

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 1 PAGES
2. AMENDMENT/MODIFICATION NO. M224	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)	
6. ISSUED BY U.S. Department of Energy National Nuclear Security Administration Sandia Site Office (MS 0184) P.O. Box 5400 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		9A. AMENDMENT OF SOLICITATION NO.		
CODE		9B. DATED (SEE ITEM 11)		
FACILITY CODE		10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC04-94AL85000/M202		
		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: Public Law 95-91 and Other Applicable Law
	D. OTHER (Specify type of modification and authority):

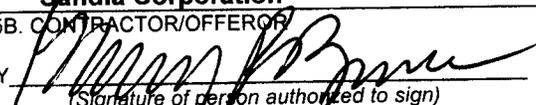
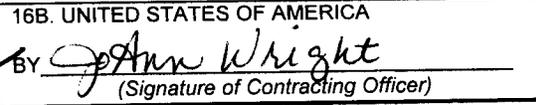
E. IMPORTANT: Contractor is not, is required to sign this document and return 3 copies to the issuing office.

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

This modification revises the contract as follows:

- Section J, Appendix D, *Key Personnel*, dated August 12, 2004 is hereby updated and superseded in its entirety with Attachment 1 to this modification, dated November 1, 2004. The change identifies Kimberly S. Adams as Vice President, Human Resources; the position was vacated by Donald H. Blanton.
- Section J, Appendix G, *List of Applicable Directives and NNSA Policy Letters*, is hereby updated and superseded in its entirety with Attachment 2 to this modification, dated January 25, 2005.
- All other terms and conditions remain unchanged.

Except as provided herein, all terms and conditions of the document referenced in Items 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Gary B. Zura, Level II Manager Sandia Corporation		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) JoAnn Wright, Contracting Officer Sandia Site Office	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED 11/31/05	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED 2/1/05
BY  (Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	

Part III - Section J
Appendix D
Key Personnel

November 1, 2004

The Contractor's employees identified below are determined to be necessary for the successful performance of this Contract. The purpose of this listing is to identify those employees whose initial assignment, reassignment, or replacement shall be subject to the approval of the Contracting Officer, pursuant to the Contract Clause entitled "Key Personnel." Position title designations do not signify officers of the Sandia Corporation.

C. Paul Robinson	President, Laboratories Director
Joan B. Woodard	Executive Vice President, Deputy Laboratories Director
Kimberly S. Adams	Vice President, Human Resources
Ronald J. Detry	Vice President, Integrated Security and Chief Security Officer
Francisco A. Figueroa	Vice President, Business Management and Chief Financial Officer
Thomas O. Hunter	Senior Vice President, Information, Computation and Engineering
Miriam E. John	Vice President, California Laboratory
Elizabeth D. Krauss	Vice President General Counsel, and Corporate Secretary
J. Leonard Martinez	Vice President, Manufacturing Systems, Science and Technology
Alton D. Romig, Jr.	Vice President, National Security and Arms Control
Les E. Shephard	Vice President Energy, Information and Infrastructure Surety
J. Pace VanDevender	Vice President, Science, Technology and Partnerships
John H. Stichman	Vice President, Weapons Systems
James A. Tegnalia	Vice President, Department of Defense Programs
Gerold Yonas	Vice President, Advanced Concepts/Principal Scientist

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

January 25, 2005

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.

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
APPH Chapter X Revision 10	09/08/98	Accounting Practices & Procedures Handbook Chapter X - Product Cost Accounting
DOE O 110.3	11/3/99	Conference Management
AL A-130 Chg. 1 dated 11/30/98	01/97	Implementation Criteria, Appendix III
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 142.1	1/13/04	Classified Visits Involving Foreign Nationals
DOE O 142.2	1/1/04	Safeguards Agreement and Protocol with the International Atomic Energy Agency
DOE O 142.3	6/18/04	Unclassified Foreign Visits and Assignments
DOE O 151.1B	10/29/03	Comprehensive Emergency Management System
DOE N 153.2	8/11/03	Connectivity to National Atmospheric Release Advisory Center (NARAC)
DOE O 200.1	9/30/96	Information Management Program
DOE M 200.1-1	3/15/97	Telecommunications Security Manual, and Chapter 9 Public Key Cryptography and Key Management, approved 2/15/00
DOE O 205.1	3/21/03	Department of Energy Cyber Security Management Program
DOE N 205.2	8/12/04 (DOE N 205.14 extends DOE N 205.2 until 8/12/05)	Foreign National Access to DOE Cyber Systems
DOE N 205.3	8/12/04 (DOE N 205.14 extends DOE N 205.3 until 8/12/05)	Password Generation, Protection, and Use
DOE O 221.1	3/22/01	Reporting Fraud, Waste, and Abuse to the Office of Inspector General
DOE O 221.2	3/22/01	Cooperation With The Office of Inspector General
DOE O 224.2	3/22/01	Auditing of Programs and Operations
DOE O 225.1A	11/26/97	Accident Investigations
DOE M 231.1-1A Chg 1	9/9/04	Environment, Safety, and Health Reporting Manual
DOE M 231.1-2	8/19/03	Occurrence Reporting and Processing of Operations Information
DOE O 241.1A Chg 1	10/14/03	Scientific and Technical Information Management
DOE O 251.1A	1/30/98	Directives System
DOE O 252.1	11/19/99	Technical Standards Program
DOE O 311.1B	2/12/03	Equal Employment Opportunity and Diversity Program

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
DOE O 350.1, Chg 1 dated 5/8/98	9/30/96	Contractor Human Resource Management Programs
DOE O 350.2A	10/29/03	Use of Facility Contractor Employees for Services to DOE in the Washington, D.C., Area
DOE O 412.1	4/20/99	Work Authorization System
DOE O 413.1A	4/18/02	Management Control Program
DOE O 413.2A	1/8/01	Laboratory Directed Research & Development
DOE O 413.3	10/13/00	Program & Project Management for the Acquisition of Capital Assets
DOE O 414.1B	4/29/04	Quality Assurance
DOE O 420.1A	5/20/02	Facility Safety
DOE O 420.2A	1/8/01	Safety of Accelerator Facilities
DOE O 425.1C	3/13/03	Startup and Restart of Nuclear Facilities
DOE O 430.1B	9/24/03	Real Property Asset Management ¹
DOE O 430.2A	4/15/02	Departmental Energy and Utilities Management
DOE O 433.1	6/1/01	Maintenance Management Program for DOE Nuclear Facilities
DOE O 435.1, Chg. 1 dated 8/28/01	7/9/99	Radioactive Waste Management
DOE O 440.1A	3/27/98	Worker Protection Management for DOE Federal and Contractor Employees
DOE O 440.2B	11/27/02	Aviation Management and Safety
DOE O 442.1A	6/6/01	Department Of Energy Employee Concerns Program
DOE O 443.1	5/15/00	Protection of Human Subjects
DOE O 450.1	1/15/03	Environmental Protection Program
DOE P 450.5	6/26/97	Line Environment, Safety and Health Oversight
DOE N 450.7	10/17/01 (DOE N 450.13 extends DOE N 450.7 until 6/30/05)	The Safe Handling, Transfer, and Receipt of Biological Etiologic Agents at Department of Energy Facilities
DOE O 452.1B	8/6/01	Nuclear Explosive and Weapon Surety Program
AL 452.1B	10/23/01	Nuclear Explosive and Weapon Surety Program
AL 452.2B	03/22/02	Safety of Nuclear Explosive Operations (This directive was inadvertently omitted from the List when it was last updated.)
DOE O 452.2B	8/7/01	Safety of Nuclear Explosive Operations; and DOE-STD-3015-2001, Nuclear Explosive Safety Study Process, dated February 2001
DOE O 452.4A	12/17/01	Security and Control of Nuclear Explosives and Nuclear Weapons
DOE M 452.4-1A	3/11/04	Protection of Use Control Vulnerabilities and Designs
DOE O 460.1B	4/4/03	Packaging and Transportation Safety
DOE O 460.2 Chg. 1 dated 10/26/95	9/27/95	Departmental Materials Transportation & Packaging Management

¹ This order will be implemented subject to a 9-month Implementation Plan period beginning November 10, 2004, for the following Sections of Attachment 2, Contractor Requirements Document: Section 3, Facility Information Management Systems; Section 4.c, NNSA approved land use planning process and subject to issuance of guidance from NNSA; Section 7, Value Engineering System.) All other sections of Attachment 2 will be implemented within thirty days of the modification effective date.

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
DOE M 460.2-1	9/23/02	Radioactive Material Transportation Practices
DOE O 461.1A	4/26/04	Packaging and Transfer or Transportation of Materials of National Security Interest
DOE O 470.1, Chg. 1 dated 6/21/96	9/28/95 (DOE N 251.57 extends this Order until 4/28/05)	Safeguards and Security Program
DOE O 470.2B	10/31/02	Independent Oversight and Performance Assurance Program
DOE M 470.1-1	10/2/02	Safeguards and Security Awareness Program
DOE O 471.1A	6/30/00	Identification and Protection of Unclassified Controlled Nuclear Information
DOE O 471.2A	3/27/97 (DOE N 251.57 extends this Order until 4/28/05)	Information Security Program
DOE M 471.2-1C, Chg 1	7/14/04	Classified Matter Protection & Control Manual <i>(with the exception of Chapter III, paragraphs 1 and 2, and Chapter IV)</i>
DOE M 471.2-1C	4/17/01	Classified Matter Protection & Control Manual <i>(applicable only for Chapter III, paragraphs 1 and 2, and Chapter IV)</i>
DOE M 471.2-2	8/3/99	Classified Information Systems Security Manual ² <i>(except Chapter VI, paragraphs 4j(2), and 4j(6); and Chapter VII, paragraph 12a(2)(a) cancelled per DOE N 205.3)</i>
DOE M 471.2-3A	7/11/02	Special Access Program Policies, Responsibilities, and Procedures ³
DOE O 471.3	4/9/03	Identifying and Protecting Official Use Only Information
DOE M 471.3-1	4/9/03	Manual for Identifying and Protecting Official Use Only Information
DOE O 471.4	3/17/04	Incidents of Security Concern
DOE O 472.1C	3/25/03	Personnel Security Activities
DOE O 473.1	12/23/02	Physical Protection Program
DOE M 473.1-1	12/23/02	Physical Protection Program Manual
DOE O 473.2	6/30/00	Protective Force Program
DOE M 473.2-1A	1/17/02	Firearms Qualification Courses Manual
DOE M 473.2-2, Chg. 1 dated 12/20/01	6/30/00	Protective Force Program Manual
DOE N 473.9	7/8/04	Security Conditions
DOE O 474.1A	11/20/00	Control and Accountability of Nuclear Materials
DOE M 474.1-1B	6/13/03	Manual for Control and Accountability of Nuclear Materials
DOE M 474.1-2A	8/19/03	Nuclear Materials Management and Safeguards System Reporting and Data Submission Manual
DOE M 475.1-1A	2/26/01	Identifying Classified Information
DOE O 481.1B	9/28/01	Work For Others (Non-Department of Energy Funded Work)
DOE N 481.1A	4/21/03 (DOE N 251.56 extends this Notice until 4/21/05)	Reimbursable Work for Department of Homeland Security
DOE O 482.1	1/12/01	DOE Facilities Technology Partnering Programs

² Full implementation will occur in accordance with SNL's approved Implementation Plan.

³ Implementation of this Manual predicated on the continuance of direct funding in the future.

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
DOE O 483.1	1/12/01	DOE Cooperative Research & Development Agreements
DOE O 534.1B	1/6/03	Accounting
DOE O 551.1B	8/19/03	Official Foreign Travel
DOE 1220.1A Chg. 1 dated 6/28/92	4/9/92	Congressional & Intergovernmental Affairs
DOE 2110.1A Chg. 2 dated 5/18/92	7/14/88	Pricing of Departmental Materials and Services
DOE 5400.5 Chg. 2 dated 1/7/93	2/8/90	Radiation Protection of the Public & the Environment (<i>except 1a(3)(a) of Chapter II cancelled per DOE O 231.1</i>)
DOE 5480.4 Chg. 4 dated 1/7/93	5/15/84	Environmental Protection Safety & Health Protection Standards (<i>except Attachment 2, paragraph 2c, 2d(2)-(3), 2e(1)-(8) and Attachment 3, paragraph 2c, 2d(2)-(3), and 2e(1)-(7) cancelled per DOE O 440.1 dated 9/30/95</i>)
DOE 5480.19, Chg. 2 dated 10/23/01	7/9/90	Conduct of Operations Requirements for DOE Facilities
DOE 5480.20A, Chg. 1 dated 7/12/01	11/15/94	Personnel Selection, Qualification, and Training Requirements for DOE Nuclear Facilities
DOE 5480.30, Chg. 1 dated 3/14/01	1/19/93	Nuclear Reactor Safety Design Criteria
DOE 5530.1A	9/20/91	Accident Response Group
DOE 5530.3 Chg. 1 dated 4/10/92	1/14/92	Radiological Assistance Program
DOE 5530.5 Chg. 1 dated 12/2/92	7/10/92	Federal Radiological Monitoring & Assessment Center
DOE 5560.1A	5/8/85	Priorities and Allocations Program
DOE 5660.1B	5/26/94	Management of Nuclear Materials

DIRECTIVE NUMBER	DATE	DOE DIRECTIVE TITLE
DOE 5670.3	9/4/92	Counterintelligence Program
56XB Rev. 2	5/10/04	Nuclear Weapon Development and Production
SEN-22-90	5/8/90	DOE Policy on Signatures of RCRA Permit Applications
SEN-35-91	9/9/91	Nuclear Safety Policy
NAP 14.1	9/12/03	NNSA Cyber Security Program
NAP 14.2	9/12/03	Baseline Cyber Security Requirements
NAP 14.3	9/12/03	NNSA Protection Profile and Security target Requirements
NAP 14.4	9/12/03	Open Public Unrestricted Access Information Group Protection Profile
NAP 14.5	9/12/03	Unclassified Protected Information Group Protection Profile
NAP 14.6	9/12/03	Unclassified Mandatory Protection Information Group Protection Profile
NAP 14.7	9/12/03	Confidential Non-Nuclear Weapons Data Information Group Protection Profile
NAP 14.8	9/12/03	Secret Restricted Non-Nuclear Weapons Data Information Group Protection Profile
NAP 14.9	9/12/03	Confidential Restricted Data, Sigmas 1-13 Information Group Protection Profile
NAP 14.10	9/12/03	Secret Restricted Data, Sigmas 1-13, Information Group Protection Profile
NAP 14.11	9/12/03	Secret Restricted Data, Sigmas 14-15, Information Group Protection Profile