



MM Solutions

FEDERAL AND DEFENSE ACQUISITION REGULATION SUPPLEMENTAL TERMS AND CONDITIONS

In the event the Order is issued for material and/or work required by Buyer for the performance of a contract with a department or agency of the United States government including, without limitation, the Department of Defense (DoD) or a subcontract of any tier under such United States government (including any DoD) contract as noted on the face of the Order, the following supplemental terms and conditions shall be applicable. These Supplemental Terms and Conditions are in addition to and not in derogation of the Terms and Conditions of Purchase, and any "other" terms and conditions of the Order; however, in the event that any Supplemental Term or Condition is determined to be inconsistent with any printed Term or Condition of Purchase, the Supplemental Term or Condition shall govern.

1. **APPROVAL OF SUBCONTRACTS.** Unless Buyer otherwise advises Seller in writing, all subcontracts for completed or substantially completed articles, spare parts, tools or work covered by the Order must have prior approval by the Buyer and also, if required by the U. S. Government, by the Government Contracting Officer.
2. **SUBCONTRACT SURVEILLANCE.** Subject to all applicable military security regulations, authorized representatives of Buyer and/or its customer (with the concurrence of Buyer), shall have access to the Subcontractor's facilities in order to review progress, discuss problems/failures and witness testing pertaining to the requirements of the Order. The subcontractor shall provide adequate information on subcontract performance in response to reasonable requests by Buyer and/or its customer.
3. **GOVERNMENT VISITS.** The U. S. Government and/or its designated representative(s) shall be permitted to visit Seller with respect to the Order only after arrangements have been made with the Buyer's Subcontract Administrator or Buyer.
4. **DISPUTES.** If a decision on a question of fact is issued by the Contracting Officer under the Prime Contract "Disputes" clause and the decision relates to this Order, said decision, if binding upon the Buyer under the Prime Contract, shall be binding upon Buyer and Seller with respect to this Order.
5. **INDEMNIFICATION FOR DEFECTIVE COST OR PRICING DATA.** Seller agrees to indemnify and hold Buyer harmless from any amount Buyer may be obliged to reimburse the United States Government or other customer and from any other liability, loss or cost, including without limitation, attorneys' fees, incurred by Buyer by reason of Seller's or Seller's subcontractors' failure to comply with any provision incorporated into the Order relating to providing Buyer or the United States Government cost or pricing data. Seller further agrees to indemnify Buyer for any loss or cost, including, without limitation, attorney's fees, incurred by Buyer in attempting to justify Seller's or its subcontractor's data. Notwithstanding the foregoing, Buyer shall have no obligation to justify the data submitted by Seller provided it gives Seller an opportunity to justify such data directly with Buyer's customer.
6. **COMMERCIAL ITEM** and "commercially off-the-shelf item" have the meanings contained in the Federal Acquisition Regulation 2.101, Definitions.
7. **SUBCONTRACT** includes a transfer of commercial items between divisions, subsidiaries, or affiliates of the Contractor or Subcontractor at any tier.
8. **FAR/DFARS CLAUSES.** The following Federal Acquisition Regulation ("FAR") clauses and Defense Federal Acquisition Regulation Supplement ("DFARS") clauses as amended by applicable Federal and Defense Acquisition Circulars in effect as of the date of the Prime Contract are incorporated herein by reference, with the same force and effect as if they were given in full text. Whenever necessary to make such clauses applicable, the term "Contractor" shall mean "Seller", the term "Contract" shall mean "Order", the term "Government" and equivalent shall include the words "Buyer/Supplier Manager" and the term "Contracting Officer" and equivalent shall include the words "Buyer/Supplier Manager". All terms and conditions are subject to FAR 52.202-1, Definitions. In the event that the applicable Prime Contract requires an older version of the applicable FAR or DFARS clause to apply, such older version shall apply to the applicable Order.

A. THE FOLLOWING FAR CLAUSES APPLY TO THIS ORDER

- 52.202-1 Definitions (Nov 2013)
- 52.203-13 Contractor Code of Business Ethics and Conduct (Oct 2015)
- 52.203-15 Whistleblower Protections Under the American Recovery and Reinvestment

- 52.203-18 Prohibition on Contracting with Entities that Require Internal Confidentiality Agreements or Statements-Representations
- 52.203-19 Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements (Jan 2017)
- 52.204-2 Security Requirements (Mar 2021)
- 52.204-4 Printed or Copied Double-Sided on Post consumer Fiber Content Paper (May 2011)
- 52.204-7 System for Award Management (Oct 2016)
- 52.204-8 Annual Representation and Certification (Jan 2017)
- 52.204-9 Personal Identity Verification of Contractor Personnel (Jan 2011)
- 52.204-13 System for Award Management Maintenance (Oct 2018)
- 52.204-14 Service Contract Reporting Requirements
- 52.204-15 Service Contract Reporting requirements for indefinite- Delivery Contracts
- 52.204-18 Commercial and Government Entity Code Maintenance (Jul 2016)
- 52.204-19 Incorporation by Reference of Representations and Certifications (Dec 2014)
- 52.204-21 Basic Safeguarding of Covered Contractor Information Systems (Nov 2021)
- 52.204-23 Prohibition on Contracting for Hardware, Software, and Services developed or provided by Kaspersky Lab and other covered entities (Nov 2021)
- 52.204-24 Representations Regarding Certain Telecommunications and Video Surveillance Services or Equipment
- 52.204-25 Prohibition on Contracting for Certain Telecommunications and Video surveillance services or Equipment (Aug 2019)
- 52.204-26 Covered Telecommunications Equipment or Services- Representation
- 52.208-8 Required Sources for Helium and Helium Usage Data (Aug 2018)
- 52.209-5 Certification a Regarding Responsibility Matters (Oct 2015)
- 52.209-9 Updates of Publicly Available Information Regarding Responsibility Matters
- 52.209-10 Prohibition on Contracting with Inverted Domestic Corporations (Nov 2015)
- 52.210-1 Market Research
- 52.211-5 Material Requirements (Aug 2000)
- 52.211-15 Defense Priority and Allocation Requirements (Aug 2008)
- 52.211-17 Delivery of Excess Quantities (Sep 1989)
- 52.212-2 Evaluation- Commercial Items (Oct 2014)
- 52.212-5 Contract Term and Conditions required to Implement Statutes or Executive Orders – Commercial Items (Jan 2017)
- 52.213-4 Terms and Conditions – Simplified Acquisitions (Other than Commercial Items) (Jun 2020)
- 52.215-8 Order of Precedence - Uniform Contract Format (Oct 1997)
- 52.215-10 Price Reduction for Defective Cost or Pricing Data (Aug 2011)
- 52.215-11 Price Reduction for Defective Certified Cost or Pricing Data – Modifications (Aug 2011)
- 52.215-12 Subcontractor Certified Cost or Pricing Data (Oct 2010)
- 52.215-13 Subcontractor Certified Cost or Pricing Data- Modifications (Oct 2010)
- 52.215-15 Pension Adjustments and Asset Reversions (Oct 2010)
- 52.215-16 Facilities Capital Cost of Money
- 52.215-17 Waiver of Facilities Capital Cost of Money
- 52.215-20 Requirements for Certified Cost or Pricing Data and Data Other than Certified Cost or Pricing Data (Oct 2010)
- 52.215-21 Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data Modifications
- 52.215-23 Limitations on Pass-Through Charges
- 52.216-16 Incentive Price Revision – Firm Target
- 52.216-17 Incentive Price Revision – Successive Targets
- 52-219-4 Notice of Price Evaluation Preference for HUBZone Small Business Concerns (Oct 2014)
- 52.219-6 Notice of Total Small Business Set-Aside
- 52.219-8 Utilization of Small Business Concerns (Oct 2018)
- 52.219-14 Limitations on Subcontracting Plan (Sep 2021)
- 52.219-28 Post-Award Small Business Program Representation (May 2020)
- 52.222-1 Notice to the Government of Labor Disputes (Feb 1997)
- 52.222-3 Convict Labor (Jun 2003)
- 52.222-4 Contract Work Hours and Safety Standards Act –(Mar 2018)
- Overtime Compensation (May 2014)

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52.222-19	Child Labor – Cooperation with Authorities and Remedies (Jan 2020)	52.234-1	Industrial Resources Developed under Defense Production Act Title III (Sep 2016)
52.222-21	Prohibition of Segregated Facilities (Apr 2015)	52.236-13	Accident Prevention (Nov 1991)
52.222-22	Previous Contracts and Compliance Reports (Feb 1999)	52.237-2	Protection of Government Buildings Equipment and Vegetation
52.222-24	Pre-Award on-site Equal Opportunity Compliance Evaluation	52.239-1	Privacy or Security Safeguards
52.222-25	Affirmative Action Compliance (Apr 1984)	52.242-13	Bankruptcy (Jul 1995)
52.222-26	Equal Opportunity (Sep 2016)	52.242-15	Stop-Work Order (Aug 1998)
52.222-38	Compliance with Veterans' Employment Reporting Requirements	52.242-17	Government Delay of Work (Apr 1984)
52.222-50	Combating Trafficking in Persons (Nov 2021)	52.243-1	Changes – Fixed Price (Aug 1987)
52.222-51	Exemption from Application of the Service Contract Act to Contracts for Maintenance, Calibration, or Repair for Certain Equipment	52.243-6	Change Order Accounting
52.222-53	Exemption from Application of the Service Contract Act to Contracts for Certain Services	52.244-5	Competition in Subcontracting
52.222-55	Minimum Wages Under Executive Order 13658	52.244-6	Subcontracts for Commercial Items (Jun 2022)
52.222-56	Certification Regarding Trafficking in Persons Compliance Plan	52.245-1	Government Property (Sep 2021)
52.222-62	Paid Sick Leave Under Executive Order 13706 (Jan 2017)	52.245-2	Government Property Installation Operation Services Responsibility for Supplies (Apr 1984)
52.223-3	Hazardous Material Identification and Material Safety Data (Feb 2021)	52.245-7	Government Property (Jan 2017)
52.223-5	Pollution Prevention and Right-to-know Information (May 2011)	52.245-9	Use and Charges (Apr 2012)
52.223-6	Drug-free Workplace (May 2001)	52.246-2	Inspection of Supplies (Fixed Price)
52.223-7	Notice of Radioactive Materials (Jan 1997)	52.246-4	Inspection of Services (Fixed Price)
52.223-11	Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons (Jun 2016)	52.246-11	Higher-Level Contract Quality Requirement (Dec 2014)
52.223-12	Maintenance, Service, Repair, or Disposal of Refrigeration Equipment and Air Conditioners (Jun 2016)	52.247-29	F.O.B. Origin (Feb 2006)
52.223-15	Energy Efficiency in Energy-Consuming Products (May 2020)	52.247-34	F.O.B. Destination (Nov 1991)
52.223-21	Foams (Jun 2016)	52.247-63	Preference for US Flag Air Carriers (Jun 2003)
52.223-30	Aerosols (Jun 2016)	52.247-64	Preference for Privately Owned US Flag Commercial Vessels (Nov 2021)
52.224-1	Privacy Act Notification (Apr 1984)	52.247-68	Report of Shipment (Reship) (Feb 2006)
52.224-2	Privacy Act (Apr 1984)	52.249-2	Termination for Convenience of the Government (Fixed Price) (Apr 2012)
52.225-1	Buy American Supplies (Nov 2021)	52.249-5	Termination for Convenience of the Government (Educational and Other Non Profit Institutions) (Sep 1996)
52.225-2	Buy American Certificate (May 2014)	52.249-8	Default (Fixed-Price Supply and Service) (Apr 1984)
52.225-3	Buy American Act – Free Trade Agreements – Israel Trade Act (Nov 2021)	52.251-1	Government Supply Sources
52.225-5	Trade Agreements (Oct 2019)	52.252-2	Clauses Incorporated by Reference (Feb 1998)
52.225-8	Duty Free Entry (Oct 2010)	52.252-6	Authorized Deviations in Clauses (Apr 1984)
52.225-13	Restrictions on Certain Foreign Purchases (Feb 2021)	52.253-1	Computer Generated Forms (Jan 1991)
52.225-19	Contractor Personnel in a Designated Operational Area or Supporting a Diplomatic or Consular Mission Outside the United States	252.203-7000	Requirements Relating to Compensation
52.225-26	Contractors Performing Private Security Functions Outside the US	252.203-7002	Requirements to Inform Employees of Whistleblower Rights (Sep 2013)
52.226-6	Promoting Excess Food Donation to Nonprofit Organizations (Jun 2020)	252.203-7003	Agency Office of the Inspector General
52.227-9	Refund of Royalties (Apr 1984)	252.203-7004	Display of Fraud Hotline Posters (Oct 2016)
52.227-10	Filing of Patent Applications – Classified Subject Matter (Dec 2007)	252.204-7000	Disclosure of Information (Oct 2016)
52.227-11	Patent Rights – Ownership by the Contractor (May 2014)	252.204-7003	Control of Government Personnel Work Products (Apr 1992)
52.227-13	Patent Rights – Ownership by the Government (Dec 2007)	252.204-7004	Alt A, System for Award Management Alternate A (Feb 2014)
52.227-14	Rights in Data – General (May 2014)	252.204-7006	Billing Instructions (Oct 2005)
52.228-3	Workers Compensation Insurance (Defense Base Act)	252.204-7008	Compliance with Safeguarding Covered Defense Information Controls (Oct 2016)
52.228-5	Insurance – Work on a Government Installation	252.204-7009	Use of Disclosure of Third-Party Contractor Reported Cyber Incident Information (Dec 2015)
52.229-3	Federal, State, and Local Taxes (Feb 2013)	252.204-7010	Requirement for Contractor to Notify DOD of the Contractor's Activities are subject to reporting under the US International Atomic Energy Agency Additional Protocol
52.230-2	Cost Accounting Standards (Oct 2015)	252.204-7012	Safeguarding Covered Defense Information and Cyber Incident Reporting (Supplier/Seller shall furnish MM Solutions with copied of notices provided to the Contracting Offer, simultaneously at the time of such notification, and within seventy-two (72) hours of any cyber incident (Dec 2019)
52.230-3	Disclosure and Consistency of Cost Accounting Practices (Oct 2015)	252.204-7014	Limitations on the Use or Disclosure of Information by Litigation Support Contractors (May 2016)
52.230-6	Administration of Cost Accounting Standards (Jun 2010)	252.204-7015	Notice of Authorized Disclosure of Information for Litigation Support (May 2016)
52.232-1	Payments (Apr 1984)	252.204-7016	Covered Defense Telecommunications Equipment or Services Representation
52.232-8	Discounts for Prompt Payment (Feb 2002)	252-204-7017	Prohibition of the Acquisition of Covered Defense Telecommunications Equipment or Services - Representation
52.232-11	Extras (Apr 1984)	252-204-7018	Prohibition of the Acquisition of Covered Defense Telecommunications Equipment or Services
52.232-17	Interest (May 2014)	252.204-7019	Notice of NIST SP 800-171 DOD Assessment Requirements
52.232-23	Assignment of Claims Alternate (May 2014)	252.204-7020	NIST SP 800-171 DOD Assessment Requirements
52.232-25	Prompt Payment (Jan 2017)	252.204-7021	Contractor Compliance with Cybersecurity Maturity Model Certification Level Requirement
52.232-33	Payment by Electronic Funds Transfer – System for Award Management (Oct 2018)	252.205-7000	Provision of Information to Cooperative Agreement Holders (Dec 1991)
52.232-34	Payment by Electronic Funds Transfer – Other than System for Award Management (Jul 2013)	252.208-7000	Intent to Furnish Precious Metals as Government-Furnished Materials (Dec 1991)
52.232-39	Unenforceability of Unauthorized Obligations (Jun 2013)	252-209-7004	Subcontracting with Firms that are Owned or Controlled by Governments of a Country that is a State Sponsor of Terrorism (Oct 2015)
52.232-40	Providing Accelerated Payments to Small Business subcontracting (Nov 2021)	252.211-7000	Acquisition Streamlining (Oct 2010)
52.233-1	Disputes (May 2014)	252.211-7003	Item Unique Identification and Valuation (Mar 2016)
52.233-3	Protest After Award (Aug 1996)	252.211-7005	Substitutions for Military or Federal Specifications and Standards (May 2005)
52.233-4	Applicable Law for Breach of Contract Claim (Oct 2004)	252.211-7007	Reporting of Government Furnished Property
252.222-7000	Restrictions on Employment of Personnel (Mar 2000)	252.211-7008	Use of Government-Assigned Serial Numbers (Sep 2010)
252.222-7006	Restrictions on the use of Mandatory Arbitration Agreement	252.215-7000	Pricing Adjustments (Dec 2012)
252.223-7001	Hazard Warning Labels	252.215-7002	Cost Estimating System Requirements
252.223-7002	Safety Precautions for Ammunition and Explosives	252-215-7008	Only One Offer
252.223-7003	Change In Place of Performance – Ammunition and Explosives	252.215-7010	Requirements for Certified Cost or Pricing data and data other than Certified Cost or Pricing Data
252.223-7004	Drug Free Work Force	252.217-7009	Default (Dec 1991)
252.223-7007	Safeguarding Sensitive Conventional Arms, Ammunition and Explosives	252.219-7003	Small Business Subcontracting Plan (DOD Contracts)
252.223-7008	Prohibition of Hexavalent Chromium (May 2011)	252-219-7004	Small Business Subcontracting Plan (Test Program)
252.225-7001	Buy American Act and Balance of Payments Program (Nov 2014)	252.243-7002	Requests for Equitable Adjustment (Dec 2012)
252.225-7002	Qualifying Country Sources As Subcontractors	252.244-7000	Subcontracts for Commercial Items (Jun 2013)

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252.225-7004	Report of Intended Performance Outside the United States and Canada- Submission after Award (Oct 2020)	252.245-7001	Tagging, Labeling, and Marking of Government-Furnished (Apr 2012)
252.225-7005	Prohibition on Acquisition of United States Munitions List Items from Communist Chinese Military Companies (Sep 2006)	252.245-7002	Reporting Loss of Government -Furnished Property (Jan 2021)
252.225-7006	Prohibition on Storage and Disposal of Toxic and Hazardous Materials (Sep 2014)	252.245-7003	Contractor Property Management System Administration (Apr 2012)
252.225-7007	Prohibition on Acquisition of United States Munitions List Items from Communist Chinese Military Companies	252.245-7004	Reporting, Reutilization, and Disposal (Dec 2017)
252.225-7008	Restriction on Acquisition of Specialty Metals	252.246-7001	ALT II Warranty of Data (Alternates II) (Mar 2014)
252.225-7009	Restriction on Acquisition of Certain Articles Containing Specialty Metals (Oct 2014)	252.246-7003	Notification of Potential Safety Issues (Jan 2013)
252.225-7012	Preference for Certain Domestic Commodities (Aug 2016)	252.246-7006	Warranty Tracking of Serialized Items (Mar 2016)
252.225-7013	Duty-Free Entry (May 2016)	252.246-7007	Contractor Counterfeit Electronic Part Detection and Avoidance System (Aug 2016)
252.225-7015	Restriction on Acquisition of Hand or Measuring Tools	252.246-7008	Sources of Electronic Parts (May 2018)
252.225-7016	Restriction on Acquisition of Ball and Roller Bearings (Jun 2011)	252.247-7003	Pass-Through of Motor Carrier Fuel Surcharge Adjustment to The Cost Bearer
252.225-7021	Trade Agreements (Dec 2016)	252.247-7023	Transportation of Supplies by Sea (Feb 2019)
252.225-7025	Restriction on Acquisition of Forgings	252.247-7024	Notification of Transportation of Supplies by Sea (Mar 2000)
252.225-7028	Exclusionary Policies and Practices of Foreign Governments (Apr 2003)	352.204-9001	Disclosure of Information (Oct 2005)
252.225-7030	Restriction on Acquisition of Carbon, Alloy, and Armor Steel Plate (Dec 2006)	352.204-9010	Notice: Contract Administration and Closeout Guidance (Jun 2005)
252-225-7033	Waiver of United Kingdom Levies (Apr 2003)	352.204-9011	Notice: Use of a FOCI Source for Supplies and Services (Oct 2011)
252.225-7036	Buy American – Free Trade Agreements – Balance of Payments Program	352.204-9014	Notice of Non-U.S. Citizen Participation (Oct 2011)
252.225-7038	Restriction on Acquisition of Air Circuit Breakers	352.204-9017	Public Health Emergency Requirements (Sep 2009)
252.225-7039	Defense Contractors Performing Private Security Functions Outside the United States	352.209-9007	Notification Regarding an Unpaid Delinquent Tax Liability or a Felony Conviction under and Federal Law
252.225-7040	Contractor Personal Supporting U.S. Armed Forces Deployed Outside the United States	352.211-9000	Deliveries (Apr 1989)
252.225-7043	Antiterrorism/Force Protection Policy for Defense Contractors Outside the United States (Jan 2015)	352.211-9002	Notice: Government Closures, Delayed Openings, and Early Dismissals (Nov 2016)
252.225-7048	Export Controlled Items (June 2013)	352.211-9005	Notice: Special Provision for Late Delivery (Oct 1993)
252.225-7052	Restriction on the Acquisition of Certain Magnets and Tungsten (Oct 2020)	352.211-9006	Notice: Elimination of Use of Class I-Ozone Depleting Substances (Aug 1993)
252.227-7013	Rights in Technical Data – Non-Commercial Items (Feb 2014)	352.215-9000	Notice: Incorporation of Section K by Reference (Aug 1998)
252.227-7014	Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (Feb 2014)	352.299-9000	Notice of Taxation (Sept 1994)
252.227-7015	Technical Data Commercial Items (Feb 2014)	352.299-9001	Contractor Liability for State and Local Taxes (Sep 1994)
252.227-7016	Rights in Bid or Proposal Information (Jan 2011)	352.239-9008	Prohibition of Procurement of Portable Computing Devices (Mar 2010)
252.227-7018	Rights in Noncommercial Technical Data and Computer Software SBIR Program (Feb 2014)	352.245-9006	Notice: Reports on Government Property (Sep 2016)
252.227-7019	Validation of Asserted Restrictions – Computer Software (Sep 2016)	352.245-9008	Government Property Inventory Report and Disposition Instructions (Jun 2015)
252.227-7025	Limitations on the use or Disclosure of Government -Furnished Information marked with Restrictive Legends (May 2013)	352.245-9009	Contractor Acquired Property Tax Number/Barcode Label (Sep 2016)
252.227-7026	Deferred Delivery of Technical Data or Computer Software (Apr 1988)	352.246-9001	Inspection and Acceptance at Destination (Apr 1989)
252.227-7027	Deferred Ordering of Technical Data or Computer Software (Apr 1988)	352.245-9003	Notice: New Material and Workmanship (May 2015)
252.227-7028	Technical Data or Computer Software Previously Delivered to the Government	352.247-9000	Notice: FOB Destination (Oct 1993)
252.227-7030	Technical Data – Withholding of Payment (Mar 2000)	352.247-9002	Packaging and Packing (Nov 2015)
252.227-7037	Validation of Restrictive Markings on Technical Data (Sep 2016)	352.247-9003	Marking of Documents (Sept 1994)
252.227-7038	Patent Rights – Ownership by the Contractor (Large Business)	352.247-9011	Shipment of Unclassified Cargo to U.S. Government Facilities Outside the Continental United States (Jun 2011)
252.227-7039	Patents- Reporting of Subject inventions	352.247-9012	Prohibition on Drop Shipments (Oct 2012)
252.228-7001	Ground and Flight Risk	352.290-9017	Protection of Unclassified DoD Information on Non-DoD Systems (Sep 2009)
252.228-7005	Accident Reporting and Investigation Involving Aircraft, Missiles, and Space Launch Vehicles (Dec 1991)	352.290-9020	Access to Training or Informational Sessions Provided by Government (Jan 2015)
252.229-7008	Relief from Import Duty (United Kingdom) (Dec 2011)		B. THE FOLLOWING DFARS CLAUSES APPLY TO ALL ORDERS OVER \$2500
252.229-7011	Reporting of Foreign Taxes – US Assistance Programs (Sep 2005)	52.222-41	Service Contract labor Standards (May 2014)
252.231-7000	Supplemental Cost Principles (Dec 1991)		C. THE FOLLOWING DFARS CLAUSES APPLY TO ALL ORDERS OVER \$3500
252.232-7001	Hazard Warning Labels (Dec 1991)	52.223-18	Encouraging Contractor Policies to Ban Text Messaging While Driving
252.232-7003	Electronic Submission of Payment Requests and Receiving Reports (Dec 2018)	52.222-54	Employment Eligibility Verification (Oct 2015)
252.232-7010	Levies on Contract Payments (Dec 2006)		D. THE FOLLOWING DFARS CLAUSES APPLY TO ALL ORDERS OVER \$10,000.00
252.232-7017	Accelerating Payments to Small Business Subcontractors – Prohibition on Fees and Consideration (Apr 2020)	52.222-40	Notification of Employee Rights Under the National Labor Relations Act (Dec 2010)
252.235-7003	Frequency Authorization		E. THE FOLLOWING DFARS CLAUSES APPLY TO ALL ORDERS OVER \$15,000.00
252.235-7004	Protection of Human Subjects	52.222-20	Walsh-Healey Public Contracts Act (Oct 2010)
252.236-7013	Requirement for Competition Opportunity for American Steel Producers Fabricators, and Manufacturers	52.222-36	Equal Opportunity for Workers with Disabilities (Jun 2020)
252.237-7010	Prohibition on Interrogation of Detainees by Contractor Personnel		F. THE FOLLOWING DFARS CLAUSES APPLY TO ALL ORDERS OVER \$30,000.00
252.237-7019	Training for Contractor Personnel Interacting with Detainees	52.204-10	Reporting Executive Compensation and First Tier Subcontract Awards (Oct 2015)
252.237-7023	Continuation of Essential Contractor Services		G. THE FOLLOWING DFARS CLAUSES APPLY TO ALL ORDERS OVER \$35,000.00
252.239-7000	Protection Against Compromising Emanations	52.209-6	Protecting the Government's interest When Subcontracting with Contractors Debarred, Suspended or Proposed for Debarment (Nov 2021)
252.239-7010	Cloud Computing Services		H. THE FOLLOWING DFARS CLAUSES APPLY TO ALL ORDERS THAT EXCEED THE SIMPLIFIED ACQUISITION THRESHOLD OR \$150,000.00
252.239-7016	Telecommunications Security Equipment, Devices, Techniques, and Services	52.203-3	Gratuities (Apr 1984)
252.239-7018	Supply Chain Risk (Feb 2019)	52.203-5	Covenant Against Contingent Fees (May 2014)
252.241-7001	Government Access (Dec 1991)	52.203-6	Restrictions on Subcontractor Sales to the Government (Sep 2006)
252.243-7001	Pricing of Contract Modifications (Dec 1991)	52.203-7	Anti-Kickback Procedures (May 2014)
52.203-11	Certification and Disclosure Regarding Payments to Influence Certain Federal Transaction (Sep 2007)		
52.203-12	Limitation on Payments to Influence Certain Federal Transaction (Oct 2010)		
52.203-16	Preventing Personal Conflicts of Interest (Dec 2011)		
52.203-17	Contractor Employee Whistleblower Rights and Requirements to Inform Employees of Whistleblower Rights (Apr 2014)		
52.215-2	Audit and Records – Negotiation (Oct 2010)		
52.215-14	Integrity of Unit Prices (Oct 2010)		
52.215-23	Limitations on Pass-Through Charges (Oct 2009)		
52.222-17	Non displacement of Qualified Workers (Oct 2009)		

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52.222-35	Equal Opportunity for Veterans (Jun 2020)		N. NASA FAR SUPPLEMENTAL CLAUSES – ALL ORDERS
52.222-37	Employment Reports on Special Veterans (Jun 2020)	1852.204-76	Security Requirements for unclassified Information Technology Resources (Jan 2011)
52.222-4	Contract Work Hours and Safety Standards – Overtime Compensation (May 2014)	1852.208-81	Restrictions on Printing and Duplicating (Nov 2004)
52.227-1	Authorization and Consent (Dec 2007)	1852.211-70	Packaging, Handling and Transportation (Sep 2005)
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement (Dec 2007)	1852.219-75	Individual Subcontracting Reports (Apr 2015)
52.248-1	Value Engineering (Jun 2020)	1852.223-71	Authorization for Radio Frequency Use (Apr 2015)
252.203-7001	Prohibition on Person Convicted of Fraud or Other Defense-Contract-Related Felonies (Dec 2008)	1852.223-74	Drug and Alcohol Frew Workforce (Nov 2015)
252.225-7012	Preference for Certain Domestic Commodities	1852.223-75	Major Breach of Safety or Security (Feb 2002)
252.225-7015	Restriction on Acquisition of Hand or Measuring Tools	1852.225-70	Export Licenses (Feb 2000)
252.249-7002	Notification of Anticipated Contract Termination or Reduction (Oct 2015)	1852.227-11	Patent Rights – Retention by the Contactor (Apr 2015)
	I. THE FOLLOWING DFARS APPLY TO ALL ORDERS OVER \$250,000.00	1852.227-14	Rights in Data – General (Apr 2015)
52.203-8	Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity (May 2014)	1852.227-19	Commercial Computer Software – Restricted Rights (Jul 1997)
52.203-10	Price or Fee Adjustment for Illegal or Improper Activity (May 2014)	1852.227-70	New Technology (Apr 2015)
52.215-22	Limitations on Pass Through Charges (June 2020)	1852.227-71	Requests for Waiver of Rights to Inventions – Foreign (Apr 2015)
	J. THE FOLLOWING DFARS APPLY TO ALL ORDERS OVER \$500,000.00	1852.227-72	Designation of New Technology Representative and Patent Representative (Apr 2015)
52.209-7	Information Regarding Responsibility Matters (Oct 2018)	1852.227-85	Invention Reporting and Rights – Foreign (Apr 2015)
52.222-56	Certification Regarding Trafficking in Person Compliance Plan (May 2015)	1852.228-76	Cross-Waiver of Liability for International Space Station Activities (Oct 2012)
252.226-7001	Utilization of Indian Organizations, Indian-Owned Economic Enterprises, and Native Hawaiian Small Business Concerns (Apr 2019)	1852.228-78	Cross-Waiver of Liability for Science and Space Exploration Activities Unrelated to the International Space Station (Oct 2012)
	K. THE FOLLOWING DFARS APPLY TO ALL ORDERS OVER \$700,000.00	1852.231-71	Determination of Compensation Reasonableness (Apr 2015)
52.219-8	Utilization of Small Business Concerns (Oct 2014)	1852.237-71	Pension Portability (Jan 1997)
52.219-9	Small Business Subcontracting Plan (Oct 2015)	1852.237-72	Access to Sensitive Information (Jun 2005)
252.219-7003	Small Business Subcontracting Plan (DOD Contracts) - Basic (Mar 2016)	1852.237-73	Release of Sensitive Information (Jun 2005)
252.219-7004	Small Business Subcontracting Plan (Test Program) (Oct 2014)	1852.242-72	Denied Access to NASA Facilities (Oct 2015)
	L. THE FOLLOWING DFARS APPLY TO ALL ORDERS OVER \$750,000.00	185.244-70	Geographic Participation in the Aerospace Program (Apr 1985)
52.214-26	Audit and Records – Sealed Bidding (Oct 2010)	1852.245-72	Liability for Government Property Furnished for Repair or Other Services (Jan 2011)
52.215-18	Revision or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions (July 2005)	1852.245-73	Financial Reporting of NASA Property in the Custody of Contractors (Jan 2017)
52.215-19	Notification of Ownership Changes (Oct 1997)	1852.245-78	Physical Inventory of Capital Personal Property (Aug 2015)
	M. THE FOLLOWING DFARS APPLY TO ALL ORDERS OVER \$1 MILLION	1852.246-73	Human Space Flight Item (Mar 1997)
252.222-7006	Restrictions on the Use of Mandatory Arbitration Agreements (Dec 2010)		
252.225-7033	Waiver of United Kingdom Levies (Apr 2003)		
252.211-7000	Acquisition Streamlining (Oct 2010)		

O. CERTIFICATIONS AND REPRESENTATIONS

Seller acknowledges that Buyer will rely upon Seller certifications and representations contained in this section, and these are material representations of fact upon which Buyer will rely in making awards to Seller.

By submitting any written or verbal offer, proposal, quote or company profile submission, Seller certifies to the representations and certifications as set forth below in Section P.

These certifications and representations shall apply whenever these terms and conditions are incorporated by reference in any Order, agreement, other contractual document or request for quotation/proposal (oral or written).

Seller shall immediately notify Buyer of any change of status with regard to any certification and representation.

52.203-13 Contractor Code of Business Ethics and Conduct (Oct 2015)

(a) (41 U.S.C. 3509), if the subcontract exceeds \$5.5 million and has a performance period of more than 120 days. In altering this clause to identify the appropriate parties, all disclosures of violation of the civil False Claims Act of Federal criminal law shall be directed to the agency Office of the Inspector General, with a copy of the Contracting Officer.

52.203-15 Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (Jun 2010)

(Section 1553 of Pub. L. 111-5) if the subcontract is funded under the Recovery Act.

52.222-22 Previous Contracts and Compliance Reports. (Feb 1999)

PREVIOUS CONTRACTS AND COMPLIANCE REPORTS

- It has participated in a previous contract or subcontract subject to the Equal Opportunity clause of this section.
- It has filed all required compliance reports, and
- Representations indicating submission of required compliance reports, signed by proposed subcontractors, will be obtained before subcontract award.

52.222-25 Affirmative Action Compliance. (Dec 1998) (Apr 1984)

AFFIRMATIVE ACTION COMPLIANCE THE SELLER REPRESENTS THAT-

- It has developed and has on file, at each established, affirmative action programs required by the rules and regulations of the Secretary of Labor (41 CFR 60-1 and 60-2); or
- In the event such a program does not presently exist, Seller will develop and place in operation such a written Affirmative Action Compliance Program within 120 days from the award of this Contract.

52.222-38 Compliance with Veteran's Employment Reporting Requirements. (Feb 2016)

By submission of its offer, the offeror represents that, if it is subject to the reporting requirements of 38 U.S.C. 4212(d) (i.e., if it has any contract containing Federal Acquisition Regulation clause 52.222-374, Employment Reports on Veterans), it has submitted the most recent VETS-100A Report required by that clause.

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FEDERAL AND DEFENSE ACQUISITION REGULATION SUPPLEMENTAL TERMS AND CONDITIONS

52.222-48 Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment Certification. As prescribed in 22.1006 (e) (1), insert the following provision: Exemption From Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment Certification (May 2014)

a) The offeror shall check the following certification: CERTIFICATION

The offeror [] does [] does not certify that –

(1) The items of equipment to be serviced under this contract are used regularly for other Government purposes and are sold or traded by the offeror (or subcontractor in the case of an exempt subcontractor) in substantial quantities to the general public in the course of normal business operations.

(2) The services will be furnished at prices which are, or are based on, established catalog or market prices for the maintenance, calibration, or repair of equipment.

i. An “established catalog price” is a price included in a catalog, price list, schedule, or other form that is regularly maintained by the manufacturer of the offeror, is either published or otherwise available for inspection by customers, and states prices at which sales currently, or were last, made to a significant number of buyers constituting the general public.

ii. An “established market price” is a current price, established in the usual course of trade between buyers and sellers free to bargain, which can be substantiated from sources independent of the manufacturer or offeror, and

(3) The compensation (wage and fringe benefits) plan for all service employees performing work under the contract are the same as that used for these employees and equivalent employees servicing the same equipment of commercial customers.

b) Certification by the offeror as to its compliance with respect to the contract also constitutes its certification as to compliance by its subcontractor if it subcontracts out the exempt services. If the offeror certifies to the conditions in the paragraph (a) of this provision, and the Contracting Officer determines in accordance with FAR 22.1103-4 (c) (3) that the Service Contract Labor Standards statute

Will not apply to this offeror, then the Service Contract Labor Standards clause in this solicitation will not be included in any resultant contract to this offeror; or

(2) Will apply to this offeror, then the clause at 52.222-51, Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment – Requirements, in this solicitation will not be included in any resultant contract awarded to this offeror, and the offeror may be provided an opportunity to submit a new offer on that basis.

c) If the offeror does not certify to the conditions in paragraph (a) of this provision -

(1) The clause in this solicitation at 52.222-51, Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment – Requirements, will not be included in any resultant contract awarded to this offeror; and

(2) The offeror shall notify the Contracting Officer as soon as possible, if the Contracting Officer did not attach a Service labor Standards wage determination to the solicitation.

(3) The Contracting Officer may not make an award to the offeror, if the offeror fails to execute the certification in paragraph (a) of this provision or to contact the Contracting Officer as required in paragraph (c) of this provision.

52.222-52 – Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services – Certification.

As prescribed in 22.1006 (e)(3), insert the following provision:

Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services – Certification (May 2014)

a) The offeror shall check the following certification: CERTIFICATION

The offeror [] does [] does not certify that –

(1) The services under the contract are offered and sold regularly to non-Governmental customer, and are provided by the offeror (or subcontractor in the case of an exempt subcontract) to the general public in substantial quantities in the course of normal business operations;

(2) The contract services are furnished at prices that are, or are based on, established catalog or market prices. An “established catalog price” is a price included in a catalog, price list, schedule, or other form that is regularly maintained by the manufacturer or the offeror, is either published or otherwise available for inspection by customers, and states prices at which sales currently, or were last, made to a significant number of buyers constituting the general public. An “established market price” is a current price, established in the usual course of ordinary and usual trade between buyers and sellers free to bargain, which can be substantiated from sources independent of the manufacturer or offeror;

(3) Each service employee who will perform the services under the contract will spend only a small portion of his or her time (monthly average of less than 20 percent of the available hours on an annualized basis, or less than 20 percent of available hours during the contract period if the contract period is less than a month) servicing the Government contract; and

(4) The offeror uses the same compensation (wage and fringe benefits) plan for all service employees performing work under the contract as the offeror uses for these employees and for equivalent employees servicing commercial customers.

b) Certification by the offeror as to its compliance with respect to the contract also constitutes its certification as to compliance by its subcontractor if it subcontracts out the exempt services. If the offeror certifies to the conditions in paragraph (a) of this provision, and the Contracting Officer determines in accordance with FAR 22.1003-4 (d) (3) that the Service Contract Act

1) Will not apply to this offeror, then the Service Contract Labor Standards clause in the solicitation will not be included in any resultant contract to this offeror; or

2) Will apply to this offeror, then the clause at FAR 52.222-53, Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services Requirements, in this solicitation will not be included in any resultant contract awarded to this offer, and the offeror may be provided an opportunity to submit a new offer on that basis.

c) If the offeror does not certify to the conditions in paragraph (a) of this provision –

1) The clause of this solicitation at 52.222-53, Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services – Requirements, will not be included in any resultant contract to this offeror; and

2) The offeror shall notify the Contracting Officer as soon as possible if the Contracting Officer did not attached a Service Contract Labor Standards wage determination to the solicitation.

d) The Contracting Officer may not make an award to the offeror, if the offeror fails to execute the certification in paragraph (a) of this provision or to the Contracting Officer as required in paragraph (c) of this provision.

“All In” with Executive Order 11246, IWDs, Veterans

To the extent not exempt, this contractor and subcontractor shall abide by the requirements of 14 CFR sections 60-1.4(a), 60-300.5 (a) and 60-741(a). The regulations prohibit discrimination against qualified individuals based on their status as protected veterans or individuals with disabilities, and prohibit discrimination against all individuals based on their race, color, religion, sex, or national origin. Moreover, these regulations require that covered prime contractors and subcontractors take affirmative action to employ and advance in employment individuals without regard to race, color, religion, sex, national origin, protected veteran status or disability