AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT	1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES

2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. *(If applicable)*
610	**See Block 16C**		

6. ISSUED BY CODE
U.S. Department of Energy
National Nuclear Security Administration
Sandia Field Office
P.O. Box 5400, MS 0184
Albuquerque, NM 87185-5400

7. ADMINISTERED BY *(If other than Item 6)* CODE

8. NAME AND ADDRESS OF CONTRACTOR *(No., street, county, state, ZIP Code)*

Sandia Corporation
P. O. Box 5800
Albuquerque, NM 87185

CODE FACILITY CODE

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED *(SEE ITEM 11)*

10A. MODIFICATION OF CONTRACT/ORDER NO.
DE-AC04-94AL85000

10B. DATED *(SEE ITEM 13)*
October 1, 1993

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 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.

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: DOE Organization Act, 42 USC §7101 et seq.; NNSA Act, 50 USC § 2401 et seq.; and Clause I-72, DEAR 970.5204-2 Laws, Regulations and DOE Directives (Dec 2000) (Deviation) and 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 2 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 (1) replace Section J, Appendix G, *List of Applicable Directives and NNSA Policy Letters*, and (2) replace Part III - Section J, Appendix H, *Contractor and Corporate Parent Commitments, Agreements, and Understandings*. See continuation pages for changes.

15A. NAME AND TITLE OF SIGNER *(Type or print)*		16A. NAME AND TITLE OF CONTRACTING OFFICER *(Type or print)*,	
Douglas E. Otts, Manager **Prime Contract, Sandia Corporation**		**Corinne Sisneros, Contracting Officer** **Sandia Field Office, NNSA**	
15B. CONTRACTOR/OFFEROR BY [redacted] *(Signature of person authorized to sign)*	15C. DATE SIGNED 4/27/16	16B. UNITED STATES OF AMERICA BY [redacted] *(Signature of Contracting Officer)*	16C. DATE SIGNED 5/2/2016

The purpose of this modification is to (1) replace Section J, Appendix G, *List of Applicable Directives and NNSA Policy Letters,* and (2) replace Part III - Section J, Appendix H, *Contractor and Corporate Parent Commitments, Agreements, and Understandings*.

1) Section J – Appendix G, List of Applicable Directives and NNSA Policy Letters

Section J – Appendix G, *List of Applicable Directives and NNSA Policy Letters,* is hereby revised and superseded in its entirety with Attachment 1 to this modification.

2) Section J – H, Contractor and Corporate Parent Commitments, Agreements, and Understandings

Section J – H, *Contractor and Corporate Parent Commitments, Agreements, and Understandings*, is hereby revised and superseded in its entirety with Attachment 2 to this modification.

3) All other terms and conditions remain unchanged.

- - - End of contract modification - - -

Part III - Section J
Appendix G
List of Applicable Directives and NNSA Policy Letters

In addition to the list of applicable directives referenced below, the contractor shall also comply with supplementary directives (e.g., manuals), which are invoked by a Contractor Requirements Document (CRD) attached to a directive referenced below. This List excludes directives that have been granted an exemption from the CRD in whole or in part. For those Directives whereby the Contractor has been granted an exemption from the CRD, the Contractor shall comply only with the Operating Requirements identified in Appendix G-1. Directives identified in Appendix G-1 are for reference purposes only.

Bolded directives have been reviewed by the Joint Operating Requirements Review Board (JORRB).

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
APPH Chapter X Revision 10	9/08/98	Accounting Practices & Procedures Handbook (APPH) Chapter X - Product Cost Accounting
DOE O 130.1	9/29/95	Budget Formulations Process
DOE M 140.1-1B	3/30/01	Interface with the Defense Nuclear Facilities Safety Board
DOE O 142.2A, Admin Chg 1 dated 6/27/13	**12/15/06**	**Voluntary Offer Safeguards Agreement and Additional Protocol with the International Atomic Energy Agency**
DOE M 142.2-1, Admin Chg 1 dated 6/27/13	**9/04/08**	**Manual for the Implementation of the Voluntary Offer Safeguards Agreement and Additional Protocol with the International Atomic Energy Agency**
DOE O 142.3A	10/14/10	Unclassified Foreign Visits and Assignments Program
DOE O 144.1, Chg 1 dated 11/6/09	1/16/09	Department of Energy American Indian Tribal Government Interactions and Policy
DOE O 150.1A	**3/31/14**	**Continuity Programs**
DOE O 151.1C	11/02/05	Comprehensive Emergency Management System
DOE O 153.1	6/27/07	Departmental Radiological Emergency Response Assets
DOE O 205.1B, Admin Chg 3 dated 4/29/2014	**5/16/11**	**Department of Energy Cyber Security Program[1]**
DOE M 205.1-3, Admin Chg 1 dated 12/20/12	4/17/06	Telecommunications Security Manual[2]
DOE O 206.1	1/16/09	Department of Energy Privacy Program
DOE O 206.2	**2/19/13**	**Identify, Credential, and Access Management (ICAM)**
DOE O 210.2A	**4/08/11**	**DOE Corporate Operating Experience Program**
DOE O 221.1A	4/19/08	Reporting Fraud, Waste, and Abuse to the Office of Inspector General
DOE O 221.2A	2/25/08	Cooperation With The Office of Inspector General
DOE O 225.1B	**3/04/11**	**Accident Investigations**
DOE O 226.1B	**4/25/11**	**Implementation of Department of Energy Oversight Policy**
DOE O 227.1	**8/30/11**	**Independent Oversight Program**
DOE O 231.1B, Admin Chg 1 dated 11/28/12	**6/27/11**	**Environment, Safety and Health Reporting**

[1] Sandia will evaluate NNSA RMIP releases to ensure that the requirements of CNSSP-300 are adequately implemented.

[2] Refer to memorandum from NNSA/HQ/NA-IM-10, Subject: *Cable-confined Testing and Transmitter Review Forms (TRF)*, dated 4/25/12, for clarification to TRF completion requirements.

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
DOE O 232.2, Admin Chg 1 dated 3/12/14	**8/30/11**	**Occurrence Reporting and Processing of Operations Information**
DOE O 241.1B	**12/13/10**	**Scientific and Technical Information Management**
DOE O 243.1B, Admin Chg 1 dated 7/8/13	**3/11/13**	**Records Management Program**
DOE O 252.1A, Admin Chg 1, dated 3/12/13	**2/23/11**	**Technical Standards Program**
DOE O 313.1	11/19/09	Management and Funding of the Department's Overseas Presence
DOE O 350.1, Chg 3 dated 2/23/10	9/30/96	Contractor Human Resource Management Programs[3]
NA SD 350.2 Rev. 1 dated 10/18/2012	**11/16/11**	**Use of Management and Operating Contractor Employees for Services to NNSA in the Washington, D.C., Area**
DOE O 350.2B	**05/31/11**	**Use of Management and Operating or Other Facility Management Contractor Employees for Services to DOE in the Washington, D.C., Area**
DOE O 410.2, Admin Chg 1 dated 4/10/14	**8/17/09**	**Management of Nuclear Materials**
DOE O 412.1A, Admin Chg 1 dated 5/21/14	**4/21/05**	**Work Authorization System**
DOE O 413.1B	10/28/08	Internal Control Program
DOE O 413.2B, Admin Chg 1 dated 1/31/11	4/19/06	Laboratory Directed Research & Development
DOE O 413.3B	**11/29/10**	**Program and Project Management for the Acquisition of Capital Assets[4]**
DOE O 414.1D, Admin Chg 1, dated 5/8/13	**4/25/11**	**Quality Assurance**
DOE O 415.1, Admin Chg 1 dated 1/16/13	**12/3/12**	**Information Technology Project Management**
NA SD 415.1	**9/3/2014**	**Project Oversight for Information Technology**
DOE O 420.1 C, Change 1 dated 2/27/2015	12/22/05	Facility Safety[5]
DOE O 420.2C	**7/21/11**	**Safety of Accelerator Facilities**
DOE O 422.1, Admin Chg 2 dated 12/03/2014	**6/29/10**	**Conduct of Operations**
DOE O 425.1D, Admin Chg 1 dated 4/2/13	**4/16/10**	**Verification of Readiness to Start Up or Restart Nuclear Facilities**

[3] (a) For purposes of Chapter VI-5, paragraph 1, Basic Requirements, subparagraph (d), effective January 22, 2013, the Contractor shall perform an annual limited scope-audit of the Contractor pension plan except that a full-scope audit shall be performed once every three years.

(b) Excludes Chapters VIII Contractor Workplace Substance Abuse Programs and IX Employee Assistance Programs due to exemption granted on December 9, 2010, by the NNSA Administrator.

(c) For purposes of Attachment 1 (Page V-8), Employee Benefits, Benefit Program Approval b. (2) (d), total benefit payments from all sources shall not exceed 80% of the employee's gross pay for the period such compensation is payable.

[4] The annual Value Engineering accomplishment progress report required by paragraph c.9 of the CRD shall be submitted to OECM through the SFO.

[5] Implementation will be conducted in phases. Implementation recommendations will be presented to the JORRB if revisions are necessary.

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
DOE O 426.2, Admin Chg 1 dated 7/29/13	**4/21/10**	**Personnel Selection, Training, Qualification, and Certification Requirements for DOE Nuclear Facilities**
DOE O 430.1B, Chg. 2 dated 04/25/11	**9/24/03**	**Real Property and Asset Management**
DOE O 433.1B, Admin Chg 1 dated 3/12/13	**4/21/10**	**Maintenance Management Program for DOE Nuclear Facilities**
DOE N 435.1	**8/09/11**	**Contact-Handled and Remote-Handled Transuranic Waste Packaging**
DOE O 435.1, Chg. 1 dated 8/28/01	7/09/99	Radioactive Waste Management
DOE O 440.2C, Chg. 1 dated 6/15/11	**11/27/02**	**Aviation Management and Safety**
DOE M 441.1-1	3/07/08	Nuclear Material Packaging Manual[6]
DOE O 442.2	**7/29/11**	**Differing Professional Opinions for Technical Issues Involving Environment, Safety, and Health**
DOE O 443.1B	**3/17/11**	**Protection of Human Research Subjects**
DOE N 443.1	**1/21/2016**	**Protection of Human Research Subjects in Classified Research**
DOE O 452.1E	**1/26/15**	**Nuclear Explosive and Weapon Surety Program[7]**
DOE O 452.2E	**1/26/15**	**Nuclear Explosive Safety**
NA SD 452.2	**11/17/14**	**Nuclear Explosive Safety Evaluation Process**
DOE O 452.3	6/08/05	Management of the Department of Energy Nuclear Weapons Complex
NNSA SD M 452.3-1	12/10/09	Defense Programs Business Requirements and Processes Manual[8]
DOE O 452.4B	1/22/10	Security and Use Control of Nuclear Explosives and Nuclear Weapons
DOE O 452.6A	4/14/09	Nuclear Weapon Surety Interface with the Department of Defense
DOE O 452.7	5/14/10	Protection of Use Control Vulnerabilities and Designs
DOE O 452.8	**7/21/11**	**Control of Nuclear Weapons Data**
DOE O 456.1, Admin Chg 1 dated 2/14/13	**5/31/11**	**The Safe Handling of Unbound Engineered Nanoparticles**
DOE O 457.1A	**8/26/13**	**Nuclear Counterterrorism**
DOE O 458.1, Admin Chg 3 dated 1/15/13	**2/11/11**	**Radiation Protection of the Public and the Environment**
DOE O 460.1C	5/14/10	Packaging and Transportation Safety
DOE O 460.2A	12/22/04	Departmental Materials Transportation & Packaging Management
DOE M 460.2-1A	6/04/08	Radioactive Material Transportation Practices
DOE O 461.1B	**12/16/10**	**Packaging and Transportation for Offsite Shipment of Materials of National Security Interest**

[6] (a) Sandia shall repackage all nuclear materials that fall under the requirements of DOE M 441.1-1 remaining on-site after FY 2015 that do not have an identified disposition path. These materials will need to be packaged before the end of FY 2014 or as soon as appropriate packaging is identified and approval is obtained through the SFO. Sandia will determine the appropriate packaging and SFO will concur/approve. Packaging designs will be approved by a Field Office and reviewed by the NNSA/Albuquerque Complex Packaging Certification Division prior to use.
(b) New material that Sandia acquires from various programs and projects that are subject to DOE M 441.1-1 must have an approved container for storage, or Sandia must have a plan (approved by SFO) in place to develop a container to comply with the packaging and storage requirements, when it comes on site.

[7] Clarification to CRD, Item 7c: Concepts for features are to be developed for consideration.

[8] Changes to the NNSA Supplemental Directive NA SD M 452.3-1, *Defense Programs Business Requirements and Processes Manual*, and the RMI derived requirements, are processed as described in contract clause H-33(e).

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
DOE O 461.2	**11/01/10**	**Onsite Packaging and Transfer of Materials of National Security Interest**
DOE O 462.1, Admin Chg 1 dated 7/10/13	**11/10/08**	**Import and Export of Category 1 and 2 Radioactive Sources and Aggregated Quantities**
DOE O 470.3B	8/12/08	Graded Security Protection (GSP) Policy
DOE O 470.4B, Admin Chg 1 dated 2/15/13	**7/21/11**	**Safeguards and Security Program[9]**
DOE M 470.4-3A	11/05/08	Contractor Protective Force
DOE M 470.4-4A	1/16/09	Information Security Manual[10]
DOE O 471.1B	3/01/10	Identification and Protection of Unclassified Controlled Nuclear Information
DOE O 471.3, Admin Chg 1 dated 1/13/11	**4/09/03**	**Identifying and Protecting Official Use Only Information**
DOE M 471.3-1, Admin Chg 1 dated 1/13/11	**4/09/03**	**Manual for Identifying and Protecting Official Use Only Information**
DOE O 471.5	**3/29/11**	**Special Access Program**
DOE O 471.6, Admin Chg 2 dated 5/15/2015	**6/20/11**	**Information Security**
DOE O 472.2, Chg 1 dated 7/9/14	**7/21/11**	**Personnel Security**
DOE O 474.2, Admin Chg 3 dated 5/15/15	**6/27/11**	**Nuclear Material Control and Accountability**
DOE O 475.1	12/10/04	Counterintelligence Program
DOE O 475.2B	**10/3/14**	**Identifying Classified Information[11]**
DOE O 483.1A	**11/06/13**	**DOE Cooperative Research and Development Agreements**
DOE O 534.1B	**1/06/03**	Accounting
DOE O 551.1D, **Chg 1 dated 8/13/15**	4/02/12	Official Foreign Travel
DOE O 580.1, Chg 1 dated 5/08/08	12/07/05	Department of Energy Personal Property Management Program
DOE 5480.30, Chg 1 dated 3/14/01	1/19/93	Nuclear Reactor Safety Design Criteria
DOE O 5639.8A	**7/23/93**	**Security of Foreign Intelligence Information and Sensitive Compartmented Information Facilities**
56XB, Rev. 2	5/10/04 (Release Date)	Nuclear Weapon Development and Production[12]

[9] Sandia shall provide SFO with the required documentation (DD254 or DOE F 470.1) for *new* classified SPP activity and shall provide notification as required to update the form through the lifecycle of the activity. This does not include those SPP activities excluded by policy.

[10] DOE O 471.6, Admin Chg 1, dated 06/20/2011, replaced DOE M 470.4-4A, except Section D and the classified Technical Surveillance Countermeasures Annex.

[11] Based on the February 4, 2015, JORRB, implementation of the requirements in the Contractor Requirement Document (CRD) will be achieved in accordance with an approved implementation plan.

[12] Chapters within 56XB, *Nuclear Weapon Development and Production (D&P) Manual,* will stay in effect until specific *Nuclear Weapon D&P Manual* chapters and associated Technical Business Practices are replaced using the Requirements Modernization and Integration (RMI) process, as described in contract clause H-33(e) and NA SD M 452.3-1.

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
NAP 14.1-D	**12/14/12**	**Baseline Cyber Security Program**[13]
NAP 14.3-B	5/02/08	Transmission of Restricted Data Over Secret Internet Protocol Router Network (SIPRNet)
NAP 23, Admin Chg 1 dated 2/9/15	**12/13/12**	**Atomic Energy Act Control of Import and Export Activities**
NAP 24	**6/20/13**	**Weapon Quality Policy**[14]
NAP 70.2, Chg 1	**7/20/11**	**Physical Protection**
QP 100-1	**3/1/13**	**Quality Requirements to UK and US Procurement Contracts and Loan Authorizations for Research, Design, and Development**

[13] Sandia Cyber Security Program Execution Guidance and Annual Operating Plan will be used in lieu of NAP 21 to define performance expectations for the cyber security program.

[14] NAP-24 will be fully implemented by 9/30/17 pursuant to the approved implementation plan, dated 12/19/13. The term "prevented" in Section 3.6.3 aii) is commensurate with DOE O 452.1E, Section 4.b.1.

Part III - Section J
Appendix H
Contractor and Corporate Parent Commitments, Agreements, and Understandings

April 01, 2016

The Contractor, Sandia Corporation (hereinafter Sandia), and the Contractor's Parent Organization, Lockheed Martin Corporation (hereinafter LMC), shall in accordance with Part I, Section H, H-20, CONTRACTOR COMMITMENTS, and Part II, Section I, Clause I-83, DEAR 970.5226-3, COMMUNITY COMMITMENT (DEC 2000), of this Contract, take the actions identified below. All associated expenditures will be paid from LMC Funds except for paragraph A below.

Sandia will:

A. Maintain a Sandia Board of Directors with the President of Sandia serving as the Vice-Chairman of the Board of Directors.

LMC will:

B. Maintain a reporting relationship where the President of Sandia reports to the Chair of the Sandia Board of Directors, who will be an Executive Vice President of LMC or higher official. Sandia is organized within LMC's Space Systems business area.

C. Sandia and LMC are committed to the public interest, in the amount of a minimum of $2 million per year, through the end of the contract and including any options if exercised, as demonstrated by such activities as:

1. Strengthening academic alliances.

2. Maintaining The Technology Ventures Corporation (TVC) Technology Transfer & Commercialization Facility, which will be dedicated to technology transfer and commercialization efforts.

3. Maintaining a Board of Directors of TVC to ensure its independence from LMC and Sandia.

4. LMC scholarships, which have been awarded to the children of Sandia employees, will be discontinued at the beginning of the 2016-2017 academic year. Current scholarship recipients will not be affected by this change.

5. Supporting community organizations and foundations such as the New Mexico Museum of Natural History, the National Atomic Museum Foundation, and the Sandia Science & Technology Park to the extent possible through contributions and leadership.

6. Matching employee donations to universities.