

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   2
2. AMENDMENT/MODIFICATION NO. 0146	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY Strategic Petroleum Reserve Project SPRO U.S. Department of Energy 900 Commerce Road East US 492 New Orleans LA 70123	CODE 892435	7. ADMINISTERED BY (If other than Item 6) SPRO U.S. Department of Energy SPRO 900 Commerce Road East US 492 New Orleans LA 70123	CODE 01601
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Fluor Federal Petroleum Operations, LLC Attn: Paul Avery 850 S Clearview Pkwy New Orleans LA 701233401		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE 078490442			9B. DATED (SEE ITEM 11)
FACILITY CODE		x	10A. MODIFICATION OF CONTRACT/ORDER NO. DE-FE0011020
			10B. DATED (SEE ITEM 13) 09/18/2013

**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 electronic communication 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 letter or electronic communication, provided each letter or electronic communication 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 data, 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) See Block 14

**E. IMPORTANT:** Contractor  is not  is required to sign this document and return \_\_\_\_\_ copies to the issuing office.

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

UEI: KJDUB6XQDTN4


Pursuant to the authority of H.14 Small Business Subcontracting Plan, Contract Number DE-FE0011020 is hereby modified to incorporate the following change:

Reference Section J, Attachment D - Small Business Subcontracting Plan: The FY24 Subcontracting Plan for the period October 1, 2023, through March 31, 2024, is hereby incorporated. (See attached)

All other terms and conditions remain unchanged.

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)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Mary C. Roark
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 10/03/2023

Previous edition unusable

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DE-FE0011020/0146

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NAME OF OFFEROR OR CONTRACTOR  
Fluor Federal Petroleum Operations, LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Payment: OR for SPRO U.S. Department of Energy Oak Ridge Financial Service Center P.O. Box 6017 Oak Ridge TN 37831 Period of Performance: 04/01/2014 to 03/31/2024				

**SECTION J**  
**ATTACHMENT D**

**SMALL BUSINESS SUBCONTRACTING PLAN**

**Contractor:** Fluor Federal Petroleum Operations, LLC  
**Address:** 850 S Clearview Pkwy, New Orleans LA 70123  
**Contract Number:** DE-FE0011020  
**Item/Service:** Management and Operation of the SPR and Associated Activities  
**Amount of Contract for Fiscal Year 2024:** Estimated \$694,562,227  
(thru March contract end)

**Period of Contract Performance:** Fiscal year 2024 (thru March contract end)

**Type of Plan (Check One)**

Individual Plan (All elements developed specifically for this Contract and applicable for the full term of this Contract.)

Master Plan (Goals developed for this Contract; all other elements standard; must be renewed every three years.) (See FAR 52.219-9(f)(1) -(3)).

Commercial Plan (Contractor sells large quantities of off-the-shelf commercial items to many Government agencies. Plans/goals are negotiated by a lead agency on a company-wide basis rather than for individual Contracts. Plan effective only during the year for which it is approved. The Contractor must provide a copy of the lead agency approval). (See FAR 19.704(d) and 52.219-9(g)).

**I. Goals**

This submittal shall include goals for Small Business concerns (SB), Service-disabled Veteran-owned SB concerns (SDVOSB), SBHone SB concerns (SBH), Small Disadvantaged Business concerns (SDB), and Women-owned SB concerns (WOSB), collectively referred to as SB concerns.

The proposed goals are based upon the estimated budget and commercial purchases, including those for Large Business concerns (LB), which will be derived from the current fiscal year budget and include mandated guidance from the Department of Energy (DOE). Goals may be changed within the first six months of each fiscal year by agreement between the Contracting Officer (CO) and the Contractor if there is a cancellation or an addition of program or project funding. Goals for the use of SB, SDVOSB, SBH, SDB, and WOSB subcontractors shall be submitted as follows unless otherwise required by the CO.

The goals are expressed in both dollars and percentages for LB, SB, SDVOSB, SBH, SDB, and WOSB. It is the intent of Fluor Federal Petroleum Operations (FFPO) to commit at least 49% (DOE mandated goal) of the subcontracted dollars to SBs and to meet, if not exceed, the DOE's annual subcontracting goals.



A. The following percentage goals (expressed in terms of a percentage of total planned subcontracting dollars) are applicable to the Contract Period Fiscal Year 2024.

1. The total estimated dollar value of all planned subcontracting (to all types of business concerns) under this Contract is \$ \$311,038,630.72 (100%).

a. LB Concerns. Total estimated dollar value and percent of planned subcontracting with LBs (all business concerns classified as “other than small”) (% of 1. above): \$158,629,702 and 51%.

b. SB Concerns. Total estimated dollar value and percent of planned subcontracting with SBs (include SB, SDVOSB, SBH, SDB, and WOSB concerns) (% of 1. above): \$152,408,929 and 49%.

c. VOSB Concerns. Total estimated dollar value and percent of planned subcontracting with VOSB (% of 1. above): N/A and N/A. This amount is included in the amount shown under A.1.b, above, as a subset.

c. SDVOSB Concerns. Total estimated dollar value and percent of planned subcontracting with SDVOSBs (% of 1. above): \$9,331,159 and 3%. This amount is included in the amount shown under A.1.b, above, as a subset.

This amount is included in the amount shown under A.1.b, above, as a subset.

d. SBH Concerns. Total estimated dollar value and percent of planned subcontracting with SBHs (% of 1. above): \$9,331,159 and 3%. This amount is included in the amount shown under A.1.b, above, as a subset.

e. SDB Concerns. Total estimated dollar value and percent of planned subcontracting with SDBs (% of 1. above): \$15,551,932 and 5%. This amount is included in the amount shown under A.1.b, above, as a subset.

f. WOSB Concerns. Total estimated dollar value and percent of planned subcontracting with small women-owned businesses (% of 1. above): \$15,551,932 and 5%. This amount is included in the amount shown under A.1.b, above, as a subset.

B. A description of all the types of products and/or services that will be acquired under this Contract is necessary to determine how the subcontracted dollars are to be spent.

1. The following principal products and/or services will be subcontracted under this Contract, and the types of businesses supplying them are as follows.

Subcontracted Product/Service	Business Size (Other, SB), SDVOSB, SDB, SBH, SDB, WOSB	Planned Subcontractor (If known)
<b>C.2.1 OPERATIONS</b>		
Equipment Rental	Other, SB, SDB	Multiple
Surveying	SB, SDB, SDVOSB	John T. Jakubik & Assoc., C.H.Fenstermaker Group and others
Non-destructive Testing	Other, SB, WOSB	Multiple
Downhole Tools/Fishing	Other, SB	Multiple



Fuel Oil	SB, SDB, WOSB, SBH, Other	Multiple
Aviation	Other, SB	Multiple
<b>Subcontracted Product/Service</b>	<b>Business Size (Other, SB), SDVOSB, SDB, SBH, SDB, WOSB</b>	<b>Planned Subcontractor (If known)</b>
<b>CAVERN INTEGRITY AND WORKOVERS</b>		
Cavern Integrity	Other, SB	Multiple
<b>PETROLEUM ACQ &amp; TRANSPORTATION</b>		
Oil Sampling & Analysis	Other, SB	Multiple
<b>MAINTENANCE</b>		
Inspection & Testing	Other, SB, WOSB,,SDVOSB	Multiple
Electrical Repairs	SB	Multiple
Mechanical Repair	Other, SB	Multiple
Welding	SB, SDB, WOSB, SBH, SDVOSB	Multiple
Gas Services	SB, WOSB	Multiple
Tank Cleaning	SB, SDB, WOSB	Multiple
Janitorial	SB, WOSB, SDB, SD-VOSB	Multiple
<b>MAJOR MAINTENANCE</b>		
Light Construction	SB, SDB, WOSB, SBH, SDVOSB	Multiple
<b>ENVIRONMENTAL</b>		
Environmental Inspections	SB, WOSB, SDB, SBH, SDVOSB	Multiple
<b>SECURITY</b>		
Security Services & Support	Other, SB, SDB, WOSB	Multiple
<b>ENGINEERING</b>		
Material Consulting	SB, SDB, WOSB, SBH	Multiple
Engineering Services	SB, SDB, WOSB, SBH	Multiple
<b>PROCUREMENT/CONTRACTS</b>		
Materials & Supplies	SB, SDB, WOSB, SBH, SDVOSB	Multiple

2. Fluor Federal Petroleum Operations (FFPO) developed the proposed subcontracting goals for SB, SDB, WOSB, SBH, and SDVOSB concerns through detailed planning and by including DOE small business subcontracting guidance.
3. Indirect costs have not been included in the dollar and percentage subcontracting goals stated above.
4. **Mentor-Protégé Program**

Mentoring is an important component of the Fluor Federal Petroleum Operations' SB/SDB philosophy. Fluor's history with Mentor Protégé agreements dates to 1994 when Fluor Fernald was the first DOE prime contractor to graduate three Protégés from the program.



Fluor Federal Petroleum Operations currently has a Mentor-Protégé agreement with DBD, Inc.

## 5. Set-Aside Programs

SB set-asides will be implemented in accordance with the terms and conditions of the prime contract dealing with the utilization of subcontractors for work that presents subcontracting opportunities. These set-asides will be considered when it is determined that such firms, consistent with efficient performance of the prime contract, have the capabilities and proven past performance to perform the work at fair and reasonable pricing. In particular, FFPO will utilize the following set-aside programs to facilitate attainment of the Diversity Subcontracting Goals and initiatives enumerated in this plan:

- A) Mandatory Small Purchase Set-Asides – When consistent with efficient contract execution, purchases made by FFPO of \$250,000 or less, and awarded through small purchase procedures, may be set-aside for SB’s, SDBs, WOSBs, SBH’s, or SDVOSB, and/or VOSBs where there is a reasonable expectation that bids, competitive as to fair market price, quality and delivery, will be obtained from two (2) or more responsible SDBs, WOSBs, SBH’s, or SDVOSB, and/or VOSBs concerns.
- B) Discretionary Set-Asides – Purchases made by FFPO at any dollar value may be set-aside for small business and all purchases up to \$250,000 may be awarded to small businesses on a sole source basis when the award can be made at fair market price.
- C) Class Set-Asides - Notwithstanding the above, once a determination is made by FFPO that a product or service has been acquired successfully on a set-aside basis, future requirements for that product or service may be acquired based on a repetitive “class set aside” when deemed consistent with efficient and cost-effective performance of the prime contract.
- D) 8(a) Program Set-Asides - An 8(a) Set-Aside Program will be implemented which affords FFPO the ability to process acquisitions on a non-competitive basis to selected SDB firms certified as active participants in the SBA's 8(a) Program provided that the total estimated value of the procurement action is less than \$7.5 million, (for acquisitions utilizing a manufacturing North American Industry Classification System (NAICS) code), or less than \$4 million, (for acquisitions falling within all other NAICS codes). In addition, FFPO may identify specific acquisitions above or below these thresholds exclusively for competition amongst 8(a) concerns. In all cases, the FFPO Small and Small Disadvantaged Business Utilization Administrator will be responsible for verifying that the proposed subcontractor(s) is certified as an active 8(a) in the NAICS code applicable to the acquisition. Additionally, all awards executed under this program will be bi-lateral subcontracts executed between FFPO and the 8(a) concern. FFPO will insure that

these acquisitions are at fair market prices and consistent with the efficient attainment of SPR mission requirements.

## II. Program Administrator

The subcontracting plan is to be administered by FFPO to assure that the provisions of applicable law and the plan are implemented and performed. Any change in the name of the program administrator will be communicated without delay to the CO by letter and will not require an immediate Contract modification. Such change(s), if any, will be included in the next applicable supplemental agreement Contract modification. The name, title, position within the corporate structure, and duties and responsibilities of the employee who will administer the Contractor's subcontracting program are listed below.

Name: Debby K. Whitehead  
Title: Diversity Subcontract Program Administrator  
Address: 850 S. Clearview Parkway, New Orleans, LA 70123  
Phone: 504.734.4613  
E-fax: 504.818.5613  
E-mail: Debby.Whitehead@spr.doe.gov

The Diversity Subcontract Program Administrator has general overall responsibility for the Contractor's subcontracting program, i.e., developing, preparing, and executing individual subcontracting plans and monitoring performance relative to the requirements of this particular plan.

These duties may include, but are not limited to, the following activities:

- Developing and maintaining bidders' lists of SB, SDVOSB, SBH, SDB, and WOSB concerns from as many sources as possible
- Ensuring that procurement packages are structured to permit participation of SB, SDVOSB, SBH, SDB, and WOSB concerns to the maximum extent possible
- Ensuring inclusion of SB, SDVOSB, SBH, SDB, and WOSB concerns whose capabilities coincide with solicitations requiring their products or services
- Reviewing solicitations to identify and remove any statements, clauses, etc., which may restrict or prohibit participation of SB, SDVOSB, SBH, SDB, and WOSB concerns.
- Ensuring that proper documentation provided by procurement personnel if selection not made to SB, SDVOSB, SBH, SDB, and WOSB concern that provided low bid
- Ensuring establishment and maintenance of records of solicitations and subcontract award activity
- Attending or arranging for attendance of company representatives/counselors at Business Opportunity Workshops, Minority Business Enterprise Seminars, Trade Fairs, etc.
- Monitoring achievement of proposed goals
- Preparing and submitting semi-annual and annual subcontract reports
- Coordinating contractor's activities prior to and during conduct of Federal agency compliance reviews.



- Other duties include:
  - Coordinating FFPO's activities during the conducting of SB compliance reviews
  - Coordinating the conduct of FFPO activities involving its small and SDB subcontracting program

Fluor Federal Petroleum Operations' Diversity Subcontract Program Administrator will routinely review progress toward subcontracting goals to ensure program effectiveness on this contract and will support procurement and contracts personnel during planning and through ongoing outreach activities.

### **III. Equitable Opportunities and Outreach Efforts**

The FFPO Diversity Subcontracting Program Administrator will undertake efforts to ensure that SB, SDVOSB, SBH, SDB, and WOSB concerns will have an equitable opportunity to compete for and secure subcontracts to the maximum practicable extent.

#### **A. Outreach efforts to obtain sources:**

1. Contacting minority and SB trade associations
2. Contacting business development organizations
3. Attending small and minority business procurement conferences and trade fairs
4. Requesting sources from the System for Award Management (SAM)
5. Other participation in efforts or activities to expand the socioeconomic database for this Contract
6. Utilizing book references, catalogs, source lists, or other reference material to identify SB, SDVOSB, SBH, SDB, and WOSB sources before the acquisitions are placed by the buying activities
  - Developing an annual list of outreach events (procurement conferences, trade fairs, etc.) in which to participate
  - Work with SBA Procurement Center Representative (SBA-PCR), Small Business Development Centers, and Minority Business Development Centers in the region
  - Develop, implement, and maintain an Internet based system that can be utilized by interested sources to register as FFPO prospective suppliers at the SPR.

#### **B. Internal efforts to guide and encourage purchasing personnel:**

1. Presenting workshops, seminars, and training programs on requirements of this plan
2. Establishing, maintaining, and using SB, SDVOSB, SBH, SDB, and WOSB source lists, guides, and other data for soliciting subcontracts
3. Monitoring activities to evaluate compliance with the subcontracting plan
4. Additional Efforts
  - Acquisition planning to include SB subcontracting opportunities
  - Maintaining summary reports and other documents on the outreach activity attended, including new sources.



Fluor Federal Petroleum Operations’ policy is to comply with all government regulations and public law, including those concerning SB, SDB, WOSB, SBHone, and SDVOSB concerns. It is an established FFPO policy that SB, SDB, WOSB, SBH, and SDVOSB concerns will have an equitable opportunity to compete for FFPO purchases.

#### IV. Subcontracting Plan Flowdown

The Contractor agrees to include the Contract’s Section I Clause entitled FAR 52.219-8, Utilization of Small Business Concerns in all subcontracts that offer further subcontracting opportunities. All subcontractors, except SB concerns, which receive subcontracts in excess of \$700,000 (\$1,500,000 for construction) must adopt and comply with a plan similar to the plan required by FAR 52.219-9, Small Business Subcontracting Plan.

#### V. Reports and Surveys

Fluor Federal Petroleum Operations gives assurance of:

- A. Cooperation in any studies or surveys that may be required by the Contracting agency, or the U.S. Small Business Administration (SBA).
- B. Submission of periodic reports, which show compliance with the subcontracting plan.
- C. The Contractor shall submit the Individual Subcontract Report (ISR) and Summary Subcontract Report (SSR), using the Government’s Electronic Subcontract Reporting Systems (eSRS). The Contractor shall submit the ISR and SSR reports electronically to a single, Government-wide system, which can be accessed at the following website: [www.esrs.gov](http://www.esrs.gov). The eSRS is a single reporting tool for all subcontracting plan accomplishments and provide the Government with immediate access to the Contractor’s subcontracting data. The Contractor shall be responsible for inputting accurate and complete reports into the eSRS. Contractor reporting of ISR and SSR accomplishments using the eSRS will commence upon contract award.
- D. Ensuring that LB subcontractors with subcontracting plans agree to submit the ISR and SSR using eSRS.

Reporting Period	Report Due	Due Date
Oct 1 – Mar 31	ISR	April 30th
Apr 1 – Sep 30	ISR	Oct 30th
Oct 1 – Sep 30	SSR	Oct 30th

Submission of ISRs and SSR: The reports shall be submitted via the eSRS. The Contractor is required to register in the system. Contractor shall notify the CO and Contract Specialist via email upon completion/submission of the reports. The CO is responsible for reviewing/accepting all ISRs. The Small Business Program Manager (SBPM) is responsible for reviewing/accepting all SSRs. Email addresses of the CO and the SBA-PCR must be

included on all ISRs and the email addresses of the SBPM and the SBA-PCR must be included on all SSRs.

## **VI. Records and Procedures**

The following is a recitation of the types of records and procedures the Contractor will maintain to demonstrate compliance with the requirements and goals in the subcontracting plan. These records will include, but are not limited to the following:

- A. System for Award Management (SAM) is an integral part of our sourcing methodology. Additionally, FFPO employs various methods for identifying potential SB offerors, such as company source lists (Fluor corporate supplier and contractor registry and internal SB Program reference database); attendance at various trade shows, conventions, workshops, and conferences; participation in SB recruitment conferences and networking events; working with local SBA and PTAC offices; SBA Dynamic Small Business Search; and accessing various external sites. This ensures a maximum number of SB, SDB, WOSB, SBHone, and SDVOSB firms capable of providing the required supplies/services are considered.
- B. On a Contract-by-Contract basis, records on each subcontract solicitation resulting in an award of more than \$250,000 will indicate whether SB, SDVOSB, SBH, SDB, and WOSB concerns were solicited, and if not, why not; and if applicable, the reason that the award was not made to a SB concern
- C. Records to support other outreach efforts, e.g., contacts with minority and SB trade associations, attendance at small and minority business procurement conferences and trade fairs.
- D. Records to support internal guidance and encouragement provided to procurement personnel, on the utilization of SB, SDVOSB, SBH, SDB, and WOSB, thru workshops, seminars, training programs, and incentive awards.
- E. On a Contract-by-Contract basis, records to support subcontract award data including the name, address, and the business size of each subcontractor.
- F. We make every effort consistent with efficient contract execution to acquire goods and services from those SBs used in the preparation of our proposal in the same or greater scope, amount, and quality used in preparing the proposal. This includes SBs listed in the proposal and/or subcontracting plan, and when the SB's pricing, cost information or technical expertise was used in preparation of the proposal.
- G. We provide assurance that a written explanation will be submitted to the Contracting Officer if we are unable to fulfill the requirements of (12) above. The explanation, if required, will be submitted within 30 days of contract completion.
- H. Fluor does not prohibit or encourage subcontractors from discussing with the Contracting Officer any material matter pertaining to payment to or utilization of a subcontractor.
- I. It is Fluor policy to pay our SB subcontractors on time and in accordance with the terms and conditions of the underlying subcontract. The Contracting Officer will be notified if we make either a reduced or an untimely payment to a SB subcontractor.



## VII. Strategy for Small Business Involvement

Fluor Federal Petroleum Operations will maximize opportunities for qualified SBs to compete for materials and services required for the execution of this project. We have an established sourcing methodology that gives priority to SB and incorporates a significant share of meaningful, varied, and complex work for SBs. A key element of FFPO’s SB strategy is involvement of the project management team. This is accomplished by integrating SB goals and targets into project planning as well as execution.

Additionally, our SB subcontracting approach is focused on the use of local and regionally based SBs. This helps strengthen the local economy, and creates new business opportunities, immediately and in the longer term.

This subcontracting plan was submitted by:

Signed: \_\_\_\_\_

Typed Name: Debby K. Whitehead

Title: Diversity Subcontract Program Administrator

Date: \_\_\_\_\_

Phone No.: 504.734.4613

PLAN CONCURRED BY:

\_\_\_\_\_

Leslie Bourgeois  
Small Business Program Manager

\_\_\_\_\_

Date

PLAN ACCEPTED BY:

\_\_\_\_\_

Kelly Gele  
Contracting Officer

\_\_\_\_\_

Date