

**PRIME CONTRACT FLOWDOWN CLAUSES
CONSULTANT AND PROFESSIONAL SERVICES AGREEMENT**

**U. S. DEPARTMENT OF ENERGY PRIME CONTRACT NO. DE-EM0004559
DEPLETED URANIUM HEXAFLORIDE (DUF6) CONVERSION FACILITIES
PADUCAH, KY AND PORTSMOUTH, OH**

**1. WORK STOPPAGE AND SHUT DOWN
AUTHORIZATION**

- 1.1 Imminent Health and Safety Hazard is a given condition or situation which, if not immediately corrected, could result in a serious injury or death, including exposure to radiation and toxic/hazardous chemicals. Imminent Danger in relation to the Facility Safety Envelope is a condition, situation, or proposed activity which if not terminated could cause, prevent mitigation of, or seriously increase the risk of (1) radiation exposure, (2) toxic hazardous chemical exposure, (3) electrical/steam hazards, (4) fire/explosion and/or (5) personal injury or death.
- 1.2 Stop-Work: In the event of an imminent health and safety hazard, identified by conversion facility line management or operators or conversion facility health and safety personnel overseeing conversion facility operations, or other individuals, the individual or group identifying the imminent hazard situation shall immediately take actions to eliminate or mitigate the hazard (e.g., by directing the operator/implementer of the activity or process causing the imminent hazard to stop work, or by initiating emergency response actions or other actions) to protect the health and safety of the workers and the public, and to protect DOE facilities and the environment. In the event an imminent health and safety hazard is identified, the individual or group identifying the hazard should coordinate with an appropriate Contractor official, who will direct the shutdown or other actions, as required. Such mitigating action should subsequently be coordinated with the DOE and contractor management. The

suspension or stop-work will be promptly confirmed in writing from the Contractor.

- 1.3 Contractor and DOE employees have the right to recommend a facility shutdown, regardless of who is performing the activity, if continuation of that activity would be considered an imminent danger in relation to the Facility Safety Envelope.
- 1.4 Shutdown: In the event of an imminent danger in relation to the Facility Safety Envelope or a non-imminent health and safety hazard identified by conversion facility line management or operators, conversion facility health and safety personnel over-viewing conversion facility operations, or other individuals, the individual or group identifying the potential health and safety hazard may recommend facility shutdown in addition to any immediate actions needed to mitigate the situation. However, the recommendation must be coordinated with contractor management. Any written direction to suspend operations shall be issued by the Contractor, pursuant to the Article entitled FAR 52.242-15 STOP WORK ORDER (AUG 1989) Alternate I (APR 1984).
- 1.5 Facility Representatives: Contractor personnel designated as Facility Representatives (FR) provide the technical oversight of operations. The FR has the authority to "stop work," which may apply to the suspension of operations of an entire plant, activity, or job. This stop-work authority is limited to an operation of a facility which is performing work the FR believes:
- (a) Poses an imminent danger to health and safety of workers or the public if allowed to continue;
 - (b) Could adversely affect the safe operation of, or could cause serious

damage to, the facility if allowed to continue; or

- (c) Could result in the release of radiological or chemical hazards to the environment in excess of regulatory limits.
- (d) The Contractor may at any time during the performance of this subcontract issue an order stopping work in whole or in part due to environmental, safety, and health reasons.

1.6 The subcontractor shall flow down this article to all subcontractors at all tiers.

2. COMPLIANCE WITH ORDERS, AGREEMENTS, AND REGULATORY AUTHORITIES

In addition to requirements of Article 11 of the Agreement, "Compliance With Laws", the Subcontractor shall comply with any current or future orders and agreements with regulatory authorities pertaining to UF₆ cylinders, including but not limited to the State of Ohio Director's Final Findings and Orders, dated February 24, 1998, June 24, 2005, and February 1, 2008, and the Commonwealth of Kentucky Natural Resources and Environmental Protection Cabinet Agreed Order, October 3, 2003.

SUPPLEMENTAL DEFINITIONS FOR FAR AND DEAR CLAUSES INCORPORATED BY REFERENCE

This subcontract incorporates certain clauses below by reference. These clauses apply as if they were incorporated in their entirety. For Federal Acquisition Regulation (FAR) and Department of Energy Acquisition Regulation (DEAR) provisions incorporated by reference, "Contractor" means Subcontractor and "Contracting Officer" means the Contractors Procurement Representative. Government means the owner or the Contractor except that the term "Government" or its authorized representatives shall retain its original meaning where (1) the provision pertains to, addresses or governs rights and obligations in property (real, personal or intellectual), (2) a right, act, authorization or obligation can be granted or performed only by the Government (e.g., under the Nuclear Hazards Indemnity Agreement provision), (3) the intent of the provision is to

provide benefit or protection to the Government, or (4) when access to the subcontractor's proprietary financial or other data is required. FAR clauses may be accessed electronically at <https://www.acquisition.gov/far/>. DEAR clauses can be found at <http://www.management.energy.gov/DEAR.htm>. Upon request, BWCS will make their full text available

3. CONTRACTOR CODE OF BUSINESS ETHICS AND CONDUCT (DEC 2008)

FAR 52.203-13

(Article is applicable if the value of this subcontract exceeds \$5 million, and the performance period exceeds 120 days)

4. WHISTLEBLOWER PROTECTION FOR CONTRACTOR EMPLOYEES (DEC 2007)

DEAR 952.203-70

(Applicable for subcontract involving work performed on or behalf of DOE directly related to activities at DOE-owned or leased sites)

5. SECURITY (JUN 2009)

DEAR 952.204-2

(Applicable if Subcontractor Employees will require access authorizations in performance of the work (L or Q clearances)

6. PERSONAL IDENTITY VERIFICATION OF CONTRACTOR PERSONNEL (SEP 2007)

FAR 52.204-9

(Applicable if subcontractor is required to have routine physical access to a Federally-controlled facility and/or routine access to a Federally-controlled information system)

7. COMPUTER SECURITY (AUG 2006)

DEAR 952.204-77

(Applicable if Subcontractor Employees will have access to computers owned, leased or operated on behalf of the DOE)

8. ORGANIZATIONAL CONFLICTS OF INTEREST (JUN 1997)

DEAR 952.209-72

(Applicable to orders for Advisory and Assistance Services Only)

9. UTILIZATION OF SMALL BUSINESS CONCERNS (MAY 2004)

FAR 52.219-8

10. SMALL BUSINESS SUBCONTRACTING PLAN (APR 2008) – Alternative II (Oct 2001)

FAR 52.219-9

(Applicable if subcontract exceeds \$550,000. Article does not apply if subcontractor is a Small Business concern)

11. NOTIFICATION OF EMPLOYEE RIGHTS CONCERNING PAYMENT OF UNION DUES OR FEES (DEC 2004)

FAR 52.222-39

(Article applicable if this subcontract exceeds \$150,000)

12. EQUAL OPPORTUNITY (MAR 2007)

FAR 52.222-26

13. EQUAL OPPORTUNITY FOR SPECIAL DISABLED VETERANS, VIETNAM ERA VETERANS AND OTHER ELIGIBLE VETERANS (SEP 2006)

FAR 52.222-35

14. AFFIRMATIVE ACTION FOR WORKERS WITH DISABILITIES (JUN 1998)

FAR 52.222-36

15. SERVICE CONTRACT ACT OF 1965 AS AMENDED (NOV 2007)

FAR 52.222-41

(Article applicable if subcontract exceeds \$2,500 and involves employment by subcontractor of service employees, as defined in DOL Regulations)

16. COMBATING TRAFFICKING IN PERSONS (FEB 2009)

FAR 52.222-50

17. EMPLOYMENT ELIGIBILITY VERIFICATION (FEB 2009)

(Does not apply to subcontracts valued at \$3,000 or less or to subcontracts with individual consultants)

FAR 52.222-54

18. INTEGRATION OF ENVIRONMENT, SAFETY, AND HEALTH INTO WORK PLANNING AND EXECUTION (DEC 2000)

DEAR 970.5223-1

(Applicable if subcontract involves performance of work on-site)

19. WORKPLACE SUBSTANCE ABUSE PROGRAMS AT DOE SITES (DEC 2000)

DEAR 970.5223-4

(Applicable if subcontract amount exceeds \$25,000 and scope of work involves access to classified information or special nuclear materials; transportation of hazardous materials to or from a DOE site; or a high risk of danger to life, the environment, public health and safety, or national security)

20. RIGHTS IN DATA – GENERAL (JUN 1987)

FAR 52.227-14, with Alternate V as modified pursuant to DEAR 927.409(a) (1)

21. PRIVACY AND SECURITY SAFEGUARDS (AUG 1996)

FAR 52.239-1

22. GOVERNMENT PROPERTY (JUN 2007)

FAR 52.245-1

(Applicable if Government property is provided to the subcontractor for use in performance of the work)

23. NUCLEAR HAZARDS INDEMNITY AGREEMENT (JUN 1996)

DEAR 952.250-70