

2. AMENDMENT/MODIFICATION NO. M972	3. EFFECTIVE DATE (M/D/Y) See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)
--	---	---	--------------------------------

6. ISSUED BY CODE U.S. Department of Energy Pacific Northwest Site Office Post Office Box 350 Richland, WA 99352	7. ADMINISTERED BY (If other than Item 6) CODE
--	--

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP code) Battelle Memorial Institute Pacific Northwest Division Richland, Benton County, WA 99352 DUNS # 032987476	<input type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.
	<input type="checkbox"/>	9B. DATED (SEE ITEM 11)
	<input checked="" type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ ORDER NO. DE-AC05-76RL01830
		10B. DATED (SEE ITEM 13) December 30, 1964
CODE	FACILITY CODE	

11. THIS ITEM 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 DATE AND HOUR 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 amendment and is received prior to the opening hour and date specified.

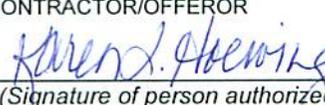
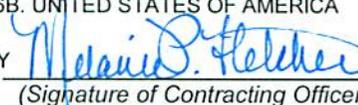
12. ACCOUNTING AND APPROPRIATION DATA (If required)

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

CHECK	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE
<input type="checkbox"/>	
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO AUTHORITY OF FAR 43.103(b).
<input checked="" type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO THE AUTHORITY OF: The mutual agreement of the parties
<input type="checkbox"/>	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including a solicitation/contract subject matter where feasible.) This bilateral contract modification incorporates changes to Part II, Section I – Contract Clauses and Part III, Section J, Appendix B and Appendix C. (See Continuation Pages for the purpose and description of this modification)

15A. NAME AND TITLE OF SIGNER (Type or print) Karen L. Hoewing General Counsel	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Melanie P. Fletcher Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 6-6-14
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 6/9/14

Purpose of Modification:

The Department of Energy (DOE), Office of Science (SC), Pacific Northwest Site Office (PNSO) is modifying the Contract to update Part II, Section I – Contract Clauses and Part III, Section J, Appendix B and Appendix C to their most current form.

Description of Modification:

1. Part II, Section I – Contract Clauses Table of Contents is updated to replace Contract Clause, I-16 FAR 52.219-8 – Utilization of Small Business Concerns (Jan 2011) with Contract Clause, I-16 FAR 52.219-8 Utilization of Small Business Concerns (May 2014).
2. Part II, Section I – Contract Clauses Table of Contents is updated to replace Contract Clause, I-17 FAR 52.219-9 – Small Business Subcontracting Plan (Jan 2011) with Contract Clause, I-17 FAR 52.219-9 Small Business Subcontracting Plan (Jul 2013).
3. Part II, Section I – Contract Clauses is updated to replace Contract Clause, I-16, FAR 52.219-8– Utilization of Small Business Concerns (Jan 2011) with Contract Clause, I-16, FAR 52.219-8– Utilization of Small Business Concerns (May 2014). **[M972]**
4. Part II, Section I – Contract Clauses is updated to replace Contract Clause, I-17 FAR 52.219-9 – Small Business Subcontracting Plan (Jan 2011) with Contract Clause, I-17 FAR 52.219-9 Small Business Subcontracting Plan (Jul 2013). **[M972]**
5. Revise Part III, Section J, Appendix B - Special Financial Institution Account(s) Agreement For Use with the Payments Cleared Financing Arrangement to include the addition of the most recent executed extension (Modification No. 4) of the Banking Agreement. **[M972]**
6. Delete in its entirety, Part III, Section J, Appendix C - Subcontracting Plan for Socioeconomic Programs - Pacific Northwest National Laboratory Subcontracting Plan Fiscal Year 2014, and replace with Part III, Section J, Appendix C - Subcontracting Plan for Socioeconomic Programs – Pacific Northwest National Laboratory Subcontracting Plan Fiscal Year 2014 (Revised). **[M972]**
7. This modification results in no further changes to the Contract.

(End of Contract Modification)

BATTELLE MEMORIAL INSTITUTE
CONTRACT NO. DE-AC05-76RL01830
SPECIAL FINANCIAL INSTITUTION ACCOUNT AGREEMENT
FOR USE WITH THE PAYMENTS CLEARED FINANCING ARRANGEMENT

MODIFICATION NO. 4

SCHEDULE

I. RECITALS

This is a modification to Contract No. DE-AC05-76RL01830 financing agreement, between the contracting parties, the UNITED STATES OF AMERICA, represented by the Department of Energy (hereinafter referred to as DOE) BATTELLE MEMORIAL INSTITUTE, corporation/legal entity existing under the laws of the State of Ohio (hereinafter referred to as the Recipient); and U.S. Bank, a banking corporation under the laws of the State of Washington located at Richland, Washington (hereinafter referred to as the Bank).

There is now in full force and effect between the parties a contract (Contract DE-AC05-76RL01830), entered into on July 1, 2010.

The parties to this contract desire to modify said contract by extending the contract completion date.

II. COVENANTS

1. COVENANTS, Section 7. shall be deleted and the following substituted therefor:

"This Agreement, with all its provision and covenants, shall be in effect beginning on July 1, 2010 and extending through June 30, 2015, with an option to extend an additional three, one year option period, unless earlier terminated as provided in this Agreement."

2. It is understood and agreed that all other terms and conditions of Contract 402794-A-C3 shall remain unchanged.

III. SIGNATURES

By: U.S. DEPARTMENT OF ENERGY
PACIFIC NORTHWEST SITE OFFICE



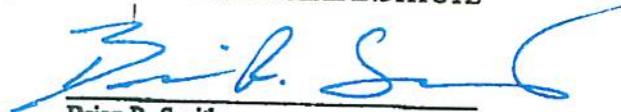
Melanie P. Fletcher

Title: Contracting Officer

Date:

5/1/2014

By: BATTELLE MEMORIAL INSTITUTE



Brian R. Smith

Title: Treasurer

Date:

4/14/14

By: U. S. BANK



Gail B. Heinselman

Title: Vice President

Date:

3/20/2014

**PART III – List of Documents,
Exhibits and Other Attachments**

Section J

Appendix C

Subcontracting Plan for Socioeconomic Programs

**PART III – List of Documents,
Exhibits and Other Attachments**

Section J

Appendix C

Subcontracting Plan for Socioeconomic Programs

Pacific Northwest National Laboratory

**Subcontracting Plan
Fiscal Year 2014 (Revised)**

Socioeconomic Programs

Battelle's policy pledges a strong commitment to involving small and socioeconomically disadvantaged business concerns in the operation of the Pacific Northwest National Laboratory. Battelle supports the socioeconomic objectives of the U.S. Government and recognizes that diversity in subcontracting provides a vital link to the local community, strengthens the economy, and represents best business practices.

In keeping with the above policy, Battelle and the U.S. Department of Energy (DOE) have established the following Subcontracting Plan (this Plan). This Plan shall remain in effect from October 1, 2002, for the entire Contract period associated with this Contract. However, annual goals shall be negotiated and established by written agreement between the Contracting Officer and Battelle and shall be incorporated into this Plan by letter and will not require a Contract modification.

I. Goals

- A. Based on an estimated average annual fiscal year budget of \$1,015,644,164 and an adjusted procurement volume of \$334,391,772, Battelle's goals for Fiscal Year 2014 are to –
 1. Award 50 percent to Small Business concerns, estimated at \$167,195,886.
 2. Award 5 percent to Small Disadvantaged Business concerns, estimated at \$16,719,589.
 3. Award 5 percent to Women-Owned Small Business concerns, estimated at \$16,719,589.
 4. Award 3 percent to HUBZone Small Business concerns, estimated at \$10,031,753.
 5. Award 1 percent to Veteran-Owned Small Business concerns, estimated at \$3,343,918.
 6. Award 3 percent to Service-Disabled Veteran-Owned Small Business concerns, estimated at \$10,031,753.
- B. Goals must be realistic to present the proper challenge to staff who are ultimately responsible for goal achievement. The percentage goals in A. above, based on past performance and future projections, will present such a challenge.
- C. These goals are accumulated based on subcontracts and purchase orders placed and do not include other indirect costs. They will include all dollars awarded under Contract DE-AC05-76RL01830 with the exception of those dollars awarded to federal agencies (i.e. NASA, NOAA), other Battelle Inter-laboratory Authorizations or to other Battelle-owned entities, building leases, and to firms outside the U.S.A. Other minor exclusions apply including payment to GSA for vehicle leases, travel costs for non-PNNL staff and society memberships.

D. The principal products and services to be obtained in support of this Plan are those generally associated with an extremely diverse research and development environment. The business concerns in this Plan will generally supply a major portion of the goods and services listed in Table A.

TABLE A

Subcontracted Effort	SB	SDB	WOS B	HUB Zone	VO	SDVO
Electrical material and supplies	x	x	x	x	x	
Pumps, gauges and valves	x			x		
Computer equipment and supplies	x	x	x	x	x	x
Tooling	x					
Aluminum and other metals	x	x	x			
Laboratory supplies	x	x	x			
Reproduction supplies	x	x	x			
Office supplies	x	x	x			
Chemicals	x				x	
Tools of all types	x					
Electrical equipment and parts	x	x	x		x	
Construction services and materials	x					
Custodial equipment and supplies	x				x	
Fuels and lubricants	x	x		x		
Plastic products	x	x				x
Industrial hardware	x		x		x	x
Translating Services	x		x		x	
Technical support						

II. Battelle Subcontracting Plan Administrator

Battelle's Small Business Program Manager, Kerry Bass, is responsible to the PNNL Contracts Manager and will administer this Subcontracting Plan. Any change in the name of the Small Business Program Manager will be communicated without delay to the Contracting Officer. Responsibilities of the Small Business Program Manager include:

- **Serve as Battelle's interface with small and socioeconomically-disadvantaged businesses.**
- **Maintain and keep current listings of small and socioeconomically-disadvantaged businesses.**
- **Participate as Battelle representative in small business trade fairs, specifically directed toward offering opportunities for participants to do business with Battelle.**
- **Attend DOE-sponsored Small Business Program Manager Meetings and participate in the annual DOE Small Business Conference.**
- **Participate in trade associations, business development organizations, and conferences to locate and identify small and socioeconomically-disadvantaged business sources.**
- **Counsel and discuss subcontracting opportunities with potential small and socioeconomically-disadvantaged business firms and arrange appropriate assistance to these firms as required and practicable.**
- **Provide statistics to Battelle management on progress toward established goals and recognition of significant Contract Specialist performance in this area.**
- **Hold periodic training and other meetings with the appropriate acquisition staff on the Socioeconomic Programs.**
- **Conduct periodic meetings and otherwise communicate with Battelle organizational components covering Battelle's Socioeconomic Programs.**
- **Support Small Business Administration (SBA) activities as requested.**

III. Administration of Battelle's Subcontracting Plan

Battelle staff is committed to offering a fair and equitable opportunity for small and socioeconomically disadvantaged business concerns, to compete for the goods and services required to support our ongoing research.

Battelle responds either verbally or in writing to each request received from firms that desire an opportunity to compete for purchase order/subcontract business.

A computerized listing of small and socioeconomically-disadvantaged business concerns is maintained by the Small Business Program Manager.

The Small Business Program Manager may participate in the screening of purchase requisitions and may add suggested small and socioeconomically-disadvantaged businesses as potential sources for Contracts Specialist consideration.

Staff members are encouraged to use the Small Business Dynamic Search database established and maintained by the SBA for locating small and socioeconomically-disadvantaged businesses.

Staff will post all written, competitive solicitations >\$100,000 on PNNL's website to maximize exposure to small and socioeconomically-disadvantaged businesses, unless the acquisition is for: 1. construction services <\$500,000 using the "Short Notice Acquisition Process" which is reserved for small businesses, 2. work performed, or delivery will occur, in a foreign country, or 3. work performed under a classified or "Confidential Foreign Government Information - Modified Handling Authorized (C/FGI-MOD)" projects. When appropriate, procurements may be synopsisized in the Federal Business Opportunities (FedBizOpps) in an effort to locate additional qualified small and socioeconomically-disadvantaged business concerns for participation.

IV. Flow-Down Requirements to Battelle's Subcontractors

Each purchase order/subcontract action exceeding \$150,000 placed in furtherance of Prime Contract DE-AC06-76RL01830 will include the clause: "Utilization of Small Business Concerns."

Lower-Tier Subcontracting Plans from large business concerns are each reviewed and approved by Battelle's Small Business Program Manager. Contact is established with the Lower-Tier Subcontractors Plan Administrator to offer assistance in identifying potential small and socioeconomically-disadvantaged sources and establish semi-annual reporting requirements.

Battelle's Procurement Policies Manual contains instructions to staff to include in all solicitations for negotiated procurements exceeding \$650,000 (\$1,500,000 for construction) and which will offer subcontracting opportunities, the requirement to develop and adopt a Small Business Subcontracting Plan as required by Battelle's operating contract.

V. Periodic Reporting and Cooperating with DOE and SBA

Battelle will submit such periodic reports, as may be required by DOE or the SBA, in order to determine the extent of compliance with this Subcontracting Plan.

Battelle will cooperate in any studies or surveys conducted by DOE or SBA, by furnishing requested available statistical data.

Battelle will submit the Individual Subcontracting Report (ISR) and Summary Subcontract Report (SSR) in accordance with the instructions provided by DOE and the Electronic Subcontracting Reporting System. Further, Battelle will ensure that its subcontractors agree to electronically submit their ISR and SSR.

VI. Maintaining Records

Computerized reports are used to track progress toward achievement of goals. These reports are used to prepare monthly and quarterly reports (more frequent if requested) summarizing activity and progress related to compliance with the Subcontracting Plan.

In support of this Plan, Battelle will maintain the following records:

- Source lists (e.g., Dynamic Small Business Search, VetBiz Search, etc.), guides and other data that identify small and socioeconomically-disadvantaged business concerns
- Organizations contacted to locate small and socioeconomically-disadvantaged business concerns.
- Records on each competitive, domestic solicitation resulting in an award of more than \$150,000, indicating whether small and socioeconomically-disadvantaged businesses were solicited and, if not, why not, and, if applicable, the reason award was not made to a small business concern.
- Records of any outreach efforts and contacts with trade associations, business development organizations, and conferences and trade fairs to locate small and socioeconomically-disadvantaged sources.
- Records of internal guidance and encouragement provided to buyers through (1) workshops, seminars, training, etc., and (2) monitoring performance to evaluate compliance with the program's requirements.
- On a contract-by-contract basis, records to support award data submitted by the offeror to Battelle, including the name, address, and business size of each subcontractor.

Plan Approval: Melanie R. Fletcher Date: 6/6/14
Contracting Officer