**FILL IN OF CONTRACT CLAUSES**

Certain solicitation clauses have been uploaded with the solicitation which is to be completed by the Offeror, saved and submitted as File 3. These clauses are contained in this document.

All areas marked as TBD in these clauses are to be filled in by the Offeror, this information shall than be utilized to complete these specific areas prior to contract award.

**B.1 SERVICES BEING ACQUIRED – RESEARCH SUPPORT SERVICES**

1. The Contractor shall furnish all personnel, facilities, equipment, material, supplies, and services (except as may be expressly set forth in this contract as furnished by the Government) and otherwise do all things necessary for, or incident to, the performance of the items of work as specified in the Performance Work Statement (PWS) set forth in Part III, Section J, Attachment A-2 for the **(TERM)** specified in Part I, Section F, and fulfill the other requirements of the contract including contract reporting set forth in Part III, Section J.
2. The level of effort specified for the base period is the present level of effort **estimated** for the performance of work set forth in Part III, Section J, Attachment A-2, PWS. However, changes in programmatic requirements may cause a substantial increase or decrease in the number of Direct Productive Labor Hours (DPLH) identified for the Contract Line Item Numbers (CLIN) listed in Part I, Section B. This contract is to be available for the Government to obtain services for the contract period **(TERM),** even if the level of effort and/or the estimated cost as originally specified is insufficient. The estimated level of effort, as may be approved by the Contracting Officer in accordance with this contract, is inclusive of all effort for the prime, subcontractor(s), consultant(s), or other such entities that provide labor under this contract. The estimated DPLH is identified below for each CLIN. The Total Estimated Cost identified below is inclusive of all items (e.g. labor, supplies, materials, subcontracts, etc.)
3. All work under this contract shall be performed under the general guidance and direction of the DOE Contracting Officer’s Representative (COR) and Contracting Officer’s Technical Representative (COTR) whose responsibilities are set forth in the clause Technical Direction in Part I Section H. Such guidance and direction shall not, however, effect any change in the Contract Schedule, PWS, Contract Reporting Requirements, or other provisions of this contract. Such changes shall only be made by the expressed written direction of the Contracting Officer.
4. The PWS set forth in Part III, Section J, Attachment A-2, defines the scope of work specific for each CLIN listed below.

**CLIN 1 –** **Logistical and Product Support.**

This CLIN supports the logistical and product support comprising ancillary activities necessary for the effective and efficient conduct of research to enhance the impact of the knowledge and technology products at the core of the laboratory. The activities may not be inherently technical, but will likely be so closely aligned with the technical activities as to be inseparable from it. The work will require specialized skill sets, certification(s), or the ability to work closely with the technical staff, and may include focus in product management, financial management, business development and partnerships, general logistical support and required reporting, as described in the Performance Work Statement (PWS).

Base Period – **Estimated DPLH** – [TBD] Effective date through 36 Months

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

Option Period 1 – **Estimated DPLH** – [TBD] Month 37 through Month 60

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

Option Period 2 – **Estimated DPLH** – [TBD] Month 61 through Month 84

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

Option Period 3 – **Estimated DPLH** – [TBD] Month 85 through Month 120

Potential Month 85 through Month 120

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

**CLIN 2 – Research Execution.**

This CLIN supports the NETL’s pursuit to nurture and develop world-class competencies critical to satisfying the mission of DOE, while leveraging these competencies to deliver excellence in knowledge and technology products, as described in the PWS.

Base Period – **Estimated DPLH** – [TBD] Effective date through 36 Months

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

Option Period 1 – **Estimated DPLH** – [TBD] Month 37 through Month 60

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

Option Period 2 – **Estimated DPLH** – [TBD] Month 61 through Month 84

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

Option Period 3 – **Estimated DPLH** – [TBD] Month 85 through Month 120

Total Estimated Cost $[TBD]

Maximum Award Fee Pool $[TBD]

Total Estimated Cost Plus Maximum Award Fee $[TBD]

**TRANSITION**

The Contractor shall perform all transition activities to begin performance of this contract, consistent with this contract. Transition activities are defined as any effort that is necessary to transition the work from the incumbent Contractor in a manner that (1) assures that all work for which the Contractor is responsible under the contract is continued without disruption; (2) provides for an orderly transfer of resources, responsibilities, and accountability from the incumbent Contractor; and (3) allows the Contractor to perform the work in an efficient, effective, and safe manner. Specific transition activities will be identified; however, anticipated transition activities include, but are not limited to, assuming operational control of all laboratory facilities, staffing, relocating, orienting, and training Key Personnel and other than Key Personnel, inventorying and assuming responsibility of Government Furnished Property (GFP), etc. Transition shall commence upon contract award and continue through the effective date of the contract which will coincide with the date the Contractor assumed full responsibility for contract operational performance.

Total Estimated Cost (no Fee) for Transition $[TBD]

**H.8 KEY PERSONNEL/PROGRAM MANAGER**

1. Introduction

The key personnel, which include the Program Manager, specified below, are considered to be critical to the success of all work being performed under this award. This Clause provides specific requirements, in addition to the requirements of the clause in Section I entitled, “952.215-70 Key Personnel.” Any changes to these personnel require prior DOE Contracting Officer’s written approval.

1. Key Personnel Team Requirements

The Contracting Officer and designated Contracting Officer’s Representative(s) shall have direct access to the Key Personnel. In addition to the definition contained in the Section I Clause entitled, “DEAR 952.215-70, Key Personnel,” Key Person(s) are considered managerial personnel.

In addition, the Program Manager is the most senior resident manager. This individual is responsible for the planning, implementation, management, performance, and supervision of the contract. The Program Manager shall receive and execute, on behalf of the Contractor, such technical directions as the DOE Contracting Officer’s Representative may issue within the terms and conditions of the contract.

1. Definitions

For the purposes of this clause, Changes to Key Personnel is defined as: (i) any changes to the position assignment of a current Key Person under the contract, except for a person who acts for short periods of time, in the place of a Key Person during his or her absence, the total time of which shall not exceed 30 working days during any given year; (ii) utilizing the services of a new substitute Key Person for assignment to the contract; or (iii) assigning a current Key Person for work outside the Contract.

1. Contract Award Fee Reductions for Changes to Key Personnel
2. Notwithstanding approval by the Contracting Officer, anytime the Program Manager (the initial Program Manager or any substitution approved by the Contracting Officer) is changed for any reason after being placed in the position, the total Available Award Fee Pool (sum of all individual CLIN award fee pools), may be reduced, for the fee period in which the change occurs, by $300,000 for each and every occurrence of a change to the Program Manager.
3. Notwithstanding approval by the Contracting Officer, anytime a Key Person other than the Program Manager (any initial Key Person or any substitution approved by the Contracting Officer) is changed for any reason after being placed in the position, the total Available Award Fee Pool (sum of all individual CLIN award fee pools), may be reduced, for the fee period in which the change occurs, by $75,000 for each and every occurrence of a change to the Key Person.
4. The Contractor may request, in writing, that the Contracting Officer consider waiving all or part of a reduction in the available award fee pool. Such written request shall include the factual basis for the request. The Contracting Officer shall have unilateral discretion to make the determination to waive or not waive all or part of a reduction in the available award fee pool.
5. Key Personnel for this Contract

The Key Personnel that have been approved for this contract are identified below. Any changes to these personnel require prior DOE Contracting Officer’s written approval.

Name Position/Title

[TBD] Program Manager

[TBD] Business Manager

[TBD] [TBD]

The Contractor shall notify the Contracting Officer not less than thirty (30) calendar days prior to the diversion or substitution of key personnel and shall submit a written justification (including qualifications of proposed substitutions) to permit evaluation. The proposed changes will be approved in writing at the sole discretion of the Contracting Officer.

1. Contract Award Fee Reductions for Essential Personnel Commitments

Unless a written waiver is approved in advance, by the CO, should any essential personnel be removed, replaced, or diverted by the Contractor prior to fulfillment of the commitment letter received for that specific essential personnel, the total Available Award Fee Pool (sum of all individual CLIN award fee pools), may be reduced, for the fee period in which the change occurs, by $50,000 for each and every failure to fulfill commitment.

**H.10 INCORPORATION OF CONTRACTOR’S VALUE ADDED APPROACHES OR
 METHODOLOGIES AND CONTRACTOR’S RESOURCES AND COMMITMENTS**

* + 1. As part of its proposal, the Contractor offered certain approaches or methodologies that are of significant benefit to NETL. The following list of approaches or methodologies have been proposed by the Contractor and accepted by the Government:

[TBD]

* + 1. As part of its proposal, the Contractor offered certain resources and commitments at no cost to the Government to support mission-specific activities of significant benefit to NETL. The following list of resources and commitments have been proposed by the Contractor and accepted by the Government:

[TBD]

* + - 1. The Contractor shall provide to the Contracting Officer an annual report of accomplishments against the commitments specified above at the end of each Government fiscal year. The Contractor agrees that such reports may be made available to the public. The Contractor shall make available to DOE data that will validate the accomplishments of these commitments. A final report documenting and certifying the total commitments provided by the Contractor to NETL shall be submitted to NETL thirty (30) days prior to the end of the contract period. The annual reports and final report shall constitute deliverables under this contract.
			2. The costs associated with the Contractor’s efforts in achieving its commitment under this clause are not allowable as direct or indirect charges against this contract or any other government contract or agreement.
		1. In the event it is determined by NETL that the Contractor failed to achieve its commitment on an annual basis, NETL shall notify the Contractor in writing and the Fee Determination Official may elect to reduce the fee for the final fee period of that particular year. If the Government must acquire a committed Contractor resource at its own expense, the Contractor shall also be liable to the Government for the cost of the resource plus the Government’s cost of acquiring the resource.

**H.14 LIMITATION OF INDIRECT COST**

Notwithstanding any other clause(s) of this contract, the Government shall not reimburse the Contractor for any site specific on-site, off-site, and G&A indirect costs in excess of the indirect expense dollars derived for each of the Contractor’s fiscal years by the application of the following individual indirect cost ceiling rates to the appropriate base outlined below. The indirect cost ceiling rates are based on a [TBD - *percentage of overall rate or percentage of growth for individual or groups of cost elements*] basis. All indirect costs in excess of said limit(s) shall be borne by the Contractor.

A) Percentage of Overall Rate

|  |  |
| --- | --- |
| Entity[TBD] | Indirect Cost Ceiling Rate(s) per Contractor’s Fiscal Year (1) (Years 1-5) |
| Indirect Cost | Base of Application | FY[TBD] | FY[TBD] | FY[TBD] | FY[TBD] | FY[TBD] |
| NETL Site Specific On-Site Overhead | $[TBD] | [TBD]% | [TBD]% | [TBD]% | [TBD]% | [TBD]% |
| Off-Site Overhead (Contractor’s site) | $[TBD] | [TBD]% | [TBD]% | [TBD]% | [TBD]% | [TBD]% |
| G&A | $[TBD] | [TBD]% | [TBD]% | [TBD]% | [TBD]% | [TBD]% |

|  |  |
| --- | --- |
| Entity[TBD] | Indirect Cost Ceiling Rate(s) per Contractor’s Fiscal Year (1) (Years 6-10) |
| Indirect Cost | Base of Application | FY[TBD] | FY[TBD] | FY[TBD] | FY[TBD] | FY[TBD] |
| NETL Site Specific On-Site Overhead | $[TBD] | [TBD]% | [TBD]% | [TBD]% | [TBD]% | [TBD]% |
| Off-Site Overhead (Contractor’s site) | $[TBD] | [TBD]% | [TBD]% | [TBD]% | [TBD]% | [TBD]% |
| G&A | $[TBD] | [TBD]% | [TBD]% | [TBD]% | [TBD]% | [TBD]% |

*(1) For Contractor’s FY beginning [TBD] and ending [TBD].*

Or

B) Percentage of Growth for Individual or Group of Cost Elements

|  |  |  |
| --- | --- | --- |
|  | Entity[TBD] | Indirect Cost Ceiling Rate(s) per Contractor’s Fiscal Year (1) (Years 1-5) |
| Indirect Cost | Cost Element | FY[TBD ] | FY[TBD] | FY[TBD] | FY[TBD] | FY[TBD] |
| NETL Site Specific On-Site Overhead |  [TBD] | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed |
| Off-Site Overhead (Contractor’s site) |  [TBD] | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed |
| G&A |  [TBD] | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed |

|  |  |  |
| --- | --- | --- |
|  | Entity[TBD] | Indirect Cost Ceiling Rate(s) per Contractor’s Fiscal Year (1) (Years 6-10) |
| Indirect Cost | Cost Element | FY[TBD ] | FY[TBD] | FY[TBD] | FY[TBD] | FY[TBD] |
| NETL Site Specific On-Site Overhead |  [TBD] | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed |
| Off-Site Overhead (Contractor’s site) |  [TBD] | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed |
| G&A |  [TBD] | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed | [TBD]% of growth allowed |

*(1) For Contractor’s FY beginning [TBD] and ending [TBD].*

The indirect cost limitations set forth above include provisions for all known increases that will take place during the term of this contract resulting from statute, court decisions and/or written ruling or regulation by the Internal Revenue Service (IRS) or any other taxing authority. However, in the event that during the term of this contract, any other statute, court decision and/or written ruling or regulation affects the Contractor’s indirect costs, the indirect cost limitations will be adjusted to the extent the Contracting Officer determines the increase or decrease, if any, said statute, court decision and/or ruling or regulation impacts the Contractor’s indirect costs.

This clause shall be flowed down to all subcontracts issued under a cost reimbursement basis. The indirect rate ceilings contained in this clause shall be negotiated prior to the placement of any cost-reimbursement subcontracts not previously authorized in Part I, Section, H, “Prior Approval Requirements for Placement of Subcontracts and/or Consultants.” The prime Contractor is responsible for negotiating the indirect rate ceilings and ensuring a copy is contained in the subcontract approval package submitted to the Government. However, if the subcontractor is concerned with the prime Contractor having access to company proprietary information, with permission from the prime Contractor, the required information can be submitted directly to the Government for negotiation. In this instance, the prime Contractor will forward an e-mail to the Contract Specialist stating their intention/agreement for the Government to negotiate the indirect rate ceilings. Upon completion, the Government will maintain the agreed upon rate ceilings and provide the prime Contractor with a written notification that negotiations with the subcontractor have been completed.

**J.8 ATTACHMENT D - POSITION QUALIFICATIONS**

**POSITION QUALIFICATIONS**

NOTE: If accepted, the labor category and minimum position qualifications proposed will be incorporated into (and/or replace) the Attachment D of the RFP.

|  |  |  |
| --- | --- | --- |
|  | **Brief Job Description** | **Minimum Qualification** |
|  |  |  |
| Business Manager | (TBD) | Bachelor’s degree. At least five (5) years of management responsibility for an administrative staff of at least twenty (20) personnel with responsibility for providing administrative support and services to a technical or research organization (i.e., professionals, engineers, scientists, technicians, craftsmen, etc.) with at least 75 employees. (TBD, must meet RFP minimum) |
|  |  |  |
| Engineer 1 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, safety, software), or related scientific/engineering field. (TBD, must meet RFP minimum) |
| Engineer 2 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, petroleum, safety, software), or related scientific/engineering field. At least three (3) years of job-related experience. (TBD, must meet RFP minimum) |
| Engineer 3 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, petroleum, safety, software), or related scientific/engineering field. At least five (5) years of job-related experience, or a Master’s degree. (TBD, must meet RFP minimum) |
| Engineer 4 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, petroleum, safety, software), or related scientific/engineering field. At least eight (8) years of job-related experience, or a Master’s degree and three (3) years of job-related experience, or a Ph.D. A Professional Engineer’s license may substitute for two (2) years of experience. (TBD, must meet RFP minimum) |
| Engineer 5 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, petroleum, safety, software), or related scientific/engineering field. At least eleven (11) years of job-related experience, or a Master’s degree and 6 years of job-related experience, or a Ph.D. and three (3) years of job-related experience. A Professional Engineer’s license may substitute for two (2) years of experience. (TBD, must meet RFP minimum) |
| Engineer 6 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, petroleum, safety, software), or related scientific/engineering field. At least fifteen (15)years of job-related experience, or a Master’s degree and ten (10) years of job-related experience, or a Ph.D. and seven (7) years of job-related experience. A Professional Engineer’s license may substitute for two (2) years of experience. (TBD, must meet RFP minimum) |
| Engineer 7 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, petroleum, safety, software), or related scientific/engineering field. At least twenty (20) years of job-related experience, or a Masters Degree and fifteen (15) years of job-related experience, or a Ph.D. and 12 years of job-related experience. A Professional Engineer’s license may substitute for 2 years of experience. (TBD, must meet RFP minimum) |
| Engineer 8 | (TBD) | Bachelor’s degree in engineering (e.g., chemical, civil, electrical, environmental, industrial, mechanical, petroleum, safety, software), or related scientific/engineering field. At least twenty-five (25) years of job-related experience, or a Masters Degree and twenty (20) years of job-related experience, or a Ph.D. and seventeen (17) years of job-related experience. A Professional Engineer’s license may substitute for two (2) years of experience. (TBD, must meet RFP minimum) |
|  |  |  |
| Engineering Technician 1 | (TBD) | High school diploma or GED. (TBD, must meet RFP minimum) |
| Engineering Technician 2 | (TBD) | Vocational/technical training beyond high school and at least three (3) years of job-related experience or equivalent. (TBD, must meet RFP minimum) |
| Engineering Technician 3 | (TBD) | Vocational/technical training beyond high school and at least five (5) years of job-related experience or equivalent. (TBD, must meet RFP minimum) |
| Engineering Technician 4 | (TBD) | Vocational/technical training beyond high school and at least seven (7) years of job-related experience or equivalent. (TBD, must meet RFP minimum) |
| Engineering Technician 5 | (TBD) | Vocational/technical training beyond high school and at least ten (10) years of job-related experience or equivalent. (TBD, must meet RFP minimum) |
|  |  |  |
| Engineering Specialist 1 | (TBD) | (1) Vocational/technical school diploma or associate’s degree or (2) at least two (2) years of job related experience. (TBD, must meet RFP minimum) |
| Engineering Specialist 2 | (TBD) | (1)Vocational/technical school diploma or associate’s degree with at least four (4) years of job related experience or (2) at least eight (8) years of job related experience. (TBD, must meet RFP minimum) |
| Engineering Specialist 3 | (TBD) | (1) Vocational/technical school diploma or associate’s degree with at least eight (8) years of job related experience or (2) at least twelve (12) years of job related experience. (TBD, must meet RFP minimum) |
| Engineering Specialist 4 | (TBD) | (1) Vocational/technical school diploma or associate’s degree with at least twelve (12) years of job related experience or (3) at least sixteen (16) years of job related experience. (TBD, must meet RFP minimum) |
|  |  |  |
| Financial Budget Analyst | (TBD) | Bachelor’s degree in Business Administration or a related field and seven (7) years of job related experience or equivalent. (TBD, must meet RFP minimum) |
| General Clerk 1 | (TBD) | (TBD) |
| General Clerk 2 | (TBD) | (TBD) |
| General Clerk 3 | (TBD) | (TBD) |
| General Clerk 4 | (TBD) | (TBD) |
|  |  |  |
| Program/Project Administrator | (TBD) | (TBD) |
| Program Manager | (TBD) | Advanced degree in a scientific, engineering, or business field with more than twenty (20) years of related work experience in the management, operation, or administration of multi-million dollar research, development, demonstration, or commercial programs, projects, and facilities; more than ten (10) years of consecutive experience in managing diverse and integrated work forces (e.g. professions, engineers, scientists, technicians, craftsmen, etc.) (TBD, must meet RFP minimum) |
| Program Management Support Specialist III | (TBD) | (TBD) |
|  |  |  |
| Scientist 1 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics). (TBD, must meet RFP minimum) |
| Scientist 2 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics) and 3 years of job-related experience. (TBD, must meet RFP minimum) |
| Scientist 3 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics) and 5 years of job-related experience or a Master’s degree. (TBD, must meet RFP minimum) |
| Scientist 4 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics) and 8 years of job-related experience, or a Master’s degree and 3 years of job-related experience, or a Ph.D. (TBD, must meet RFP minimum) |
| Scientist 5 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics) or related science field and 11 years of job-related experience, or a Master’s degree and 6 years of job-related experience, or a Ph.D. and 3 years of job-related experience. (TBD, must meet RFP minimum) |
| Scientist 6 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics) and 15 years of job-related experience, or a Master’s degree and 10 years of job-related experience, or Ph.D. and 7 years of job-related experience. (TBD, must meet RFP minimum) |
| Scientist 7 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics) and 20 years of job-related experience, or a Master’s degree and 15 years of job-related experience, or Ph.D. and 12 years of job-related experience. (TBD, must meet RFP minimum) |
| Scientist 8 | (TBD) | Bachelor’s degree in a science or science-related field (e.g., biology, chemistry, economics, geology, mathematics, physics) and 25 years of job-related experience, or a Master’s degree and 20 years of job-related experience, or Ph.D. and 17 years of job-related experience. (TBD, must meet RFP minimum) |
|  |  |  |
| Secretary 3 | (TBD) | (TBD) |
| Secretary 4 | (TBD) | (TBD) |
| Secretary 5 | (TBD) | (TBD) |
| (TBD) | (TBD | (TBD) |
| Add rows as needed to propose minimum qualifications for every position proposed. |

**K.1 52.204-8 ANNUAL REPRESENTATIONS AND CERTIFICATIONS (JAN 2017)**

(a)(1) The North American Industry Classification System (NAICS) code for this acquisition is 541712.

(2) The small business size standard is 500 employees.

(3) The small business size standard for a concern which submits an offer in its own name, other than on a construction or service contract, but which proposes to furnish a product which it did not itself manufacture, is 500 employees.

(b)(1) If the provision at [52.204-7](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1137850), System for Award Management, is included in this solicitation, paragraph (d) of this provision applies.

(2) If the provision at [52.204-7](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1137850) is not included in this solicitation, and the offeror is currently registered in the System for Award Management (SAM), and has completed the Representations and Certifications section of SAM electronically, the offeror may choose to use paragraph (d) of this provision instead of completing the corresponding individual representations and certifications in the solicitation. The offeror shall indicate which option applies by checking one of the following boxes:

□ (i) Paragraph (d) applies.

□ (ii) Paragraph (d) does not apply and the offeror has completed the individual representations and certifications in the solicitation.

(c)(1) The following representations or certifications in SAM are applicable to this solicitation as indicated:

(i) [52.203-2](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1137583), Certificate of Independent Price Determination. This provision applies to solicitations when a firm-fixed-price contract or fixed-price contract with economic price adjustment is contemplated, unless—

(A) The acquisition is to be made under the simplified acquisition procedures in [Part 13](https://www.acquisition.gov/sites/default/files/current/far/html/FARTOCP13.html#wp271421);

(B) The solicitation is a request for Technical and Management Proposals under two-step sealed bidding procedures; or

(C) The solicitation is for utility services for which rates are set by law or regulation.

(ii) [52.203-11](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1137684), Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions. This provision applies to solicitations expected to exceed $150,000.

(iii) [52.203-18](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1150648), Prohibition on Contracting with Entities that Require Certain Internal Confidentiality Agreements or Statements-Representation. This provision applies to all solicitations.

(iv) [52.204-3](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1137777), Taxpayer Identification. This provision applies to solicitations that do not include the provision at [52.204-7](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1137850), System for Award Management.

(v) [52.204-5](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1149919), Women-Owned Business (Other Than Small Business). This provision applies to solicitations that—

(A) Are not set aside for small business concerns;

(B) Exceed the simplified acquisition threshold; and

(C) Are for contracts that will be performed in the United States or its outlying areas.

(vi) [52.209-2](https://www.acquisition.gov/sites/default/files/current/far/html/52_207_211.html#wp1144766), Prohibition on Contracting with Inverted Domestic Corporations—Representation.

(vii) [52.209-5](https://www.acquisition.gov/sites/default/files/current/far/html/52_207_211.html#wp1144909), Certification Regarding Responsibility Matters. This provision applies to solicitations where the contract value is expected to exceed the simplified acquisition threshold.

(viii) [52.209-11](https://www.acquisition.gov/sites/default/files/current/far/html/52_207_211.html#wp1146404), Representation by Corporations Regarding Delinquent Tax Liability or a Felony Conviction under any Federal Law. This provision applies to all solicitations.

(ix) [52.214-14](https://www.acquisition.gov/sites/default/files/current/far/html/52_214.html#wp1129381), Place of Performance—Sealed Bidding. This provision applies to invitations for bids except those in which the place of performance is specified by the Government.

(x) [52.215-6](https://www.acquisition.gov/sites/default/files/current/far/html/52_215.html#wp1144523), Place of Performance. This provision applies to solicitations unless the place of performance is specified by the Government.

(xi) [52.219-1](https://www.acquisition.gov/sites/default/files/current/far/html/52_217_221.html#wp1135900), Small Business Program Representations (Basic & Alternate I). This provision applies to solicitations when the contract will be performed in the United States or its outlying areas.

(A) The basic provision applies when the solicitations are issued by other than DoD, NASA, and the Coast Guard.

(B) The provision with its Alternate I applies to solicitations issued by DoD, NASA, or the Coast Guard.

(xii) [52.219-2](https://www.acquisition.gov/sites/default/files/current/far/html/52_217_221.html#wp1135943), Equal Low Bids. This provision applies to solicitations when contracting by sealed bidding and the contract will be performed in the United States or its outlying areas.

(xiii) [52.222-22](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1147663), Previous Contracts and Compliance Reports. This provision applies to solicitations that include the clause at [52.222-26](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1147711), Equal Opportunity.

(xiv) [52.222-25](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1147704), Affirmative Action Compliance.This provision applies to solicitations, other than those for construction, when the solicitation includes the clause at [52.222-26](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1147711), Equal Opportunity.

(xv) [52.222-38](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1148142), Compliance with Veterans’ Employment Reporting Requirements. This provision applies to solicitations when it is anticipated the contract award will exceed the simplified acquisition threshold and the contract is not for acquisition of commercial items.

(xvi) [52.222-57](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1168958), Representation Regarding Compliance with Labor Laws (Executive Order 13673). This provision applies to solicitations expected to exceed $50 million which are issued from October 25, 2016 through April 24, 2017, and solicitations expected to exceed $500,000, which are issued after April 24, 2017.

**Note to paragraph (c)(1)(xvi)**: By a court order issued on October 24, 2016, 52.222-57 is enjoined indefinitely as of the date of the order. The enjoined paragraph will become effective immediately if the court terminates the injunction. At that time, GSA, DoD and NASA will publish a document in the Federal Register advising the public of the termination of the injunction.

(xvii) [52.223-1](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1168785), Biobased Product Certification. This provision applies to solicitations that require the delivery or specify the use of USDA–designated items; or include the clause at [52.223-2](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1168786), Affirmative Procurement of Biobased Products Under Service and Construction Contracts.

(xviii) [52.223-4](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1168826), Recovered Material Certification. This provision applies to solicitations that are for, or specify the use of, EPA–designated items.

(xix) [52.223-22](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1197892), Public Disclosure of Greenhouse Gas Emissions and Reduction Goals–Representation. This provision applies to solicitation that include the clause at [52.204-7](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1137850).

(xx) [52.225-2](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1169013), Buy American Certificate. This provision applies to solicitations containing the clause at [52.225-1](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1192900).

(xxi) [52.225-4](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1169071), Buy American—Free Trade Agreements—Israeli Trade Act Certificate. (Basic, Alternates I, II, and III.) This provision applies to solicitations containing the clause at [52.225-3](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1169038).

(A) If the acquisition value is less than $25,000, the basic provision applies.

(B) If the acquisition value is $25,000 or more but is less than $50,000, the provision with its Alternate I applies.

(C) If the acquisition value is $50,000 or more but is less than $77,533, the provision with its Alternate II applies.

(D) If the acquisition value is $77,533 or more but is less than $100,000, the provision with its Alternate III applies.

(xxii) [52.225-6](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1169193), Trade Agreements Certificate. This provision applies to solicitations containing the clause at [52.225-5](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1169151).

(xxiii) [52.225-20](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1181379), Prohibition on Conducting Restricted Business Operations in Sudan—Certification. This provision applies to all solicitations.

(xxiv) [52.225-25](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1188714), Prohibition on Contracting with Entities Engaging in Certain Activities or Transactions Relating to Iran-Representation and Certifications. This provision applies to all solicitations.

(xxv) [52.226-2](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1169667), Historically Black College or University and Minority Institution Representation. This provision applies to solicitations for research, studies, supplies, or services of the type normally acquired from higher educational institutions.

(2) The following representations or certifications are applicable as indicated by the Contracting Officer:

[Contracting Officer check as appropriate.]

\_\_ (i) [52.204-17](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1152369), Ownership or Control of Offeror.

\_\_ (ii) [52.204-20](https://www.acquisition.gov/sites/default/files/current/far/html/52_200_206.html#wp1152940), Predecessor of Offeror.

\_\_ (iii) [52.222-18](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1160855), Certification Regarding Knowledge of Child Labor for Listed End Products.

\_\_ (iv) [52.222-48](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1152427), Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment- Certification.

\_\_ (v) [52.222-52](https://www.acquisition.gov/sites/default/files/current/far/html/52_222.html#wp1162560), Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services-Certification.

\_\_ (vi) [52.223-9](https://www.acquisition.gov/sites/default/files/current/far/html/52_223_226.html#wp1168892), with its Alternate I, Estimate of Percentage of Recovered Material Content for EPA–Designated Products (Alternate I only).

\_\_ (vii) [52.227-6](https://www.acquisition.gov/sites/default/files/current/far/html/52_227.html#wp1139116), Royalty Information.

\_\_ (A) Basic.

\_\_(B) Alternate I.

\_\_ (viii) [52.227-15](https://www.acquisition.gov/sites/default/files/current/far/html/52_227.html#wp1145584), Representation of Limited Rights Data and Restricted Computer Software.

(d) The offeror has completed the annual representations and certifications electronically via the SAM website accessed through [https://www.acquisition.gov](https://www.acquisition.gov/). After reviewing the SAM database information, the offeror verifies by submission of the offer that the representations and certifications currently posted electronically that apply to this solicitation as indicated in paragraph (c) of this provision have been entered or updated within the last 12 months, are current, accurate, complete, and applicable to this solicitation (including the business size standard applicable to the NAICS code referenced for this solicitation), as of the date of this offer and are incorporated in this offer by reference (see FAR [4.1201](https://www.acquisition.gov/sites/default/files/current/far/html/Subpart%204_12.html#wp1073667)); except for the changes identified below [offeror to insert changes, identifying change by clause number, title, date]. These amended representation(s) and/or certification(s) are also incorporated in this offer and are current, accurate, and complete as of the date of this offer.

|  |
| --- |
| FAR Clause # Title Date Change |
| \_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_\_\_ |

Any changes provided by the offeror are applicable to this solicitation only, and do not result in an update to the representations and certifications posted on SAM.

**K.2 52.230-1 COST ACCOUNTING STANDARDS NOTICES AND CERTIFICATION. (OCT 2015)**

Note: This notice does not apply to small businesses or foreign governments. This notice is in three parts, identified by Roman numerals I through III.

Offerors shall examine each part and provide the requested information in order to determine Cost Accounting Standards (CAS) requirements applicable to any resultant contract.

If the offeror is an educational institution, Part II does not apply unless the contemplated contract will be subject to full or modified CAS coverage pursuant to 48 CFR 9903.201-2(c)(5) or 9903.201-2(c)(6), respectively.

I. Disclosure Statement—Cost Accounting Practices and Certification

(a) Any contract in excess of $750,000 resulting from this solicitation will be subject to the requirements of the Cost Accounting Standards Board (48 CFR Chapter 99), except for those contracts which are exempt as specified in 48 CFR 9903.201-1.

(b) Any offeror submitting a proposal which, if accepted, will result in a contract subject to the requirements of 48 CFR Chapter 99 must, as a condition of contracting, submit a Disclosure Statement as required by 48 CFR 9903.202. When required, the Disclosure Statement must be submitted as a part of the offeror’s proposal under this solicitation unless the offeror has already submitted a Disclosure Statement disclosing the practices used in connection with the pricing of this proposal. If an applicable Disclosure Statement has already been submitted, the offeror may satisfy the requirement for submission by providing the information requested in paragraph (c) of Part I of this provision.

Caution: In the absence of specific regulations or agreement, a practice disclosed in a Disclosure Statement shall not, by virtue of such disclosure, be deemed to be a proper, approved, or agreed-to practice for pricing proposals or accumulating and reporting contract performance cost data.

(c) Check the appropriate box below:

[  ] (1) *Certificate of Concurrent Submission of Disclosure Statement*. The offeror hereby certifies that, as a part of the offer, copies of the Disclosure Statement have been submitted as follows:

(i) Original and one copy to the cognizant Administrative Contracting Officer (ACO) or cognizant Federal agency official authorized to act in that capacity (Federal official), as applicable; and

(ii) One copy to the cognizant Federal auditor.

(Disclosure must be on Form No. CASB DS-1 or CASB DS-2, as applicable. Forms may be obtained from the cognizant ACO or Federal official and/or from the loose-leaf version of the Federal Acquisition Regulation.)

Date of Disclosure Statement: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
Name and Address of Cognizant ACO or Federal Official Where Filed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The offeror further certifies that the practices used in estimating costs in pricing this proposal are consistent with the cost accounting practices disclosed in the Disclosure Statement.

[  ] (2) *Certificate of Previously Submitted Disclosure Statement*. The offeror hereby certifies that the required Disclosure Statement was filed as follows:

Date of Disclosure Statement: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
Name and Address of Cognizant ACO or Federal Official Where Filed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The offeror further certifies that the practices used in estimating costs in pricing this proposal are consistent with the cost accounting practices disclosed in the applicable Disclosure Statement.

[  ] (3) *Certificate of Monetary Exemption*. The offeror hereby certifies that the offeror, together with all divisions, subsidiaries, and affiliates under common control, did not receive net awards of negotiated prime contracts and subcontracts subject to CAS totaling $50 million or more in the cost accounting period immediately preceding the period in which this proposal was submitted. The offeror further certifies that if such status changes before an award resulting from this proposal, the offeror will advise the Contracting Officer immediately.

[  ] (4) *Certificate of Interim Exemption*. The offeror hereby certifies that (i) the offeror first exceeded the monetary exemption for disclosure, as defined in (3) of this subsection, in the cost accounting period immediately preceding the period in which this offer was submitted and (ii) in accordance with 48 CFR 9903.202-1, the offeror is not yet required to submit a Disclosure Statement. The offeror further certifies that if an award resulting from this proposal has not been made within 90 days after the end of that period, the offeror will immediately submit a revised certificate to the Contracting Officer, in the form specified under paragraph (c)(1) or (c)(2) of Part I of this provision, as appropriate, to verify submission of a completed Disclosure Statement.

Caution: Offerors currently required to disclose because they were awarded a CAS-covered prime contract or subcontract of $50 million or more in the current cost accounting period may not claim this exemption (4). Further, the exemption applies only in connection with proposals submitted before expiration of the 90-day period following the cost accounting period in which the monetary exemption was exceeded.

II. Cost Accounting Standards—Eligibility for Modified Contract Coverage

If the offeror is eligible to use the modified provisions of 48 CFR 9903.201-2(b) and elects to do so, the offeror shall indicate by checking the box below. Checking the box below shall mean that the resultant contract is subject to the Disclosure and Consistency of Cost Accounting Practices clause in lieu of the Cost Accounting Standards clause.

o  The offeror hereby claims an exemption from the Cost Accounting Standards clause under the provisions of 48 CFR 9903.201-2(b) and certifies that the offeror is eligible for use of the Disclosure and Consistency of Cost Accounting Practices clause because during the cost accounting period immediately preceding the period in which this proposal was submitted, the offeror received less than $50 million in awards of CAS-covered prime contracts and subcontracts. The offeror further certifies that if such status changes before an award resulting from this proposal, the offeror will advise the Contracting Officer immediately.

Caution: An offeror may not claim the above eligibility for modified contract coverage if this proposal is expected to result in the award of a CAS-covered contract of $50 million or more or if, during its current cost accounting period, the offeror has been awarded a single CAS-covered prime contract or subcontract of $50 million or more.

III. Additional Cost Accounting Standards Applicable to Existing Contracts

The offeror shall indicate below whether award of the contemplated contract would, in accordance with paragraph (a)(3) of the Cost Accounting Standards clause, require a change in established cost accounting practices affecting existing contracts and subcontracts.

|  |  |
| --- | --- |
| o  Yes  | o  No  |