



Department of Energy

Argonne Area Office
9800 South Cass Avenue
Argonne, Illinois 60439

31 OCT 2002

Dr. Thomas Rosenbaum
Vice President for Research and
Argonne National Laboratory
The University of Chicago
5801 South Ellis Avenue
Chicago, Illinois 60637

Dear Dr. Rosenbaum:

SUBJECT: MODIFICATION NO. A398 TO U.S. DEPARTMENT OF ENERGY
CONTRACT W-31-109-ENG-38

Enclosed for your records are four signed copies of the subject contract modification which unilaterally increases the amount of funds obligated hereunder by \$53,529,532.27 to a total of \$12,167,207,776.04. Also included is a Calculation of Funds statement.

Operating funds for Department of Energy are increased by \$49,830,364.61 as detailed in Exhibit I.

Funds for Reimbursable Work for Other Federal Agencies are decreased by \$11,622.64 as detailed in Exhibit II.

Funds for Reimbursable Work for Non-Federal Entities are increased by \$3,221,085.79 as detailed in Exhibit III.

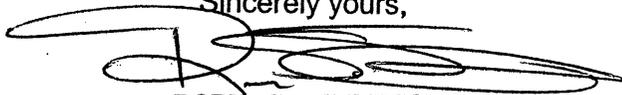
Funds for Use of Third-Party Receipts from Technology Transfer Activities are increased by \$54,269.51 as detailed in Exhibit IV.

Construction Funds are increased by \$435,435.00 as detailed in Exhibit V.

31 OCT 2002

This obligation does not affect expenditure limitations which are applicable and which the laboratory may have been advised of separately from contract actions.

Sincerely yours,



RORY S. SIMPSON
CONTRACTING OFFICER, AAO
U.S. DEPARTMENT OF ENERGY

Enclosures:

1. Form SF30 (Amendment of Solicitation/Modification of Contract)
2. Calculation of Funds
3. Operating Funds, Exhibit I
4. Reimbursable Work for Other Federal Agencies, Exhibit II
5. Reimbursable Work for Non-Federal Entities, Exhibit III
6. Use of Third-Party Receipts from Technology Transfer Activities, Exhibit IV
7. Construction Funds, Exhibit V

- cc: Hermann A. Grunder, Laboratory Director, ANL - w/encls.
Michael H. Derbidge, Chief Operations Officer, ANL - w/encls.
Don M. Randel, President, University of Chicago - w/encls.
Renee K. Carder, Assistant Vice President of Program Development, University of Chicago - w/encls.
William J. Hogan, Jr., Comptroller, University of Chicago - w/encls.
Diana Jergovic, Finance Manager, University of Chicago - w/encls.
J. I. Sacket, Idaho ANL-W, ATTN: C. Walton - w/encls.
M. Bartos, Chief Financial Officer, ANL - w/encls. (6 cys)
C. Markiewicz, Assistant CFO, Budget Management, ANL - w/encls. (8 cys)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE PAGE OF PAGES
1 | 1

2. AMENDMENT/MODIFICATION NO. A398	3. EFFECTIVE DATE 10/31/02	4. REQUISITION/PURCHASE REQ. NO. 02-03CHENG38.001	5. PROJECT NO. (If applicable) N/A
6. ISSUED BY CODE U.S. Department of Energy Chicago Operations Office/Argonne Group 9800 South Cass Avenue Argonne, IL 60439		7. ADMINISTERED BY (If other than Item 6) Code See Block 6.	

8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP Code) The University of Chicago 5801 S. Ellis Avenue Chicago, IL 60637	(✓)	9.A. AMENDMENT OF SOLICITATION NO.
		9.B. DATED (SEE ITEM 11)
		10.A. MODIFICATION OF Contract/Order NO. W-31-109-ENG-38
		10.B. DATED (SEE ITEM 13) October 1, 1999
CODE N/A	FACILITY CODE N/A	

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 ATTACHED 799A

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

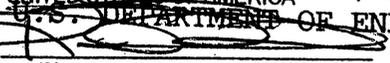
(✓)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET 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: Mutual Agreement of the Parties
	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not required to sign this document.

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

As provided in paragraph (a) of Part II, Clause I.79 – DEAR 970.5204.15, OBLIGATION OF FUNDS (APR 1994) (DEVIATION) of Modification No. M345 of the subject contract, the amount obligated hereunder is increased by \$53,529,532.27 to a total of \$12,167,207,776.04.

END OF MODIFICATION

15A. NAME AND TITLE OF SIGNER (Type or print)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) RORY S. SIMPSON CONTRACTING OFFICER, AAC U.S. DEPARTMENT OF ENERGY
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA U.S. DEPARTMENT OF ENERGY BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 10/31/02

**CALCULATION OF FUNDS
 MODIFICATION NO. A398 TO CONTRACT W-31-109-ENG-38
 FOR OPERATION OF ARGONNE NATIONAL LABORATORY
 (IN DOLLARS)**

FY 2003 OPERATING FUNDS:

Approved Funding Program - Operating Expense Authorized Funding:	
Operating Excluding EQU/GPE/GPP/AIP	\$46,410,635.83
GPE - General Plant Equipment	\$320,892.00
EQU - Capital Equipment	\$1,776,086.78
GPP - General Plant Projects	\$707,850.00
AIP - Accelerator Improvement Projects < \$5M	\$614,900.00
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TOTAL	\$49,830,364.61
Reimbursable Work for Other Federal Agencies	(\$11,622.64)
Reimbursable Work for Non-Federal Entities	\$3,221,085.79
Use of Third Party Receipts from Technology Transfer Activities	\$54,269.51
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Total Fiscal Year 2003 Operating Funding	\$53,094,097.27
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FY 2003 PLANT FUNDS:

Approved Funding Program - Authorized Funding	\$435,435.00
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Total Fiscal Year 2003 Plant Funding	\$435,435.00
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TOTAL FY 2003 FUNDING:

	\$53,529,532.27
Operating, Plant and Capital Equipment Funds Requirements Thru Mod A397 (Mod A397 is the Final FY 2002 Mod)	\$761,246,068.58
	<hr/>
Total Funds Requirements on and after October 1, 2001	\$814,775,600.85
Contract Costs through September 30, 2001 (Thru Mod A397)	\$11,352,432,175.19
	<hr/>
Total Funds to be Provided	\$12,167,207,776.04
Funds Provided Through Modification A397	\$12,113,678,243.77
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Funds Added by Modification A398 (1st FY 03 Mod)	\$53,529,532.27
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89X0215.91 (HA)	* ENERGY CONSERVATION	
ED1801	Indstrl Sctr-Forest&Paper Prodt	48,575.00
ED1806	Indstrl Sctr-Chemicals Vision	43,500.00
ED1904012	Black Liquor Gasification	46,545.00
EE0501	Hybrid Systems R&D	941,442.00
EE0502	Fuel Cell R&D	906,250.00
EE0503	Advanced Combustion EngineF	351,371.00
EE0506	Heavy Vehicle R&D	486,113.00
EE0602	Technical Info Development	23,200.00
EE0701	Propulsion Materials Tech	65,250.00
EE0702	Lightweight Materials Tech	130,863.00
EE0804	Advanced Vehicle Competitions	130,500.00
EH20	Asia Pacific Economic Coop	36,250.00
EO0101	Distributed Technology R&D	60,393.00
820101	Interoffice Tfrs; To Others	55,000.00
TOTAL	89X0215.91 (HA)	3,325,252.00

89X0222.91 (WA)	* SCIENCE	
AT6010301	MagFusionEnrgy-Plasma Tech	121,407.00
AT6010401	MagFusionEnrgy-Fusion Techn	18,304.00
AT6010501	MagFusionEnrgy-Adv.Design	24,739.00
AT602010	MagFusionEnrgy-Mat'ls Resear	41,041.00
FS1001	S&S Science-ProtctveForces	356,642.00
FS1002	S&S Science-Sec.Sys	65,065.00
FS1004	S&S Science-InfoSec	30,173.00
FS1005	S&S Science-Cyber	241,384.00
FS1006	S&S Science-Pers.Sec.	129,272.00
FS1007	S&S Science-MC&A	113,828.00
FS1009	S&S Science-ProgMgt	19,591.00
KA110102	National Laboratory Research	584,441.00
KA110102 EQU	National Laboratory Research	92,950.00
KA1102043 EQU	ATLAS Detector	43,043.00
KA1102051	LHC Software & Computing	18,161.00
KA140102	Nat'l Lab Rsrch-Theoretical Rsr	203,918.00
KA150102	Nat'l Lab Rsrch-AcceleratorSci	153,725.00
KA150102 EQU	Nat'l Lab Rsrch-AcceleratorSci	15,015.00
KA150203	Muon Accelerators	9,295.00
KA150302	Detector Development	119,405.00
KB0101022	MediumEnrgyPhysics/Resrch	451,451.00
KB0101022 EQU	MediumEnrgyPhysics/Resrch	42,900.00
KB030102	Nuclear Theory, Lab Research	205,062.00
KB0301042	Nuclear Theory, NuclearDataR	32,032.00
KB0401023	LowEnrgyPhysics/LabRsrch,AT	635,492.00
KB0402023	LEP, Nat'l. Lab Fac Ops, ATLA	875,446.00

ARGONNE CONTRACT MOD
FY 2003

EXHIBIT I
MOD A398

KB0402023	AIP	LEP, Nat'l. Lab Fac Ops, ATLA:	56,771.00
KB0402023	EQU	LEP, Nat'l. Lab Fac Ops, ATLA:	141,856.00
KC020101		Structure of Materials	327,899.00
KC020101	EQU	Structure of Materials	275,990.00
KC020103		Physical Properties	456,313.00
KC020201		Neutron Scattering	506,220.00
KC020202		Experimental Research	681,109.00
KC020203		Theoretical Research	290,004.00
KC020301		Synthesis & Chem. Structure	466,895.00
KC0204013		IntensePulsedNeutronSource-IF	2,135,419.00
KC0204013	EQU	IntensePulsedNeutronSource-IF	226,083.00
KC0204017		6-7 GEV Synch.Light Source	11,374,649.00
KC0204017	EQU	6-7 GEV Synch.Light Source	776,919.00
KC0204017	AIP	6-7 GEV Synch.Light Source	558,129.00
KC020601		Mechanical Sciences	21,450.00
KC020602		Systems Sciences	2,860.00
KC020603		Engineering Data & Analysis	19,305.00
KC030101		Photochem.&Radiation Sci.	398,255.00
KC030101	EQU	Photochemical & Radiation Sci	260,260.00
KC030101	GPP	Photochemical & Radiation Sci	707,850.00
KC030102		Chemical Physics	491,205.00
KC030103		Atomic Physics	161,590.00
KC030201		Chemical Energy	275,990.00
KC030202		Separations & Analyses	193,050.00
KC030203		Heavy Element Chemistry	224,510.00
KC030204		Chem. Engineering Sciences	128,700.00
KC030205	GPE	General Purpose Equipment	320,892.00
KC030302		Geochemistry	58,630.00
KG0601		Excess Facilities Disposition	71,500.00
KJ010101		Basic Rsrch & Human Resourc	641,355.00
KJ010102		High Perf. Computing Systems	57,200.00
KJ010103		Adv. Software Tech & Algorithr	386,529.00
KJ0102		Adv. Computation Rsrch	586,014.00
KP110101		Structural Biology	456,885.00
KP110101	EQU	Structural Biology	14,300.00
KP110201		Molecular Biology	133,276.00
KP120101		Modeling	100,100.00
KP120103		Atmospheric Radiation Meas.	1,856,140.00
KP120201		Atmospheric Science	198,627.00
KP120202		Terrestrial Carbon Processes	119,262.00
KP120301		Ecosystem Func & Response	54,340.00
KP120403		Education	31,889.00
KP130101		Bioremediation Research	150,293.00
KP140103		MedicalApplications,Instrument	22,880.00
820101		Interoffice Tfrs to Others	1,800,000.00

820202	Interoffice Rec Tfr from Others	(440,000.00)
TOTAL	89X0222.91 (WA)	32,423,175.00

89X0224.91 (YA)

*** ENERGY SUPPLY
R&D ACTIVITIES**

AF3710	NucEnrgyTech-NextGenPwrRot	28,000.00
AF5710	EBR-II Shutdown	3,329,000.00
AF701020	Isotope Power Systems Suppor	350,000.00
AF9505	Nuc Energy R&D-ClosureActivit	4,286,100.00
EB5001	High Temp. Sprcndctvty R&D	518,000.00
EB5001 EQU	High Temp. Sprcndctvty R&D	42,000.00
EB55	Dept Energy Mgmt Program	17,920.00
820102	Tfrs from Others Interoffice	(516,300.00)
TOTAL	89X0224.91 (YA)	8,054,720.00

89X0228.91 (SA)

*** DEPARTMENTAL ADMIN.**

WN0207	Resch-ProtectionOfPub.Hlth.&E	42,750.00
TOTAL	89X0228.91 (SA)	42,750.00

89X0240.91 (TC)

*** WEAPONS ACTIVITIES**

DP081006	NIF Other Project Costs	(770.49)
DP081101	AdvncdSimulationModelingCarr	29,040.00
DP0811051	ProblemSolvingEnvrnments(PS	(6,547.66)
DP0811054	VIEWS-Visual InteractiveEnvForWeaponsE	(49.77)
DP0811062	1 Program/3 Labs	(4,135.93)
DP0811074	Academic Tech Demo Center	(5,370.66)
DP0811074 EQU	Academic Tech Demo Center	(4,221.22)
DP0909093	Weap.IncidentResp/Operating	58,644.00
820101	Interoffice Tfrs; To Others	10,000.00
TOTAL	89X0240.91 (TC)	76,588.27

89X0242.91 (TE)

*** DEF. ENVIRONMENTAL
REST. & WASTE MGMT**

EW02MM06C	CH-7601-10	HQ-TMHQ1 Transp.&PkgMgt	(3.66)
FS3001	CHANLW-SS-D	S&S EM-ProtctveForces	1,061,256.00
820101		Inter Office Tfrs to Others	130,000.00
TOTAL	89X0242.91 (TE)	1,191,252.34	

89X0243.91 (TF)

*** OTHER DEFENSE ACTIV.**

AF5705		AdvncdAccel.Applications(AAA)	2,388,000.00
CN0401000		DOE Analysis Program	43,264.00
CN0402000		DOE Investigations Program	46,898.00
CN0403000		DOE Awareness and Training	49,494.00
CN0406		Info. & Special Tech Prog (ISTF)	33,399.00
GD050803		Add'l. Support -Mgmt Analysis,	42,250.00

TOTAL		89X0243.91 (TF)	2,603,305.00
89X0244.91 (TH)		* DEF. NUC. WSTE DISP.	
820101		Interoffice Tfrs; To Others	376,000.00
TOTAL		89X0244.91 (TH)	376,000.00
89X0250.91 (YN)		* NON-DEF. ENV. MGMT	
EX04C201	CH-ANLEDD	SiteComp.; ANL-E D&D Activiti	64,260.00
EX04C202	CH-ANLEPM	SiteComp.; ANL-E Prog. Mgmt.	34,776.00
EX04C203	CH-ANLERA	SiteComp.; ANL-E RemedialAc	440,528.00
EX04C301	CH-ANLWRA	SiteComp.; ANL-W Remed.Act.	68,796.00
TOTAL		89X0250.91 (YN)	608,360.00
89X0309.91 (NS)		* DEF. NUC. NONPROLIF.	
NN2004		Chem&BiologicalNat'lSecurity	186,732.00
NN2005		Supporting Activities	10,182.00
NN3006		Nuclear Safety Analysis	133,000.00
NN3007		CorrectiveMeas&TechCooperat	172,900.00
NN31		HEU Transparency Implementa	106,400.00
NN4001012		Fuel Cycle Activities-RERTR	172,900.00
NN4001013		Fuel Cycle Activ.-RussianFuelR	26,600.00
NN400104		WarheadDismantlement&Fissili	4,655.00
NN400301		IAEA Safeguards&NonProlif.Po	3,325.00
NN400302		International Cooperation	17,290.00
NN4004011		Licensing Operations	44,156.00
NN4004012		Multilateral	14,497.00
NN4004020		Russian/NIS Operations	36,575.00
NN5007		MaterialConsolidation&Convers	33,250.00
NN5008		RadiologicalDispersionDevices	66,500.00
820101		Inter Office Tfrs; To Others	100,000.00
TOTAL		89X0309.91 (NS)	1,128,962.00
* TOTAL OPERATING			49,830,364.61

SUMMARY:

OPERATING EXPENSE (OE):

Operating Expense Excluding EQU, GPE, GPP&AIP	46,410,635.83
EQU	1,776,086.78
GPE	320,892.00
GPP	707,850.00
AIP	614,900.00
TOTAL OPERATING EXPENSE (OE)	49,830,364.61

**ARGONNE NATIONAL LABORATORY
FISCAL YEAR 2003
(IN DOLLARS)**

**EXHIBIT II
MOD A398**

B&R Number	ANL Proj #	ANL Acct #	Agency Order Number	Previous	Change	Cum Thru
				Total	Mod A398	Mod A398
REIMB. WORK FOR OTHER FEDERAL AGENCIES - TOTAL				0.00	(11,622.64)	(11,622.64)
40 04	RESEARCH AND DEVELOPMENT			0.00	(9,368.11)	(9,368.11)
40 04 01	DEPARTMENT OF AGRICULTURE			0.00	(27,285.88)	(27,285.88)
			AGR WN05	0.00	(27,285.88)	(27,285.88)
40 04 02	DEPARTMENT OF COMMERCE			0.00	(2.61)	(2.61)
	P00138	8B433	ORDER NO. 1001276	0.00	(2.61)	(2.61)
40 04 03	DEPARTMENT OF DEFENSE			0.00	(13,244.38)	(13,244.38)
40 04 03 209	ARMY			0.00	(13,244.38)	(13,244.38)
	P98014	8C354	MIPR M8-22-170	0.00	(988.73)	(988.73)
	P99021	8C751	MIPR W38XDD90419400	0.00	(310.42)	(310.42)
	P94055	8C277	MIPR DEH-13-97	0.00	(4,676.04)	(4,676.04)
	P91057	8C387	MIPR 8355	0.00	(4.65)	(4.65)
	P98135	8C645	MIPR W81EWF22767590	0.00	19,223.30	19,223.30
			AGR WN05	0.00	(26,487.84)	(26,487.84)
40 04 12	DEPT. OF HEALTH AND HUMAN SERVICES			0.00	(7,670.19)	(7,670.19)
	P00009	8D418	AGR. Y1-GM-0073-02	0.00	(7,670.19)	(7,670.19)
40 10	REGULATORY SERVICES			0.00	38,834.95	38,834.95
NOTE - 401001 IS NRC (NUCLEAR REGULATORY COMMISSION)						
40 10 01 02	NUCLEAR REACTOR REGULATION			0.00	38,834.95	38,834.95
	PJ2835	8M854	Order No. 20-03-004	0.00	9,708.74	9,708.74
	PJ2835	8M854	Order No. 20-03-005	0.00	24,271.84	24,271.84
	PJ2835	8M854	Order No. 20-03-006	0.00	4,854.37	4,854.37
40 50 EE 06	FUELS UTILIZATION R&D			0.00	(2,254.53)	(2,254.53)
	P90112	8N503	DTRF53-96-X-00029	0.00	(2,254.53)	(2,254.53)

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ARGONNE NATIONAL LABORATORY
FY 2003

EXHIBIT III
MOD A398

89X0224.92 (2Y)

*** ENERGY SUPPLY R&D
REIMB. WORK/NON-FED.**

600306	Reimbursable Work for Non-Federal Entities	3,221,085.79
TOTAL	89X0224.92 (2Y)	<u>3,221,085.79</u>
<input type="checkbox"/> TOTAL OPERATING (NON-FED ENTITIES)		<u>3,221,085.79</u>

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ARGONNE NATIONAL LABORATORY
FY 2003

EXHIBIT IV
MOD A398

89X0224.95 (1Y)	* ENERGY SUPPLY R&D	
650103	Use of Third-Party Receipts from Tech Tfr Activ, Other	54,269.51
TOTAL	89X0224.95 (1Y)	54,269.51
 <input type="checkbox"/> TOTAL OPERATING (THIRD-PARTY RECEIPTS)		 54,269.51

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ARGONNE NATIONAL LABORATORY
FY 2003

EXHIBIT V
MOD A398

89X0222.91 (WA)		* SCIENCE	
39KG02	MEL001-017	MEL-PED, Mech.&Cntrl.Sys.Upgrd.	435,435.00
TOTAL		89X0222.91 (WA)	435,435.00
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* TOTAL CONSTRUCTION			435,435.00
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