

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE _____ PAGE OF PAGES _____

2. AMENDMENT/MODIFICATION NO. 0055
 3. EFFECTIVE DATE See Block 18C
 4. REQUISITION/PURCHASE REQ. NO. RCA 11 895 IC
 PROJECT NO. (if Applicable) _____

5. ISSUED BY
 Federal Bureau of Prisons
 Contract Administration Office
 McRae Correctional Facility
 112 Jim Hammock Drive, P.O. Box 368
 McRae GA 31055
 CODE _____
 7. ADMINISTRATION (if other than Item 3)
 James J.C.L. Spence
 Contracting Officer
 (229) 868-4292
 CODE _____

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
 Corrections Corporation of America
 10 Burton His Boulevard
 Nashville TN 37215
 9A. ARLNOMLN# OF SOLICITATION NO.
 9B. DATED (See Item 11) _____

10A. MODIFICATION OF CONTRACT/ORDER NO. J1Pcc-008 /
 10B. DATED (See Item 11) 05/30/2010
 CODE Tax ID# 62-1750994 FACILITY CODE: DLNS # 50734151

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 9a and returning _____ copy 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)
 FP090009S6-S-89S-25CN-YREGDOC #KNP10093

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

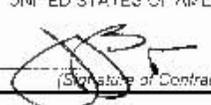
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify Authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT/ORDER NO. IN ITEM 10A.
 B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATION'S CHANGES (such as changes in paying office, appropriation data, and SET FORTH IN ITEM 14 PURSUANT TO THE AUTHORITY OF FAR 45.103(c).
 C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
 D. OTHER (Specify type of modification and authority)
Contract J1Pcc-008 Award Fee Determination Plan

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 USCA action headings, including solicitation/contract subject matter where feasible)
Modification #0085 to Contract J1Pcc-008 obligates an Award Fee of \$779,704.52, earned for the period of performance commencing July 01, 2010 through December 31, 2010, determined in accordance with the Award Fee Determination Plan.

See attached letter from Matthew D. Nace, Fee Determination Official.

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)
 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
 James J.C.L. Spence
 Contracting Officer
 15B. CONTRACTOR/OFFEROR
 15C. DATE SIGNED
 16B. UNITED STATES OF AMERICA
 16C. DATE SIGNED
 BY  03/23/11
 (Signature of Contracting Officer)



U.S. Department of Justice

Federal Bureau of Prisons

Washington, DC 20534

February 24, 2011

Bart E. VerHulst, Vice President
Federal and Local Customer Relations
Corrections Corporation of America
10 Burton Hills Boulevard
Nashville, Tennessee 37215

**Re: Award Fee Determination
Contract J1PCc-008, McRae Correctional Facility
Performance Period July 1, 2010 – December 31, 2010**

Dear Mr. VerHulst:

As stipulated in the Award Fee Determination Plan within contract J1PCc-008, the contractor has an opportunity to earn an award fee commensurate with the achievement of performance above the acceptable level. The maximum award fee may not exceed five percent of the total payment received for the evaluated period.

I have reviewed the recommendation of the Performance Evaluation Board based upon the performance monitoring information and the self-assessment submitted by Corrections Corporation of America (CCA). After a thorough review of this information, an award fee in the amount of \$779,704.52 (or 73% of the maximum award fee) is hereby authorized for the aforementioned performance period.

McRae Correctional Facility received three deficiencies and no repeat deficiencies during the November 2010 CFM Review. Three Notices of Concern were issued for noncompliance in Correctional Services and in Food Services. On several occasions, there was a lack of communication between Executive staff, Correctional Services Supervisors and Correctional Officers, resulting in instances regarding security breaches and/or reporting inaccuracies. Noteworthy performance includes: implementation of an On-The-Job Case Manager Training Program, Hispanic GED and Horticulture VT program, scoring a 92% on the State Health Inspection, and maintained an average staffing rate of 89.9%.

Responsiveness has improved during this award fee period, including the implementation of six contract modifications and operational changes in response to eight technical direction letters. Your Quality Control Program (QCP) has been effective in decreasing deficiencies 40% from the prior performance period, as well as meeting 100% of both mandatory and non-mandatory standards during American Correctional Association re-accreditation.

SuppBOP05389

You may attach a copy of this correspondence to a separate billing requesting payment of the award fee. We appreciate the efforts of CCA staff during the performance period. Please let me know if you have questions regarding this award fee determination.

Sincerely,

A handwritten signature in black ink, appearing to read "for Doyle M. Nace". The signature is written in a cursive style with a large initial "M" and a long horizontal stroke.

Matthew D. Nace
Fee Determination Official