

**AMENDMENT No. 01 to
CONSORTIUM MEMBER AGREEMENT**

**Between
NVEC MEMBER ORGANIZATIONS**

THIS CONSORTIUM MEMBER AGREEMENT AMENDMENT 01 (the "Amendment") is made and entered into this the 08 March 2011, by and between the member organizations of the National Warheads and Energetics Consortium (NVEC) administered by its Consortium Management Firm Advanced Technology International, a private, 501c (3) private non-profit company, having its principal offices at 5300 International Boulevard, Charleston, SC 29418.

WITNESSETH

WHEREAS, In order to access restricted data included on the NVEC Members Only website the Government, through its Army Contracting Center located at Picatinny Arsenal, NJ, has directed that all NVEC Member Organizations must have an active Militarily Critical Technical Data Agreement (DD2345) in place with the U.S./ Canada Joint Certification Office, Defense Logistics Information Service, Federal Center, 74 Washington Ave., North Battle Creek, MI USA 49037-3084

NOW, THEREFORE, for the above reason, in consideration of the mutual covenants herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree to amend the December, 2009 Consortium Member Agreement as follows:

1. Follow the last sentence of Section 3.2.1.1 add the following: "Furthermore, all NVEC Member Organizations must maintain an active Military Critical Technical Data Agreement (Form DD 2345) with the U.S./ Canada Joint Certification Office, Defense Logistics Information Service, Federal Center, 74 Washington Ave., North Battle Creek, MI USA 49037-3084. Failure to maintain such Agreement will limit access to the Members Only portion of the NVEC-DOTC Website."
2. Exhibit B, Consortium Member Application, is hereby amended to read as the attachment hereto reads.

IN WITNESS WHEREOF, the parties have duly executed this Agreement Amendment as of the date first above written.

NVEC Member Organization

Member Name: _____

Signature: _____

Name: _____

Title: _____

Date: _____

Exhibit B: Consortium Member Application

National Warheads and Energetics Consortium (NVEC) Membership Application

This Membership Application is made by the signing organization (“Applicant”) to the National Warheads and Energetics Consortium (“NVEC”) Executive Director as of the date of signing by the Applicant. Note: The NVEC Executive Director and his/her phone numbers are listed at the end of this Application.

1. Applicant hereby applies for membership in the NVEC. Applicant agrees that it will review and sign the Consortium Member Agreement and review the Ordnance Technology Base Agreement. Applicant does not become an NVEC member until Applicant reviews these Agreements and signs the Consortium Member Agreement.
2. Applicant, by signing this Application, represents that the information herein is a complete, true and correct statement of Applicant’s organization. Applicant agrees to disclose immediately to the NVEC Executive Director any changes affecting Applicant’s representation that it meets the requirements of membership.
3. Applicant agrees that the NVEC Executive Committee has the right to accept or reject Applicant in its sole discretion if such Committee determines that Applicant does or does not meet the membership requirements contained in this Application, the Ordnance Technology Base Agreement and the Consortium Member Agreement. The Committee will notify Applicant within a reasonable time of Applicant’s membership status, and if Applicant is rejected for membership, the reason for the rejection.
4. Is applicant a United States owned Company?

Yes ___ No ___

If Yes, Answer question 4A below. If No, applicant must attach a letter from the Defense Security Service verifying that it has an approved plan or special security agreement for negating or mitigating the risk of foreign ownership, control or influence. In this case, membership can only be granted with concurrence of the DOTC Program Office.

- 4.A. Is applicant operating under Foreign Influence, Ownership or Control (FOCI)?

Yes ___ No ___

If Yes, applicant must attach a letter from the Defense Security Service verifying that it has an approved plan or special security agreement for negating or mitigating the risk of foreign ownership, control or influence. *A U.S. company is considered under FOCI whenever a foreign interest has the power, direct or indirect, whether or not exercised, and whether or not exercisable through the ownership of the U.S. company's securities, by contractual arrangements or other means, to direct or decide matters affecting the management or operations of that company in a manner which may result in unauthorized access to [export controlled information,] classified information or may adversely affect the performance of classified contracts. National Industrial Security Program Manual (DoD 5220.22-M, Para. 2-300a.).*

5. Applicant agrees to provide proof of the required facility and personnel clearance prior to award of any classified project activity.

6. Applicant represents that it is eligible to contract with the United States Government, i.e., Applicant is not debarred or suspended by the United States Government.

7. Applicant represents the following:

- a. It has an interest in the research and development of warheads and energetics technology,
- b. It is capable of making a technical contribution to the advancement of warheads and energetics technology,
- c. It is willing to be an advocate of the NVEC objectives as they are defined in the Other Transaction Agreement and the Consortium Member Agreement.

8. Applicant agrees that it will participate in semi-annual NVEC meetings of the General Membership, those committees and/or subcommittees to which it may be nominated and elected to serve on, and those committees and/or subcommittees to which it will voluntarily provide representation as indicated herein.

9. Applicant understands that as a member of NVEC, it may be necessary for Applicant to make some resource contribution (i.e., cash, in-kind, etc.) if Applicant determines such contribution serves the best interests of Applicant and the Government.

10. Applicant's legal corporate/organization name:

11. Applicant DUNS Number: _____

12. Applicant CAGE Code: _____

13. Applicant Joint Certification Program Certification No. (DD2345): _____

14. Address of Applicant's principal offices:

Street Address _____

City, State, Zip _____

15. Applicant's designated contact name (and address if different from above):

Name _____ Work Phone _____

Street Address _____ Work Fax _____

City, State, Zip _____ Work Email _____

16. Are you currently a "Non-traditional Defense Contractor" (A business unit that has not, for a period of at least one year prior to the date of this application, entered into or performed on: (1) any procurement contract that is subject to full coverage under the cost accounting standards or (2) any FAR based procurement contract in excess of \$500,000)? (For additional information, please contact the Consortium Management Firm)

____ Yes _____ No

17. Applicant is a (check one):

Parent Corporation _____ Academic Institution _____ Minority Owned Business _____
Subsidiary _____ Not-For-Profit _____ Small Business _____
Division _____ Non-Profit _____ Woman Owned Business _____

18. Provide below a brief description of the nature of Applicant's business as it may apply to research and development in the field of warheads and energetics technology:

19. Describe below Applicant's current research and development plans and capabilities that may be applicable to warheads and energetics technology:

20. Check those Committees and/or Subcommittees upon which Applicant will serve if nominated and elected:

Executive Committee _____ Bus Development Committee _____
Technology Committee _____

21. Check those Subcommittees upon which Applicant will voluntarily provide representation:

Explosives Subcommittee _____ Warheads Subcommittee _____
Enabling Technologies Subcommittee _____ Fuze/Sensors Subcommittee _____
Insensitive Munitions Subcommittee _____ Demilitarization Subcommittee _____
Propellants Subcommittee _____ Protection and Survivability _____
Pyrotechnics Subcommittee _____

22. Applicant acknowledges that it has read and understands the application form, the Other Transaction Base Agreement, and the Consortium Member Agreement, to which the applicant agrees to meet its obligation, in its entirety, and is undertaking and has caused this Application to be signed by its duly authorized representative on the date set forth below:

Applicant Name _____
By _____
Title _____
Date _____

Submit this Application and direct any questions to:

By Mail:

NWEC Consortium Management Firm

Attn: Anna Pearson

5300 International Blvd

North Charleston, SC 29418

By Telephone: (843) 760-3494

FAX : (843) 207-6094

E-mail: nweccmf@aticorp.org