy (Rocky Flats Field Office) 10808 Hwy 93, Unit A Golden, CO 80403-8200				7. ADMINISTERED BY (If other than Item 6)			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Kaiser-Hill Company, LLC Rocky Flats Environmental Technology Site 10808 Highway 93, Unit B Golden, CO 80403-8200						9A. AMENDMENT OF SOLICITATION NO.	
						9B. DATED (SEE ITEM 11)	
						10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC34-00RF01904	
						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 house 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 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)

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) 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:
Mutual Agreement of the Parties

D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return 3 copies to the issuing office.

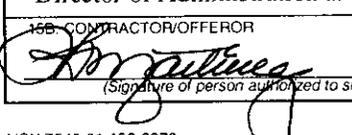
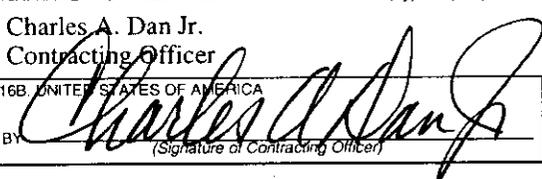
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject mater where feasible.)

The purpose of this modification is to incorporate updates to:

Section J, Attachment B, "Laws, Regulations, and DOE Directives";
Section J, Attachment E, "Key Personnel"

See Page 2 of 2

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) L.A. Martinez Director of Administration and Chief Financial Officer		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Charles A. Dan Jr. Contracting Officer	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 5/28/04	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 6/3/04

This Modification makes the following revision to the Contract:

1. Section J, Attachment B: "Laws, Regulations, and DOE Directives Applicable to RFETS" is deleted in its entirety and replaced with the attachment B in Enclosure 1. Enclosure 1 reflects the following additions and deletions. Where a particular Directive is deleted, all numbered changes to that Directive are also considered deleted, unless specified otherwise.

Applicable Laws, Regulations (List A) and Directives (List B) Added to the Contract	Directives Deleted from the contract (List B)
CN 471.3 (04/09/03)	DOE CN 471.3 (04/13/01)
M 471.3-1 (04/09/03)	

2. Section J Attachment E: "Key Personnel" is replaced in its entirety with the list included as Enclosure 2.

End of Modification

SECTION J

ATTACHMENT B

LAWS, REGULATIONS, AND DOE DIRECTIVES APPLICABLE TO RFETS

SECTION J

ATTACHMENT B

LAWS, REGULATIONS, AND DOE DIRECTIVES APPLICABLE TO RFETS

The DOE Directives and Laws found in the following listings are the "List of Applicable Laws and Regulations," "List of Applicable Directives" and "Lists A and B" as those terms are used in paragraph (b) of Clause I.115, LAWS, REGULATIONS, AND DOE DIRECTIVES. Exemptions, waivers and variances that exist in contract DE-AC34-95RF00825 will carry forward to this contract. List A is not necessarily an all-inclusive list. The Contractor should follow the established exemption process to obtain relief from requirements of these directives and regulations where applicable.

Section C refers to Statements of Commitment which details a tailored and focused application of Directives for a closure project. The Field Office will enable this tailoring through a "best efforts" approach.

It is anticipated that during the performance of this contract, the conditions for applicability of certain DOE Directives may no longer exist. For example, when special nuclear materials (SNM) are removed from the site, the conditions for applicability of those DOE Directives addressing safeguard and security of such material may no longer exist. In any such situation where the Contractor seeks relief from the requirements of such DOE Directives, the Contractor may notify the Contracting Officer in writing, explaining the reasons for its belief that the DOE Directives no longer apply to contract performance. The Contractor may, at its own risk and assumption of all responsibility, cease to fulfill the requirements of such DOE Directives once written notification has been delivered to the Contracting Officer. The Contracting Officer may determine that the conditions for applicability of a DOE Directive still exist, and may direct the Contractor to continue compliance with the DOE Directive. Additionally, even without such direction by the Contracting Officer, if the conditions for applicability of a DOE Directive once again arise (e.g., SNM is discovered unexpectedly during demolition efforts), the DOE Directive will immediately become applicable once again. Sections or paragraphs of DOE Directives which are not applicable to RFETS (e.g., DOE C 460.2 Section 2 relative to shipping information on SNF and HLW) are self deleting.

LIST A: Applicable Laws and Regulations

- | | |
|------------|---------------------------|
| 10 CFR 835 | RADIOLOGICAL PROTECTION |
| 10 CFR 830 | NUCLEAR SAFETY MANAGEMENT |
| 10 CFR 850 | BERYLLIUM |

LIST B. Applicable DOE Directives

- | | | |
|----------------|--|----------------------|
| DOE C 140.1-1A | DEPARTMENT OF ENERGY INTERFACE WITH THE DEFENSE
NUCLEAR FACILITIES SAFETY BOARD | 01-26-99 |
| DOE N 142.1 | UNCLASSIFIED FOREIGN VISITS AND ASSIGNMENTS | 07-14-99 |
| DOE C 151.1 | COMPREHENSIVE EMERGENCY MANAGEMENT SYSTEM
Change 2 | 09-25-95
08-21-96 |
| DOE C 200.1 | INFORMATION MANAGEMENT PROGRAM | 09-30-96 |
| DOE M 200.1-1 | TELECOMMUNICATIONS SECURITY MANUAL | 03-15-97 |
| DOE C 205.1 | UNCLASSIFIED CYBER SECURITY PROGRAM | 07-26-99 |
| DOE C 205.2 | FOREIGN NATIONAL ACCESS TO DEPARTMENT OF ENERGY
CYBER SYSTEMS | 11-01-99 |

DOE N 205.3	PASSWORD PROTECTION, INCORPORATION AND USE	11-23-99
DOE C 221.1	REPORTING FRAUD, WASTE, AND ABUSE TO THE OFFICE OF INSPECTOR GENERAL	03-22-01
DOE C 221.2	COOPERATION WITH THE OFFICE OF INSPECTOR GENERAL	03-22-01
DOE C 225.1A	ACCIDENT INVESTIGATIONS	11-26-97
DOE M 231.1-1	ENVIRONMENT, SAFETY AND HEALTH REPORTING MANUAL CHANGE 001 CHANGE 002	09-30-95 11-07-96 01-28-00
DOE M 231.1-2	OCCURRENCE REPORTING AND PROCESSING OF OPERATIONS INFORMATION	08-19-03
DOE C 241.1	SCIENTIFIC AND TECHNICAL INFORMATION MANAGEMENT	08-17-98
DOE C 350.1	CONTRACTOR HUMAN RESOURCE MANAGEMENT PROGRAMS, Change 1	09-30-96 05-08-98
DOE CN 350.5	USE OF FACILITY CONTRACTOR EMPLOYEES FOR SERVICES TO DOE IN THE WASHINGTON D.C. AREA	04-15-99
DOE C 413.1	MANAGEMENT CONTROL PROGRAM	12-06-95
DOE C 414.1A	QUALITY ASSURANCE	9-29-99
DOE C 420.1A	FACILITY SAFETY	5-20-02
DOE C 425.1B	STARTUP AND RESTART OF NUCLEAR FACILITIES	12-21-00
DOE C 430.1A	LIFE CYCLE ASSET MANAGEMENT	10-14-98
DOE C 435.1	RADIOACTIVE WASTE MANAGEMENT	07-09-99
DOE C 440.1A	WORKER PROTECTION MANAGEMENT FOR DOE FEDERAL AND CONTRACTOR EMPLOYEES	03-27-98
DOE C 442.1	DEPARTMENT OF ENERGY EMPLOYEE CONCERNS PROGRAM	02-01-99
DOE C 443.1	PROTECTION OF HUMAN SUBJECTS	05-15-00
DOE C 452.4-1	PROTECTION OF USE CONTROL VULNERABILITIES AND DESIGNS MANUAL	07/01/99
DOE C 460.1A	PACKAGING AND TRANSPORTATION SAFETY	10-02-96
DOE C 460.2	DEPARTMENTAL MATERIALS TRANSPORTATION AND PACKAGING MANAGEMENT CHANGE 1	09-27-95 10-26-95
DOE C 461.1	PACKAGING AND TRANSFER OR TRANSPORTATION OF MATERIALS OF NATIONAL SECURITY INTEREST	9-29-00

DOE C 470.1	CONTRACTOR SAFEGUARDS AND SECURITY PROGRAM REQUIREMENTS	09-28-95
DOE C470.2A	SECURITY AND EMERGENCY MANAGEMENT INDEPENDENT OVERSIGHT AND PERFORMANCE ASSURANCE PROGRAM	03-01-00
DOE C 471.1A	IDENTIFICATION AND PROTECTION OF UNCLASSIFIED CONTROLLED NUCLEAR INFORMATION	06-30-00
DOE M 471.1-1	IDENTIFICATION AND PROTECTION OF UNCLASSIFIED CONTROLLED NUCLEAR INFORMATION MANUAL CHANGE 1	06-30-00 10-23-01
DOE C 471.2A	INFORMATION SECURITY PROGRAM	03-27-97
DOE C 471.2-1B	CLASSIFIED MATTER PROTECTION AND CONTROL MANUAL CHAPTER III PARAGRAPHS 1 AND 2, AND CHAPTER IV ONLY	01-06-99 04-17-00
DOE C 471.2-1C	CLASSIFIED MATTER PROTECTION AND CONTROL MANUAL	04-17-00
DOE C 471.2-2	CLASSIFIED INFORMATION SYSTEMS SECURITY MANUAL	08-03-99
DOE CN 471.3	IDENTIFYING AND PROTECTING OFFICIAL USE ONLY INFORMATION	04-09-03
DOE M 471.3-1	IDENTIFYING AND PROTECTING OFFICIAL USE ONLY INFORMATION MANUAL	04-09-03
DOE C 472.1C	PERSONNEL SECURITY ACTIVITIES	04-17-01
DOE C 473.1	PHYSICAL PROTECTION PROGRAM	12-23-02
DOE M 473.1-1	PHYSICAL PROTECTION PROGRAM MANUAL	12-23-02
DOE M 473.2-1	FIREARMS QUALIFICATION COURSES MANUAL CHANGE 001	07-08-97 08-21-97
DOE C 473.2	PROTECTIVE FORCE PROGRAM	06-30-00
DOE C 473.2-2	PROTECTIVE FORCE PROGRAM MANUAL CHANGE 1	06-30-00 12-20-01
DOE CN 473.8	SECURITY CONDITIONS	08-07-02
DOE C 474.1A	CONTROL AND ACCOUNTABILITY OF NUCLEAR MATERIALS	11-20-00
DOE C 474.1-1A	MANUAL FOR CONTROL AND ACCOUNTABILITY OF NUCLEAR MATERIALS	11-20-00
DOE C 474.1-2	NUCLEAR MATERIALS MANAGEMENT AND SAFEGUARDS SYSTEM REPORTING AND DATA SUBMISSION CHANGE 002	02-10-98 11-16-98
DOE C 475.1-1	IDENTIFYING CLASSIFIED INFORMATION [Includes only Attachment 2, the CRD document within Manual 475.1-1, along with the Definitions in Attachment 1 and the "Index-CRD".]	05-08-98

DOE C 551.1A N/A	FOREIGN TRAVEL ACCOUNTING HANDBOOK (This document issued 10/17/95 by letter, E.E. Smedley to distribution)	8-25-00 Undated
DOE O 1450.4	CONSENSUAL LISTENING-IN TO OR RECORDING TELEPHONE/RADIO CONVERSATIONS	11-12-92
DOE O 2300.1B	AUDIT RESOLUTION AND FOLLOWUP	06-08-92
DOE O 4330.4B	MAINTENANCE MANAGEMENT PROGRAM	02-10-94
DOE O 5400.5	RADIATION PROTECTION OF THE PUBLIC AND THE ENVIRONMENT CHANGE 002 [Excluding Paragraph 1a(3)(a) of Chapter II]	02-08-90 01-07-93
DOE O 5480.19	CONDUCT OF OPERATIONS REQUIREMENTS FOR DOE FACILITIES CHANGE 001	07-09-90 05-18-92
DOE O 5480.20A	PERSONNEL SELECTION, QUALIFICATION AND TRAINING REQUIREMENTS FOR DOE NUCLEAR FACILITIES	11-15-94
DOE O 5530.1A	ACCIDENT RESPONSE GROUP	09-20-91
DOE O 5530.2	NUCLEAR EMERGENCY SEARCH TEAM	09-20-91
DOE O 5530.3	RADIOLOGICAL ASSISTANCE PROGRAM CHANGE 001	01-14-92 04-10-92
DOE O 5530.4	AERIAL MEASURING SYSTEM	09-20-91
DOE O 5530.5	FEDERAL RADIOLOGICAL MONITORING AND ASSESSMENT CENTER CHANGE 001	07-10-92 12-02-92
DOE O 5610.2	CONTROL OF WEAPON DATA CHANGE 001	08-01-80 09-02-86
DOE O 5660.1B	MANAGEMENT OF NUCLEAR MATERIALS	05-26-94
DOE O 5670.3	COUNTERINTELLIGENCE PROGRAM	09-04-92

SECTION J
ATTACHMENT E
KEY PERSONNEL

SECTION J

ATTACHMENT E

KEY PERSONNEL

May 4, 2004

KAISER-HILL COMPANY, LLC

Name	Title
Tuor, Nancy R.	President and CEO
Spears, Mark S.	Chief Operating Officer
Dieter, Thomas J.	Project Manager, B771 Project
Pizzuto, Victor M.	Project Manager, B776 Project
Dieter, Thomas J.	Project Manager, B371 Project
Pizzuto, Victor M.	Project Manager, B707 Project
Ferrera, Dennis W.	Project Manager, Remediation, Industrial D&D & Site Services Project
Long, Jerry W.	Project Manager, Materials Stewardship Project
Martinez, Leonard A.	Director of Administration and Chief Financial Officer
Lindsay, Dana C.	General Counsel
Lyle, Jerry	Director, Safety, Engineering & Quality Programs