

2. AMENDMENT/MODIFICATION NO. M0011	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. ZEROREQ-OCHCO-17-0046	5. PROJECT NO. (If applicable) 1 8
6. ISSUED BY US NRC - HQ ACQUISITION MANAGEMENT DIVISION MAIL STOP TWFN-8E06M WASHINGTON DC 20555-0001	CODE NRCHQ	7. ADMINISTERED BY (If other than Item 6) US NRC - HQ ACQUISITION MANAGEMENT DIVISION MAIL STOP 3WFN-05-C64MP WASHINGTON DC 20555-0001	CODE NRCHQ

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ADVANCED COMPUTER LEARNING COMPANY LLC ATTN JACK ZEIGLER 208 HAY STREET SUITE 2C FAYETTEVILLE NC 283015534	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	x	10A. MODIFICATION OF CONTRACT/ORDER NO. NRC-HQ-84-14-C-0010
		10B. DATED (SEE ITEM 13) 09/16/2014
CODE 141415021 FACILITY CODE		

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 ACKNOWLEDGEMENT 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)

See Schedule

13. THIS ITEM ONLY APPLIES TO MODIFICATION 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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) FAR 52.212-4 CONTRACT TERMS AND CONDITIONS - COMMERCIAL ITEMS (DEC 2014), (c) Changes

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 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) Revise the Price Schedule; and
- 2) Revise the Statement of Work.

See attached, page 2, for detailed information.

LIST OF CHANGES:

Reason for Modification : Other Administrative Action

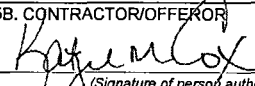

Total Amount for this Modification: \$0.00

New Total Amount for this Version: \$0.00

New Total Amount for this Award: \$4,000,000.00

Continued ...

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

15A. NAME AND TITLE OF SIGNER (Type or print) Kathryn M. Cox, Vice President Contract Administration	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ERIKA EAM
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 18 May 2017
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	Digitally signed by ERIKA EAM DN: c=US, o=U.S. Government, ou=U.S. Nuclear Regulatory Commission, ou=NRC-PIV, cn=Erika A. Eam, -0.9.2342.192.0300.100.1.1=200005553 Date: 2017.05.18 09:37:26 -0400

NSN 7540-01-152-8070
Previous edition unusable

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

TEMPLATE - ADM001

SUNSI REVIEW COMPLETE

JUN 13 2017

ADM002

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
NRC-HQ-84-14-C-0010/M0011

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NAME OF OFFEROR OR CONTRACTOR
ADVANCED COMPUTER LEARNING COMPANY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>Incremental Funded Amount changed: from \$2,498,153.99 to \$0.00</p> <p>Period of Performance: 09/16/2014 to 09/15/2017</p>				

Accordingly, the following specific change is to be made to the Contract:

1. **Section B.3 Price/Cost Schedule**, delete in its entirety and replace with the following:

"Base Period – 09/16/2014 – 09/15/2015

CLIN	LABOR CATEGORY	UNIT PRICE HOURLY RATE*
00001	Instructional Designer	[REDACTED]
00002	Instructional Designer	[REDACTED]
00003	Instructional Designer	[REDACTED]
00004	Senior Instructional Designer	[REDACTED]

Option Period 1 – 09/16/2015 – 09/15/2016

CLIN	LABOR CATEGORY	UNIT PRICE HOURLY RATE*
10001	Instructional Designer	[REDACTED]
10002	Senior Instructional Designer	[REDACTED]
10004	Senior Consultant	[REDACTED]
10005	Project Manager	[REDACTED]
10006	Senior Graphic Artist	[REDACTED]
10007	Graphic Artist	[REDACTED]
10008	Senior Content Developer	[REDACTED]
10009	Content Developer	[REDACTED]
10010	Quality Assurance	[REDACTED]
10011	Technical Writer/Editor	[REDACTED]
10012	Compliance Specialist	[REDACTED]

Option Period 2 – 09/16/2016 – 09/15/2017

CLIN	LABOR CATEGORY	UNIT PRICE HOURLY RATE*
20001	Instructional Designer	[REDACTED]

20002	Senior Instructional Designer/Task Lead	[REDACTED]
20004	Senior Consultant	[REDACTED]
20005	Project Manager	[REDACTED]
20006	Senior Graphic Artist	[REDACTED]
20007	Graphic Artist	[REDACTED]
20008	Senior Content Developer	[REDACTED]
20009	Content Developer	[REDACTED]
20010	Quality Assurance	[REDACTED]
20011	Technical Writer/Editor	[REDACTED]
20012	Compliance Specialist	[REDACTED]
20013	Program Manager	[REDACTED]
20014	Production Manager, Instructional Media	[REDACTED]
20015	LMS Administrator/Instructional Media Technician	[REDACTED]
20016	Instructional Systems Designer Sr (loc: DC Metro)	[REDACTED]
20017	Instructional Systems Designer (loc: DC Metro)	[REDACTED]
20018	Immersive Artist/SD SME (TN)	[REDACTED]
20019	Immersive Artist 3D, Sr	[REDACTED]
20020	Immersive Artist 3D	[REDACTED]
20021	Programmer, Sr	[REDACTED]
20022	Programmer	[REDACTED]
20023	Multimedia Technician (Video/Sound), Sr	[REDACTED]
20024	Multimedia Technician (Video/Sound)	[REDACTED]
20025	Voice Over Talent	[REDACTED]
20026	On Screen Talent	[REDACTED]

Option Period 3 - 09/16/2017 - 09/15/2018

CLIN	LABOR CATEGORY	UNIT PRICE HOURLY RATE*
30001	Instructional Designer	[REDACTED]
30002	Senior Instructional Designer/Task Lead	[REDACTED]
30004	Senior Consultant	[REDACTED]
30005	Project Manager	[REDACTED]
30006	Senior Graphic Artist	[REDACTED]
30007	Graphic Artist	[REDACTED]
30008	Senior Content Developer	[REDACTED]
30009	Content Developer	[REDACTED]
30010	Quality Assurance	[REDACTED]
30011	Technical Writer/Editor	[REDACTED]
30012	Compliance Specialist	[REDACTED]
30013	Program Manager	[REDACTED]
30014	Production Manager, Instructional Media	[REDACTED]
30015	LMS Administrator/Instructional Media Technician	[REDACTED]
30016	Instructional Systems Designer Sr (loc: DC Metro)	[REDACTED]
30017	Instructional Systems Designer (loc: DC Metro)	[REDACTED]
30018	Immersive Artist/SD SME (TN)	[REDACTED]
30019	Immersive Artist 3D, Sr	[REDACTED]
30020	Immersive Artist 3D	[REDACTED]
30021	Programmer, Sr	[REDACTED]
30022	Programmer	[REDACTED]
30023	Multimedia Technician (Video/Sound), Sr	[REDACTED]
30024	Multimedia Technician (Video/Sound)	[REDACTED]
30025	Voice Over Talent	[REDACTED]

30026	On Screen Talent	
Option Period 4 - 09/16/2018 – 09/15/2019		
CLIN	LABOR CATEGORY	UNIT PRICE HOURLY RATE*
40001	Instructional Designer	
40002	Senior Instructional Designer	
40004	Senior Consultant	
40005	Project Manager	
40006	Senior Graphic Artist	
40007	Graphic Artist	
40008	Senior Content Developer	
40009	Content Developer	
40010	Quality Assurance	
40011	Technical Writer/Editor	
40012	Compliance Specialist	
40013	Program Manager	
40014	Production Manager, Instructional Media	
40015	LMS Administrator/Instructional Media Technician	
40016	Instructional Systems Designer Sr (loc: DC Metro)	
40017	Instructional Systems Designer (loc: DC Metro)	
40018	Immersive Artist/SD SME (TN)	
40019	Immersive Artist 3D, Sr	
40020	Immersive Artist 3D	
40021	Programmer, Sr	
40022	Programmer	

40023	Multimedia Technician (Video/Sound), Sr	[REDACTED]
40024	Multimedia Technician (Video/Sound)	[REDACTED]
40025	Voice Over Talent	[REDACTED]
40026	On Screen Talent	[REDACTED]

Other Direct Costs (ODCs)

CLIN	LABOR CATEGORY	TOTAL
ODC0001	Travel**	NOT TO EXCEED (NTE) [REDACTED]

Training Development Instruments

TRAINING DEVELOPMENT	FIXED
Information System Security Officer	[REDACTED]
Competency Model (IT System Administrator)	[REDACTED]
Self-Directed Learning Engine - 1 year	[REDACTED]
SDLE – 2 nd year and additional licenses	[REDACTED]
Reliability and Risk Analyst	[REDACTED]
Custom Model Health Physics Decommissioning Inspector	[REDACTED]
Competency Model Resident Inspector	[REDACTED]
Competency Model Adv Rx Tech Reviewer	[REDACTED]
Competency Model Adv Rx Tech Project Manager	[REDACTED]
Performance Consulting Training/Certification	[REDACTED]

*All proposed rates must be fully burdened

**Travel is not-to-exceed amount for the entire life of the contract. Travel must be approved in accordance with Section C.18 of the contract and invoiced in accordance with federal travel regulations and the billing instructions provided in D.3."

2. Section D – List of Documents, Exhibits, and Other Attachments, Attachment D.1 Statement of Work – (LOE-BASED), 7 List Services/Deliverables, delete in its entirety and replace with the following,

- Project management and support for delivery of competency models for five mission critical positions in the areas of Reliability and Risk Analyst, Health Physicist decommissioning inspector, cloud computing project manager, cyber security information specialist, Resident Inspector, Advance Reactor Technical Reviewer, and Advanced Reactor Project Manager;
- Quarterly training offering delivered to the NRC's Technical Training Center, either in-person or virtually based on the content to be delivered which will be determined based on overall project objectives; and

- Senior level consulting services to aid in project planning, execution, and prioritization. In addition, professional instructional design services/deliverable will be determined on a project by project basis.

In addition, professional instructional design and development services/deliverables will be determined on a project by project basis and will include items such as scoping documents, needs analysis reports, storyboards, prototype modules, and completed learning module packages.

Training Development Instruments:

Training Development Instruments to be delivered and administered by the contractor shall include but not be limited to the following as determined by the COR: Information Systems Security Officer, Competency Model (IT System Administrator), Self-Directed Learning Engine, Reliability and Risk Analyst, Custom Model Health Physics Decommissioning Inspector, Competency Model Resident Inspector, Competency Model Advance Reactor Project Manager, Competency Model Advanced Reactor Technical Reviewer, and Performance Consulting Training/Certification."

All other terms and conditions remain the same.

END OF MODIFICATION, M0011