

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

BPA NO.

1. CONTRACT ID CODE

PAGE
1OF
6

2. AMENDMENT/MODIFICATION NO.

M006

3. EFFECTIVE DATE

09-30-2012

4. REQUISITION/PURCHASE REQ. NO.

HR-12-419

5. PROJECT NO.(If applicable)

09/20/2012

6. ISSUED BY

CODE

3100

7. ADMINISTERED BY (If other than Item 6)

CODE 3100

U.S. Nuclear Regulatory Commission
Div. of Contracts
Attn: Monique B. Williams
Mail Stop: TWB-01-B10M
Washington, DC 20555

U.S. Nuclear Regulatory Commission
Div. of Contracts
Mail Stop: TWB-01-B10M
Washington, DC 20555

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)

AQUILA FITNESS CONSULTING SYSTEMS LTD.
AQUILA

1221 Brickell Avenue, Suite 1060

MIAMI FL 33131

(X)

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

10A. MODIFICATION OF CONTRACT/ORDER NO.
NRC-38-10-706

10B. DATED (SEE ITEM 13)

06-01-2010

CODE DUN:969827187

FACILITY CODE

X

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 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)

NAICS Code: 713940
Not Applicable

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

(X) 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:

X D. OTHER (Specify type of modification and authority) FAR 52.243-1 Changes - Fixed Price
By Consent of Mutual Parties

E. IMPORTANT: Contractor ☐ is not, ☒ is required to sign this document and return 01 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 number 06 is to modify the Statement of Work, Task 3 - Administration - Off-Site Fitness Services for the Regions to change the reimbursement process. The employees will be reimbursed 50% of annual membership costs, not to exceed \$200.00 annually. This modification also modifies key personnel section to replace Ms. Jacquelyn Ostipow as Fitness Director with Ms. Marcelle Ortiz and remove Mr. William Johnson as Associate Director. The Price Schedule is revised to delete the Promotional Line Item, combine the Regional and Remote Fitness Services into one CLIN.

Total Ceiling Price: \$1,761,384 (Change)

Total Estimated Cost (Base Year, Opt. Yrs. 1 and 2): \$1,038,515 (Change)

Total Obligation: \$553,000 (Unchanged)

Period of Performance: 6/1/2010 - 5/31/2013 (Change)

Please see the continuation page for specific changes

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)

Yvan

Digitally signed by Yvan Miklin
DN: cn=Yvan Miklin, o=Aquila, Ltd.,
Health and Fitness Solutions,
ou=Office of the President,
email=yvanmiklin@aquilaltd.com,
c=US

15B. CONTRACTOR/DEFEROR

Miklin

(Signature of person authorized to sign)

15C. DATE SIGNED

10/11/2012

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Monique B. Williams
Contracting Officer

16B. UNITED STATES OF AMERICA

BY Monique B. Williams
(Signature of Contracting Officer)

16C. DATE SIGNED

10/11/2012

1. On page 3, Section B.3 CONSIDERATION AND OBLIGATION-MIXED CONTRACT TYPES, revise paragraph (b) as follows:
 - b. The total price for the base year, option year 1, and option year 2 is \$1,038,515.
2. On page 5, Section B.4 Price Schedule, is revised to delete the Promotional Line Item from Option Years 2, 3, and 4; combine the line item for Regional and Remote Fitness Services, increase the estimated quantity and the unit price to \$200/per employee, and increase the administrative costs for off site locations (regions) from \$150/per month to \$450/per month, and administrative costs for the remote sites remains unchanged. Please see Attachment I for the revised Price Schedule.
3. On page 10, Statement of Work, **Task 3 – ADMINISTRATION OF OFF-SITE FITNESS – REGIONAL**, delete in its entirety and replace with the following:

Task 3 – ADMINISTRATION OF OFF-SITE FITNESS – REGIONAL & REMOTE

The NRC Fitness contract provides a subsidy for fitness facility membership to interested employees who are stationed at the Region and Remote locations. This includes following Regions: I, II, III, IV and Technical Training Center; and approximately 75 separate, remote sites throughout the United States. Please refer to the following web site which lists the current locations of operating nuclear reactors (sites): <http://www.nrc.gov/info-finder/reactor/>.

NRC Employees may join a commercial fitness facility of their choice and the NRC will subsidize 50 percent of their annual membership dues, not to exceed \$200.00 per contract year, and excluding any processing fee and/or costs associated with service upgrades. The employees will be reimbursed directly by the NRC Fitness Program contractor, once the employee provides proof of membership, proof of payment of dues, and a completed reimbursement form.

Fitness facilities selected must be of sufficient size to enable employee members to get a complete strength and cardiovascular workout within a reasonable time, approximately 60 minutes. The facility should provide bona fide preventative health program services and activities, such as: screening and health risks, cardiovascular endurance equipment and activities, muscular strength and endurance equipment and activities, flexibility equipment and activities, equipment orientations, fitness evaluations, and exercise plans. The facility should take appropriate precautions for reducing the risk of injury. Also, the NRC will take into account that the facility is the most appropriate, convenient, and cost effective fitness facility available in the geographical area for the employee.

Below please find the estimated numbers of employees at the regions and remote sites that currently utilize the fitness services:

| | |
|---|--|
| Region I – King of Prussia, PA | Region - 20 employees; Remote – 10 employees |
| Region II – Atlanta, GA | Region - 70 employees; Remote – 20 employees |
| Region III – Lisle, IL | Region - 34 employees; Remote – 10 employees |
| Region IV – Arlington, TX | Region - 35 employees; Remote – 10 employees |
| Chattanooga, TN – Technical Training Center | TTC - 20 |

Standard: The contractor shall provide an accounting and reimbursement service for NRC employees on a monthly basis and reimburse employees in a timely manner.

Method of Surveillance: The Contracting Officer's Representative will approve the reimbursement forms and invoices and monitor the timeliness of payments to employees.

Invoice Deductions: The contractor shall be given an adverse performance evaluation which will become part of the contract file for non-compliance with the standard.

4. On page 11, **TASK 4 – ADMINISTRATION OF OFF-SITE FITNESS – (For NRC Employees Stationed at Nuclear Plant Sites)** delete in its entirety. This section has been combined with Task 3.
5. On page 13 of the Statement of Work, Promotional Plan, delete the paragraph in its entirety.
6. On page 37, 2052.215-70 KEY PERSONNEL, (a) revise to read as follows:
 - Fitness Center Director – Ms. Marcelle Ortiz
 - Associate Director – Remove Mr. William Johnson, Associate Director

All Other Terms and Conditions Remain Unchanged

BASE YEAR: 6/1/2010 - 5/31/2011

| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
|-----------------------------------|--|--------------------|--------|-------------|-------------------|
| 001 | Kick-Off Meeting (Fixed Price) | | LOT | \$ | \$ |
| 002 | Operation of Headquarters Area Fitness Center (Fixed Price) - Task 1 ** | | months | \$ | \$ |
| 003 | Additional Instructors for Specialty Classes | | weeks | \$ | \$ |
| 004 | Repair, maintenance and replacement of equipment for Headquarters Fitness Center (Cost Reimbursable) | | LOT | \$ | \$ |
| 005 | Travel (Cost Reimbursement) | | LOT | \$ | \$ |
| 006 | Promotional Plans (Quarterly) (Fixed Price) - Task 5 | | Each | \$ | \$ |
| | | | | | |
| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
| 007 | Set-up Off-Site Fitness - Rockville/Bethesda and Regions (Task 2 and 3) | | LOT | \$ | \$ |
| 008 | * NRC Headquarters - Off-Site Locations (Rockville/Bethesda) Fitness Membership Costs (Cost Reimbursement) - Task 2 <u>REGIONS - Fitness Costs (Cost Reimbursable) - Task 3</u> | | LOT | \$ | \$ |
| 009 | Region 1 - King of Prussia - Fitness Membership Costs | | LOT | \$ | \$ |
| 010 | Region 2 - Atlanta, GA - Fitness Membership Costs | | LOT | \$ | \$ |
| 011 | Region 3 - Lisle, IL - Fitness Membership Costs | | LOT | \$ | \$ |
| 012 | Region 4 - Arlington, TX - Fitness Membership Costs | | LOT | \$ | \$ |
| 013 | NRC TTC - Chattanooga, TN - Fitness Membership Costs. | | LOT | \$ | \$ |
| 014 | Monthly Administrative Costs for Off-Site Locations and Regions <u>REMOTE SITES - Task 4</u> | | months | \$ | \$ |
| 015 | Remote Sites Fitness Costs for NRC (Cost Reimbursement) | | LOT | \$ | \$ |
| 016 | Annual Administrative Costs for the Remote Sites | | Year | \$ | \$ |
| TOTAL PRICE FOR BASE YEAR: | | | | | \$ 331,277 |

OPTION YEAR 1: 6/1/2011 - 5/31/2012

| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
|---------------------------------------|--|--------------------|--------|-------------|-------------------|
| 017 | Operation of Headquarters Area Fitness Center (Fixed Price) - Task 1 | | months | \$ | \$ |
| | Additional Instructors for Specialty Classes | | weeks | \$ | \$ |
| 018 | Repair, maintenance and replacement of equipment for Headquarters Fitness Center (Cost Reimbursable) | | LOT | \$ | \$ |
| 019 | Travel (Cost Reimbursement) | | LOT | \$ | \$ |
| 020 | Promotional Plans (Quarterly) (Fixed Price) - Task 5 | | Each | \$ | \$ |
| | | | | | |
| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
| 021 | * NRC Headquarters - Off-Site Locations Fitness Membership Costs (Cost Reimbursement) <u>REGIONS - Fitness Costs (Cost Reimbursable) - Task 3</u> | | LOT | \$ | \$ |
| 022 | Region 1 - King of Prussia - Fitness Membership Costs | | LOT | \$ | \$ |
| 023 | Region 2 - Atlanta, GA - Fitness Membership Costs | | LOT | \$ | \$ |
| 024 | Region 3 - Lisle, IL - Fitness Membership Costs | | LOT | \$ | \$ |
| 025 | Region 4 - Arlington, TX - Fitness Membership Costs | | LOT | \$ | \$ |
| 026 | NRC TTC - Chattanooga, TN - Fitness Membership Costs. | | LOT | \$ | \$ |
| 027 | Monthly Administrative Costs for Off-Site Locations and Regions <u>REMOTE SITES - Task 4</u> | | months | \$ | \$ |
| 028 | Remote Sites Fitness Costs for NRC (Cost Reimbursement) | | LOT | \$ | \$ |
| | Annual Administrative Costs for the Remote Sites | | Year | \$ | \$ |
| TOTAL PRICE FOR OPTION YEAR 1: | | | | | \$ 353,713 |

OPTION YEAR 2: 6/1/2012 - 5/31/2013

| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
|---------------------------------------|--|--------------------|--------|-------------|-------------------|
| 029 | Operation of Headquarters Area Fitness Center (Fixed Price) - Task 1 | | months | \$ | \$ |
| 030 | Additional Instructors for Specialty Classes | | weeks | \$ | \$ |
| 031 | Repair, maintenance and replacement of equipment for Headquarters Fitness Center (Cost Reimbursable) | | LOT | \$ | \$ |
| 032 | Travel (Cost Reimbursement) | | LOT | \$ | \$ |
| | | | | | |
| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
| 033 | * NRC Headquarters - Off-Site Locations - Task 2 (Cost Reimbursement) | | LOT | \$ | \$ |
| | <u>Actual Costs for Region and Remote Sites 6/1/2012 - 9/30/2012</u> | | | | |
| | Region - Fitness Costs from 6/1/2012-9/30/2012 | | | | \$ |
| | Monthly Administrative Costs for Regions & Off-Site 6/1/12-9/30/2012 | | | | \$ |
| | Remote Sites - Fitness Costs 6/1/2012 - 9/30/2012 | | | | \$ |
| | SUBTOTAL | | | | \$ |
| | <u>REGION & REMOTE - Fitness Costs (Cost Reimbursable) - Task 3</u> | | | | |
| 034 | Region 1 - King of Prussia - Fitness Membership Costs | | LOT | \$ | \$ |
| 035 | Region 2 - Atlanta, GA - Fitness Membership Costs | | LOT | \$ | \$ |
| 036 | Region 3 - Lisle, IL - Fitness Membership Costs | | LOT | \$ | \$ |
| 037 | Region 4 - Arlington, TX - Fitness Membership Costs | | LOT | \$ | \$ |
| 038 | NRC TTC - Chattanooga, TN - Fitness Membership Costs, | | LOT | \$ | \$ |
| 039 | Monthly Administrative Costs for Off-Site Locations and Regions | | months | \$ | \$ |
| 040 | Annual Administrative Costs for the Remote Sites | | months | \$ | \$ |
| TOTAL PRICE FOR OPTION YEAR 2: | | | | | \$ 353,525 |

OPTION YEAR 3: 6/1/2013 - 5/31/2014

| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
|---------------------------------------|--|--------------------|--------|-------------|-------------------|
| 041 | Operation of Headquarters Area Fitness Center (Fixed Price) - Task 1 | | months | \$ | \$ |
| 042 | Additional Instructors for Specialty Classes | | weeks | \$ | \$ |
| 043 | Repair, maintenance and replacement of equipment for Headquarters Fitness Center (Cost Reimbursable) | | LOT | \$ | \$ |
| 043 | Travel (Cost Reimbursement) | | LOT | \$ | \$ |
| | | | | | |
| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
| 044 | * NRC Headquarters - Off-Site Locations - Task 2 (Cost Reimbursement) | | LOT | \$ | \$ |
| | <u>REGION & REMOTE - Fitness Costs (Cost Reimbursable) - Task 3</u> | | | | |
| 045 | Region 1 - King of Prussia - Fitness Membership Costs | | LOT | \$ | \$ |
| 046 | Region 2 - Atlanta, GA - Fitness Membership Costs | | LOT | \$ | \$ |
| 047 | Region 3 - Lisle, IL - Fitness Membership Costs | | LOT | \$ | \$ |
| 048 | Region 4 - Arlington, TX - Fitness Membership Costs | | LOT | \$ | \$ |
| 049 | NRC TTC - Chattanooga, TN - Fitness Membership Costs, | | LOT | \$ | \$ |
| 050 | Monthly Administrative Costs for Off-Site Locations and Regions | | months | \$ | \$ |
| 051 | Annual Administrative Costs for the Remote Sites | | months | \$ | \$ |
| TOTAL PRICE FOR OPTION YEAR 3: | | | | | \$ 353,914 |

OPTION YEAR 4: 6/1/2014 - 5/31/2015

| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
|------|--|--------------------|--------|-------------|-------------|
| 052 | Operation of Headquarters Area Fitness Center (Fixed Price) - Task 1 | 12 | months | \$ 20,000 | \$ 240,000 |
| 053 | Additional Instructors for Specialty Classes | 1 | weeks | \$ 10,000 | \$ 10,000 |
| 054 | Repair, maintenance and replacement of equipment | 1 | LOT | \$ 10,000 | \$ 10,000 |
| 055 | for Headquarters Fitness Center (Cost Reimbursable) | | | | |
| 056 | Travel (Cost Reimbursement) | | LOT | \$ 10,000 | \$ 10,000 |

| CLIN | DESCRIPTION | ESTIMATED QUANTITY | UNIT | UNIT/ PRICE | TOTAL PRICE |
|------|--|--------------------|--------|-------------|-------------|
| 057 | NRC Headquarters - Off-Site Locations Fitness Membership Costs (Cost Reimbursement) - Task 2 <u>REGIONS - Fitness Costs (Cost Reimbursable) - Task 3</u> | 12 | LOT | \$ 10,000 | \$ 120,000 |
| 058 | Region 1 - King of Prussia - Fitness Membership Costs | 1 | LOT | \$ 10,000 | \$ 10,000 |
| 059 | Region 2 - Atlanta, GA - Fitness Membership Costs | 1 | LOT | \$ 10,000 | \$ 10,000 |
| 060 | Region 3 - Lisle, IL - Fitness Membership Costs | 1 | LOT | \$ 10,000 | \$ 10,000 |
| 061 | Region 4 - Arlington, TX - Fitness Membership Costs | 1 | LOT | \$ 10,000 | \$ 10,000 |
| 062 | NRC TTC - Chattanooga, TN - Fitness Membership Costs | 1 | LOT | \$ 10,000 | \$ 10,000 |
| 063 | Monthly Administrative Costs for Off-Site Locations and Regions | 12 | months | \$ 10,000 | \$ 120,000 |
| 064 | Annual Administrative Costs for the Remote Sites | 1 | months | \$ 10,000 | \$ 10,000 |

TOTAL PRICE FOR OPTION YEAR 4:

\$ 368,955

TOTAL PRICE FOR BASE YEAR AND OPTION YEARS

\$ 1,761,384