

# **U.S. Government Provisions and Clauses under U.S. Government Contracts**

## **1. DEFINITIONS**

- a. "Clause(s)" means the contractual clauses set forth in the Government Acquisition Regulation(s).
- b. "DFARS" means the Department of Defense Federal Acquisition Regulation Supplement.
- c. "FAR" means the Federal Acquisition Regulation.
- d. "Government Acquisition Regulation(s)" means the FAR, DFARS, and NASA FAR Supplement regulations.
- e. "NASA" means the National Aeronautics and Space Administration.
- f. "PacSci EMC" means Pacific Scientific Energetic Materials Company (California), LLC
- g. "Prime Contract" means a contract awarded by the U.S. Government.

## **2. GENERAL**

- a. If a Purchase Order is placed at any tier under a Prime Contract awarded by the U.S. Government, additional U.S. Government provisions shall apply as set forth herein. In the event of a conflict between a provision in this document and PacSci EMC's General Provisions for Government Purchase Orders, this document shall control to the extent permitted by law. For the avoidance of doubt, any dispute, action, or claim relating to or arising out of a Prime Contract, and to which the U.S. Government is a party, shall be exclusively governed by the federal laws of the United States. Nothing in the Purchase Order shall serve to grant Supplier a direct claim or cause of action against the Government. Terms not defined herein shall have the meaning ascribed to them in PacSci EMC's General Provisions for Government Purchase Orders.
- b. While PacSci EMC has made every effort to include all potentially applicable Clauses in this document, any Clauses omitted from the Purchase Order that are required to be included in a subcontract by statute or regulation, shall be included by operation of law.
- c. Supplier shall incorporate all applicable Clauses in each lower-tier subcontract placed in support of the Purchase Order as required by each Clause.
- d. Supplier shall indemnify and hold PacSci EMC harmless from and against any cost, price reduction, withholding, offset, penalty, interest, claim, demand, determination of un-allowability or un-allocability, or any other civil, criminal, or administrative liability, whether arising under statute, regulation, contract or common law, and shall reimburse PacSci EMC for all its damages and associated costs, including reasonable attorneys' fees and other expenses, if said liability is attributable to the Supplier or Suppliers' subcontractors' failure to comply with the applicable Clauses.
- e. Notwithstanding any other provisions in this document, Supplier shall comply with, and shall support PacSci EMC's compliance with, any applicable U.S. Government procurement statutes, regulations and policies.

## **3. PRICE REDUCTION OR DEFECTIVE COST AND PRICING DATA**

- a. The following provisions shall apply to all Purchase Orders for which supplier is required to submit cost or pricing data pursuant to the Truthful Cost or Pricing Data Act (the "Act" or "TINA"). Supplier agrees to furnish cost and pricing data certified as to currency, accuracy, and completeness every three (3) years, or as frequently as required by PacSci EMC's Customer. To the extent the prices are under the Purchase Order for the Goods or Services are at any time not supported by Supplier's cost or pricing data, Supplier agrees to negotiate fair and reasonable prices for the Goods or Services and to incorporate such prices in the Purchase Order. In no event shall any renegotiated unit price for any of the Goods or Services exceed the unit price incorporated herein for such Goods or Services.
- b. Supplier shall reimburse PacSci EMC for any loss or damage in the event that PacSci EMC's customer makes a determination pursuant to the Clause(s) in, or required to be in, the applicable Prime Contract related to the Act or its implementing regulations because: (i) Supplier failed to furnish cost or pricing data, including any requested data, that is required under the Act or its implementing regulations; or (ii) Supplier furnished cost or pricing data that was not complete, accurate and current as certified, or as required to be certified, in the Supplier's or its subcontractor's certificate of current cost or pricing data. A "determination" by PacSci EMC's customer means a final decision of a U.S. Government Contracting Officer or the withholding of money, reduction in any cost, price or fee from PacSci EMC by PacSci EMC's customer based on an alleged failure of Supplier or its subcontractors to comply with the Act.

- c. The sums paid or payable to Supplier under the Purchase Order may be reduced or set off in the amount by which sums received or receivable by PacSci EMC from its customer (including, but not limited to, the allocable share of PacSci EMC's indirect costs and profit or fee) are reduced based upon such determination.
- d. If an appealable decision is made by a U.S. Government Contracting Officer relating to cost or pricing data required to be submitted, or actually submitted, by Supplier or a subcontractor of Supplier, such decision shall be conclusive upon Supplier, unless PacSci EMC, in its sole discretion, gives Supplier the opportunity to appeal such decision in the name of PacSci EMC. Any such appeal brought by Supplier in the name of the PacSci EMC shall be at the sole expense and responsibility of Supplier. If Supplier is given the opportunity to so appeal and elects to do so, Supplier shall, upon PacSci EMC's written request provide to PacSci EMC advance copies of papers to be filed in such appeal and such other information, consultation and opportunity to participate in the appeal as PacSci EMC may reasonably request. Supplier shall be conclusively bound by any decision of any such Board of Contract Appeals or Federal Court.

#### **4. INSPECTION OF BOOKS AND RECORDS**

- a. Supplier agrees that its books, records and facilities, or such parts of its facilities as may be engaged in the performance of the Purchase Order, shall at all reasonable times be subject to inspection and audit by PacSci EMC or any authorized representative of the U.S. Government.
- b. Supplier hereby grants to PacSci EMC the right to examine its books, records and data which will permit the adequate evaluation of cost and pricing data used to arrive at the price quoted in the Purchase Order (including without limitation claims/proposals submitted pursuant to the provisions entitled "Changes" and "Termination for Convenience" in PacSci EMC's General Provisions for Government Purchase Orders), and
- c. Supplier hereby grants PacSci EMC the right to conduct audits of Supplier's premises, records, data and documentation pertaining to quality, inspection and testing of Goods; security and data protection procedures, ethical practices; and, any other requirement or obligation, under the Purchase Order.

#### **5. PURCHASE ORDERS INVOLVING GOVERNMENT PROPERTY**

- a. Title to facilities, special test equipment and special tooling acquired, fabricated or procured by Supplier for PacSci EMC under the Purchase Order shall pass to and vest in the Government or PacSci EMC (depending on the line item under which it is acquired) when used to perform the Purchase Order or when PacSci EMC has paid for it, whichever is earlier, despite whether title previously vested in the Government or PacSci EMC. The Government shall retain title to government-furnished property.
- b. If the Purchase Order contains a provision directing Supplier to purchase material from a vendor for which PacSci EMC will reimburse Supplier as a direct item of cost under the Purchase Order, title to material purchased from the vendor shall pass to and vest in the Government or PacSci EMC upon the vendor's delivery of such material to Supplier, and title to all other material shall pass to and vest in the Government or PacSci EMC upon: (i) issuance of the material for use in Purchase Order performance; (ii) commencement of processing of the material or its use in Purchase Order performance; or (iii) reimbursement of the cost of the material by PacSci EMC, whichever occurs first.
- c. Supplier shall establish and maintain a system acceptable to the PacSci EMC and the Government and in compliance with FAR Part 45 and DFARS Part 245 to control, protect, preserve, repair, and maintain Government Property. Government Property shall be used only for performing the Purchase Order, unless otherwise provided in the Purchase Order or approved by the Government.

#### **6. SUPPLIER CHANGES TO SPECIFICATIONS/U.S. GOVERNMENT INSPECTION**

- a. Goods manufactured to Supplier's Specifications require prior PacSci EMC's written approval for any variations. Goods manufactured to PacSci EMC or PacSci EMC's customer furnished Specifications require prior PacSci EMC's written approval for any variations to Specifications. When U.S. Government inspection at Supplier's facility appears in the inspection block of the Purchase Order, the following paragraph applies:
  - i. U.S. Government inspection is required prior to shipment from Supplier's facility. Upon receipt of the Purchase Order, Supplier shall promptly notify and furnish a copy of the Purchase Order to the U.S. Government representative normally servicing Supplier's facility so that the U.S. Government inspection can be appropriately planned. If a U.S. Government representative does not service Supplier's facility, Supplier shall contact the nearest Defense Contract Management Association ("DCMA") office to plan the inspection. If supplier cannot locate the DCMA office, Supplier shall notify PacSci EMC immediately.

- b. Nothing in this clause shall abrogate, limit, restrict or waive the U.S. Government's rights, title, or interest in Government property with respect to any changes except as expressly permitted by law, regulation or Buyer's applicable Government Contract.

## **7. EQUAL OPPORTUNITY**

Unless exempt, Supplier shall abide by the requirements of 41 CFR 60-300.5(a) and 60-741.5(a). These regulations prohibit discrimination against qualified individuals based on their status as protected veterans or individuals with disabilities. Moreover, these regulations require that covered prime contractors and subcontractors take affirmative action to employ and advance in employment individuals without regard to protected veteran status or disability. Supplier shall also abide by the requirements 41 CFR § 61-300.10 regarding veterans' employment reports and 29 CFR Part 471, Appendix A to Subpart A regarding posting a notice of employee rights

## **8. GOVERNMENT CLAUSES INCORPORATED BY REFERENCE**

- a. The clauses listed below in effect on the Purchase Order Date are incorporated by reference, in accordance with FAR 52.252-2 and shall have the same force and effect as if set forth in full text. If there is a conflict between a clause in effect on the Purchase Order date and the clause of the Prime Contract or higher-tier subcontract, the Prime Contract or higher-tier subcontract clause shall govern. If, based on their content, any of the Clauses do not apply to the Order, such Clauses are considered self-deleting. The full text of these clauses can be access on the Internet at <https://www.acquisition.gov/content/regulations>.
- b. The clauses listed below may require the submission of representations and certifications. When requested by PacSci EMC, Supplier shall furnish a representation or certification necessary for compliance with such requirements.
- c. Whenever necessary to make the context of the clauses applicable to the Purchase Order, the term "Contractor" shall mean Supplier, the term "Contract" shall mean the Purchase Order, and the term "Government", "Contracting Officer" and equivalent phrases shall mean PacSci EMC, except the terms "Government" and "Contracting Officer" do not change: (i) in the phrases, "Government Property", "Government-Furnished Property", and "Government-Owned Property", (ii) in the patent clauses incorporated herein, (iii) when a right, act, authorization or obligation can be granted or performed only by the Government or the Contracting Officer or a duly authorized representative, (iv) when title to property is to be transferred directly to the Government, (v) when access to proprietary financial information or other proprietary data is required except as specifically otherwise provided herein, and (vi) when specifically modified herein. All references to the clause entitled "Disputes" and all references to the "Disputes Clause" in any clauses referenced herein mean the "Disputes" provision in PacSci EMC's General Provisions for Government Purchase Orders.

## **Applicable to all Purchase Orders, Without Regard to Dollar Value:**

### **FAR Clauses**

If the Purchase Order is not for a "commercial item" within the meaning of FAR 2.101, the following FAR clauses in effect on the Purchase Order date shall apply:

|                   |                                                                                                                                                                 |
|-------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 52.202-1          | Definitions                                                                                                                                                     |
| 52.203-2          | Certificate of Independent Price Determination                                                                                                                  |
| 52.203-10         | Price or Fee Adjustment for Illegal or Improper Activity                                                                                                        |
| 52.203-15         | Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009                                                                              |
| 52.204-2          | Security Requirements                                                                                                                                           |
| 52.204-21         | Basic Safeguarding of Covered Contractor Information System                                                                                                     |
| 52.204-9          | Personal Identity Verification of Contractor Personnel                                                                                                          |
| 52.204-25         | Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment                                                          |
| 52.204-27         | Prohibition on a ByteDance Covered Application                                                                                                                  |
| 52.204-30         | Federal Acquisition Supply Chain Security Act Orders—Prohibition                                                                                                |
| 52.209-5          | Certification Regarding Responsibility Matters                                                                                                                  |
| 52.211-5          | Material Requirements.                                                                                                                                          |
| 52.211-14         | Notice of Priority Rating for National Defense, Emergency Preparedness, and Energy Program Use                                                                  |
| 52.211-15         | Defense Priority and Allocation Requirements                                                                                                                    |
| 52.212-5          | Contract Terms and Conditions Required to Implement Statutes and Executive Orders – Commercial Items                                                            |
| 52.219-8          | Utilization of Small Business Concerns                                                                                                                          |
| 52.222-1          | Notice to the Government of Labor Disputes                                                                                                                      |
| 52.222-4          | Contract Worker Hours and Safety Standards Act – Overtime Compensation                                                                                          |
| 52.222-25         | Affirmative Action Compliance                                                                                                                                   |
| 52.222-41         | Service Contract Labor Standards                                                                                                                                |
| 52.222-50 & Alt I | Combating Trafficking in Persons. (Alternate I is applicable to Purchase Orders if it is included in the prime contract)                                        |
| 52.222-53         | Exemption from Application of the Service Contract Act to Contracts for Certain Services - Requirements                                                         |
| 52.222-54         | Employment Eligibility Verification                                                                                                                             |
| 52.222-56         | Certification Regarding Trafficking in Persons Compliance Plan                                                                                                  |
| 52.222-90         | Addressing DEI Discrimination by Federal Contractors                                                                                                            |
| 52.223-3          | Hazardous Material Identification and Material Safety Data and Alternate I if the prime contract is awarded by an agency other than the DoD.                    |
| 52.223-5          | Pollution Prevention and Right-To-Know Information                                                                                                              |
| 52.223-6          | Drug-Free Workplace                                                                                                                                             |
| 52.223-7          | Notice of Radioactive Materials                                                                                                                                 |
| 52.223-11         | Ozone Depleting Substances                                                                                                                                      |
| 52.224-1          | Privacy Act Notification                                                                                                                                        |
| 52.224-2          | Privacy Act                                                                                                                                                     |
| 52.225-1          | Buy American - Supplies                                                                                                                                         |
| 52.225-8          | Duty-Free Entry (in paragraph (c)(1), change “20 calendar days” to “30 calendar days” and in paragraph (c)(2), change “10 calendar days” to “20 calendar days”) |
| 52.225-13         | Restrictions on Certain Foreign Purchases                                                                                                                       |
| 52.225-20         | Prohibition on Conducting Restricted Business Operations in Sudan - Certification                                                                               |
| 52.227-3          | Patent Indemnity                                                                                                                                                |
| 52.227-9          | Refund of Royalties                                                                                                                                             |
| 52.227-10         | Filing of Patent Applications - Classified Subject Matter                                                                                                       |
| 52.227-11         | Patent Rights – Ownership by the Contractor                                                                                                                     |
| 52.227-14         | Rights in Data – General                                                                                                                                        |
| 52.227-19         | Commercial Computer Software License                                                                                                                            |
| 52.228-3          | Worker's Compensation Insurance (Defense Base Act)                                                                                                              |
| 52.228-4          | Workers' Compensation and War-Hazard Insurance Overseas                                                                                                         |
| 52.232-40         | Providing Accelerated Payments to Small Business Subcontractors                                                                                                 |
| 52.233-3          | Protest After Award                                                                                                                                             |
| 52.234-1          | Industrial Resources Developed Under Defense Production Act Title III                                                                                           |
| 52.236-13         | Accident Prevention                                                                                                                                             |

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| 52.237-2       | Protection of Government Buildings, Equipment and Vegetation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 52.242-13      | Bankruptcy                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 52.242-15      | Stop Work Order                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 52.243-1       | Changes – Fixed Price                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 52.243-6       | Change Order Accounting                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| 52.244-5       | Competition in Subcontracting                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| 52.244-6       | Subcontracts for Commercial Items                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 52.245-1       | Government Property. (Applicable to Purchase Orders issued under non-DoD prime contracts containing FAR 52.245-1 without Alternate I and the Purchase Order is either a cost-reimbursement, time and materials, or labor hour type, or is a fixed priced Purchase Order awarded on the basis of submission of certified cost or pricing data (reference FAR 45.104). Under DoD prime contracts containing FAR 52.245-1 without Alternate I, in addition to the Purchase Order types listed at FAR 45.104, the clause is applicable to negotiated fixed-price Purchase Orders awarded on a basis other than submission of certified cost or pricing data.) |
| 52.245-1 Alt I | Government Property. (Alternate I – Applicable to Purchase Orders issued under prime contracts containing FAR 52.245-1 with Alternate I, and to Purchase Orders issued under prime contracts containing FAR 52.245-1 without Alternate I when the Purchase Order awarded is of a type other than a Purchase Order type listed in FAR 45.104 or DFARS 245.104.)                                                                                                                                                                                                                                                                                            |
| 52.245-2       | Government Property Installation Operation Services                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 52.245-9       | Use and Charges                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 52.246-2       | Inspection of Supplies - Fixed Price                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| 52.246-4       | Inspection of Services – Fixed Price                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| 52.246-26      | Reporting Nonconforming Items                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| 52.246-16      | Responsibility for Supplies                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| 52.247-63      | Preference for US Flag Air Carriers                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 52.247-64      | Preference for Privately Owned U.S.-Flag Commercial Vessels                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| 52.249-2       | Termination for Convenience of the Government (Fixed-Price) (“Government” shall mean “Buyer”)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |

## DFARS Clauses

If the Purchase Order is not for a “commercial item” within the meaning of FAR 2.101 and is a subcontract under a prime contract awarded to Buyer by the U.S. Department of Defense, the following DFARS clauses in effect on the Purchase Order date shall apply in addition to, or in lieu of, the FAR clauses identified above:

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| 225.223-7008 | Prohibition on Hexavalent Chromium. (Applicable to all Purchase Orders for supplies, maintenance and repair services, or construction materials) |
| 252.203-7002 | Requirement to Inform Employees of Whistleblower Rights                                                                                          |
| 252.203-7003 | Agency Office of the Inspector General                                                                                                           |
| 252.204-7000 | Disclosure of Information                                                                                                                        |
| 252.204-7008 | Compliance with Safeguarding covered Defense Information Controls                                                                                |
| 252.204-7012 | Safeguarding Unclassified Controlled Technical Information                                                                                       |
| 252.204-7015 | Notice of Authorized Disclosure of Information for Litigation Support                                                                            |
| 252.204-7020 | NIST SP 800-171 DoD Assessment Requirement                                                                                                       |
| 252.208-7000 | Intent to Furnish Precious Metals as Government-Furnished Material                                                                               |
| 252.209-7004 | Subcontracting with Firms That Are Owned or Controlled by the Government of a Terrorist Country                                                  |
| 252.211-7003 | Item Unique Identification and Valuation                                                                                                         |
| 252.211-7007 | Reporting of Government-Furnished Property                                                                                                       |
| 252.215-7000 | Pricing Adjustments                                                                                                                              |
| 252.215-7002 | Cost Estimating System Requirements                                                                                                              |
| 252.215-7003 | Requirement for Submission of Data Other Than Certified Cost or Pricing Data – Canadian Commercial Corporation                                   |
| 252.215-7004 | Requirement for Submission of Data Other Than Certified Cost or Pricing Data - Modifications– Canadian Commercial Corporation                    |
| 252.222-7000 | Restrictions on Employment of Personnel                                                                                                          |
| 252.222-7007 | Representation Regarding Combating Trafficking in Persons                                                                                        |
| 252.223-7001 | Hazard Warning Labels                                                                                                                            |
| 252.223-7004 | Drug Free Work Force                                                                                                                             |
| 252.223-7006 | Prohibition on Storage and Disposal of Toxic and Hazardous Materials                                                                             |

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| 252.223-7006 Alt I | Prohibition on Storage and Disposal of Toxic and Hazardous Materials. (Includes Alt I if it is in the prime contract) (Applicable to Purchase Orders that require, may require, or permit a Seller to treat or dispose of non-DoD-owned toxic or hazardous materials as defined in this clause.)                       |
| 252.225-7001       | Buy American Act and Balance of Payments Program                                                                                                                                                                                                                                                                       |
| 252.225-7002       | Qualifying Country Sources as Subcontractors                                                                                                                                                                                                                                                                           |
| 252.225-7007       | Prohibition on Acquisition of United States Munitions List Items from Communist Chinese Military Companies                                                                                                                                                                                                             |
| 252.225-7008       | Prohibition on Acquisition of Specialty Metals                                                                                                                                                                                                                                                                         |
| 252.225-7009       | Restriction on Acquisition of Certain Articles Containing Specialty Metals                                                                                                                                                                                                                                             |
| 252.225-7010       | Commercial Derivative Military Article – Special Metals Compliance Certificate                                                                                                                                                                                                                                         |
| 252.225-7012       | Preference for Certain Domestic Commodities                                                                                                                                                                                                                                                                            |
| 252.225-7013       | Duty-free entry                                                                                                                                                                                                                                                                                                        |
| 252.225-7015       | Restriction on Acquisition of Hand or Measuring Tools                                                                                                                                                                                                                                                                  |
| 252.225-7016       | Restriction on Acquisition of Ball or Roller Bearings                                                                                                                                                                                                                                                                  |
| 252.225-7020       | Trade Agreements Certificate                                                                                                                                                                                                                                                                                           |
| 252.225-7021       | Trade Agreements                                                                                                                                                                                                                                                                                                       |
| 252.225-7025       | Restrictions on Acquisition of Forgings                                                                                                                                                                                                                                                                                |
| 252.225-7027       | Restriction on Contingent Fees for Foreign Military Sales                                                                                                                                                                                                                                                              |
| 252.225-7028       | Exclusionary Policies and Practices of Foreign Governments                                                                                                                                                                                                                                                             |
| 252.225-7030       | Restriction of Acquisition of Carbon, Alloy, and Armor Steel Plate                                                                                                                                                                                                                                                     |
| 252.225-7031       | Secondary Arab Boycott of Israel                                                                                                                                                                                                                                                                                       |
| 252.225-7048       | Export Controlled Items                                                                                                                                                                                                                                                                                                |
| 252.227-7013       | Rights in Technical Data - Noncommercial Items                                                                                                                                                                                                                                                                         |
| 252.227-7014       | Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation                                                                                                                                                                                                                            |
| 252.227-7015       | Technical Data - Commercial Items (in lieu of DFARS 252.227-7013 for Commercial Items; applicable only when commercial item (as defined in the FAR) technical data from subcontractor delivered to the Government by the prime contractor; no substitutions for “Contracting Officer” or “Government” have been made.) |
| 252.227-7016       | Rights in Bid or Proposal Information                                                                                                                                                                                                                                                                                  |
| 252.227-7017       | Identification and Assertion of Use, Release, or Disclosure Restrictions                                                                                                                                                                                                                                               |
| 252.227-7018       | Rights in Noncommercial Technical Data and Computer Software - Small Business Innovation Research (SBIR) Program                                                                                                                                                                                                       |
| 252.227-7019       | Validation of Asserted Restrictions -- Computer Software                                                                                                                                                                                                                                                               |
| 252.227-7020       | Rights in Special Works                                                                                                                                                                                                                                                                                                |
| 252.227-7021       | Rights in Data-Existing Works                                                                                                                                                                                                                                                                                          |
| 252.227-7022       | Government Rights (Unlimited)                                                                                                                                                                                                                                                                                          |
| 252.227-7023       | Drawings and Other Data Become Property of Government                                                                                                                                                                                                                                                                  |
| 252.227-7025       | Limitations on the Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends (applies when Clause 252.227-7013 or 252.227-7014 are used; no substitution is made for “Government.”)                                                                                                        |
| 252.227-7026       | Deferred Delivery of Technical Data or Computer Software                                                                                                                                                                                                                                                               |
| 252.227-7027       | Deferred Ordering of Technical Data or Computer Software                                                                                                                                                                                                                                                               |
| 252.227-7028       | Technical Data or Computer Software Previously Delivered to the Government                                                                                                                                                                                                                                             |
| 252.227-7030       | Technical Data - Withholding of Payment” (applies when Clause 252.227-7013 is used; substitute “Buyer” for “Contracting Officer” in paragraph (a); add in paragraph (b), “or Buyer” after “Government.”)                                                                                                               |
| 252.227-7033       | Rights in Shop Drawings                                                                                                                                                                                                                                                                                                |
| 252.227-7037       | Validation of Restrictive Markings on Technical Data” (Applicable to Purchase Orders requiring the delivery of technical data)                                                                                                                                                                                         |
| 252.227-7039       | Patents - Reporting of Subject Inventions                                                                                                                                                                                                                                                                              |
| 252.228-7001       | Ground and Flight Risk                                                                                                                                                                                                                                                                                                 |
| 252.228-7005       | Accident Reporting and Investigation - Aircraft, Missiles, and Space Launch Vehicles                                                                                                                                                                                                                                   |
| 252.229-7011       | Reporting of Foreign Taxes – U.S. Assistance Programs                                                                                                                                                                                                                                                                  |
| 252.231-7000       | Supplemental Cost Principles                                                                                                                                                                                                                                                                                           |
| 252.234-7002       | Earned Value Management System                                                                                                                                                                                                                                                                                         |
| 252.235-7003       | Frequency Authorization                                                                                                                                                                                                                                                                                                |
| 252.236-7000       | Modification Proposals – Price Breakdown                                                                                                                                                                                                                                                                               |
| 252.236-7013       | Requirement for Competition Opportunity for American Steel Producers, Fabricators, and Manufacturers                                                                                                                                                                                                                   |
| 252.237-7019       | Training for Contractor Personnel Interacting with Detainees                                                                                                                                                                                                                                                           |

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| 252.239-7016       | Telecommunications Security Equipment, Devices, Techniques, and Services                                                                                          |
| 252.239-7017       | Notice of Supply Chain Risk                                                                                                                                       |
| 252.239-7018       | Supply Chain Risk                                                                                                                                                 |
| 252.242-7004       | Material Management and Accounting System                                                                                                                         |
| 252.242-7006       | Cost/Schedule Status Report Plans                                                                                                                                 |
| 252.243-7001       | Pricing of Contract Modifications                                                                                                                                 |
| 252.244-7000       | Subcontracts for Commercial Items                                                                                                                                 |
| 252.244-7001       | Contractor Purchasing System Administration                                                                                                                       |
| 252.245-7003       | Contractor Property Management System Administration                                                                                                              |
| 252.246-7001 Alt I | Warranty of Data                                                                                                                                                  |
| 252.246-7003       | Notification of Potential Safety Issues                                                                                                                           |
| 252.246-7007       | Contractor Counterfeit Electronic Part Detection and Avoidance System (applies to Purchase Orders for electronic parts or assemblies containing electronic parts) |
| 252.246-7008       | Sources of Electronic Parts                                                                                                                                       |
| 252.247-7007       | Liability and Insurance                                                                                                                                           |
| 252.247-7024       | Notification of Transportation of Supplies by Sea                                                                                                                 |
| 252.249-7002       | Notification of Anticipated Contract Terminations or Reductions                                                                                                   |

### **NASA FARS Clauses**

If the Purchase Order is not for a "commercial item" with the meaning of the FAR 2.101 and is a subcontract under a prime contract awarded to Buyer by the U.S. National Aeronautics and Space Administration, the following provisions in effect on the Purchase Order date shall apply in addition to, or in lieu of, the FAR clauses identified above.

|             |                                                                                                                    |
|-------------|--------------------------------------------------------------------------------------------------------------------|
| 1852.204-75 | Security Classification Requirements                                                                               |
| 1852.204-76 | Security Requirements for Unclassified Information Technology Resources                                            |
| 1852.208-81 | Restrictions on Printing and Duplicating                                                                           |
| 1852.209-70 | Product Removal from Qualified Products List                                                                       |
| 1852.209-71 | Limitation of Future Contracting                                                                                   |
| 1852.211-70 | Packaging, Handling, and Transportation                                                                            |
| 1852.215-78 | Make or Buy Program Requirements                                                                                   |
| 1852.215-79 | Price Adjustments for "Make-or-Buy" Changes                                                                        |
| 1852.215-85 | Proposal Adequacy Checklist                                                                                        |
| 1852.216-90 | Allowability of Legal Costs Incurred in Connection with Whistleblower Proceeding                                   |
| 1852.217-70 | Property Administration and Reporting                                                                              |
| 1852.219-74 | Use of Rural Area Small Businesses                                                                                 |
| 1852.219-75 | Small Business Subcontracting Reporting                                                                            |
| 1852.219-76 | NASA 8 Percent Goal                                                                                                |
| 1852.223-70 | Safety and Health                                                                                                  |
| 1852.223-71 | Frequency Authorization                                                                                            |
| 1852.223-73 | Safety and Health Plan                                                                                             |
| 1852.223-74 | Drug- and Alcohol-Free Workforce.                                                                                  |
| 1852.223-75 | Major Breach of Safety or Security                                                                                 |
| 1852.225-8  | Duty Free Entry of Space Articles                                                                                  |
| 1852.225-70 | Export Licenses                                                                                                    |
| 1852.227-11 | Patent Rights--Retention by the Contractor (Short Form)                                                            |
| 1852.227-14 | Rights in Data—General                                                                                             |
| 1852.227-17 | Rights in Data - Special Works                                                                                     |
| 1852.227-19 | Commercial Computer Software--Restricted Rights                                                                    |
| 1852.227-70 | New Technology                                                                                                     |
| 1852.227-71 | Requests for Waiver of Rights to Inventions                                                                        |
| 1852.227-72 | Designation of New Technology Representative and Patent Representative                                             |
| 1852.227-84 | Patent Rights Clauses                                                                                              |
| 1852.227-85 | Invention Reporting and Rights - Foreign                                                                           |
| 1852.227-86 | Commercial Computer Software - Licensing                                                                           |
| 1852.228-75 | Minimum Insurance Coverage                                                                                         |
| 1852.228-76 | Cross-Waiver of Liability for International Space Station Activities                                               |
| 1852.228-78 | Cross-Waiver of Liability for Science or Space Exploration Activities Unrelated to the International Space Station |
| 1852.231-71 | Determination of Compensation Reasonableness                                                                       |
| 1852.232-82 | Submission of Requests for Progress Payments                                                                       |
| 1852.234-1  | Notice of Earned Value Management System                                                                           |
| 1852.234-2  | Earned Value Management System                                                                                     |

|             |                                                                                                           |
|-------------|-----------------------------------------------------------------------------------------------------------|
| 1852.235-70 | Center for Aerospace Information Technical Reports                                                        |
| 1852.237-71 | Pension Portability                                                                                       |
| 1852.237-72 | Access to Sensitive Information                                                                           |
| 1852.237-73 | Release of Sensitive Information                                                                          |
| 1852.242-70 | Technical Direction                                                                                       |
| 1852.242-71 | Travel Outside the United States.                                                                         |
| 1852.242-73 | NASA Contractor Financial Management Reporting                                                            |
| 1852.243-70 | Engineering Change Proposals                                                                              |
| 1852.243-71 | Shared Savings                                                                                            |
| 1852.243-72 | Equitable Adjustments                                                                                     |
| 1852.245-70 | Contractor Requests for Government-Provided Property                                                      |
| 1852.245-71 | Installation-Accountable Government Property                                                              |
| 1852.245-72 | Liability for Government Property Furnished for Repair or Other Services                                  |
| 1852.245-73 | Financial Reporting of NASA Property in the Custody of Contractors                                        |
| 1852.245-74 | Identification and Markings of Government Equipment                                                       |
| 1852.245-75 | Property Management Changes                                                                               |
| 1852.245-76 | List of Government Property Furnished Pursuant to FAR 52.245-1                                            |
| 1852.245-77 | List of Government Property Furnished Pursuant to FAR 52.245-2                                            |
| 1852.245-79 | Records and Disposition Reports for Government Property with Potential Historic or Significant Real Value |
| 1852.245-80 | Government Property Management Information                                                                |
| 1852.246-70 | Mission Critical Space System Personnel Reliability Program                                               |
| 1852.246-73 | Human Space Flight Item                                                                                   |
| 1852.247-71 | Protection of the Florida Manatee                                                                         |

## DEAR Clauses

If the Purchase Order is not for a "commercial item" with the meaning of the FAR 2.101 and is a subcontract under a prime contract awarded to Buyer by the U.S. Government, Department of Energy, the following provisions in effect on the Purchase Order date shall apply in addition to, or in lieu of, the FAR clauses identified above. Reference 48 CFR part 952.

|            |                                                                                                                                                                |
|------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 952.202-1  | Definitions                                                                                                                                                    |
| 952.203-70 | Whistleblower Protection for Contractor Employees                                                                                                              |
| 952.204-2  | Security Requirements                                                                                                                                          |
| 952.204-70 | Classification/Declassification (Applies to Purchase Orders involving or that may involve access to classified information)                                    |
| 952.204-71 | Sensitive Foreign Nation Controls (Applies to Purchase Orders making unclassified information about nuclear technology available to sensitive foreign nations) |
| 952.204-72 | Disclosure of Information                                                                                                                                      |
| 952.204-73 | Facility Clearance                                                                                                                                             |
| 952.204-77 | Computer Security (Applies to Purchase Orders that may provide access to computers owned, leased, or operated on behalf of the DOE)                            |
| 952.208-70 | Printing                                                                                                                                                       |
| 952.209-72 | Organizational conflicts of interest (Applicable if 952.209-72 Clause, Alternate I is included in Buyer's contract with Buyer's Customer.)                     |
| 952.211-70 | Priorities and Allocations for Energy Programs (solicitations)                                                                                                 |
| 952.211-71 | Priorities and Allocations for Energy Programs (contracts)                                                                                                     |
| 952.216-7  | Allowable Cost and Payment                                                                                                                                     |
| 952.217-70 | Acquisition of Real Property                                                                                                                                   |
| 952.223-71 | Integration of environment, safety, and health into work planning and execution                                                                                |
| 952.223-72 | Radiation protection and nuclear criticality                                                                                                                   |
| 952.223-75 | Preservation of individual occupational radiation exposure records                                                                                             |
| 952.223-78 | Sustainable Acquisition Program                                                                                                                                |
| 952.227-9  | Refund of Royalties                                                                                                                                            |
| 952.227-11 | Patent rights-retention by the contractor (short form)                                                                                                         |
| 952.227-13 | Patent rights-Acquisition by the Government                                                                                                                    |
| 952.227-14 | Rights in Data General (DOE Coverage – Alternates VI and VII)                                                                                                  |
| 952.245-2  | Government Property (fixed price contracts)                                                                                                                    |
| 952.245-5  | Government Property (Cost-Reimbursement, Time and Materials, or Labor Hour Contracts)                                                                          |
| 952.247-70 | Foreign Travel                                                                                                                                                 |
| 952.250-70 | Nuclear Hazards Indemnity Agreement                                                                                                                            |

## Commercial Items

In the event that Supplier asserts that Goods or Services meet the definition of “commercial items” under FAR 2.101, Supplier shall provide relevant documentation to support Supplier’s assertion and a signed certification detailing the basis for Supplier’s assertion. Unless Supplier provides such documentation and certification to the satisfaction of Buyer or Buyer’s customer, or Buyer waives the requirement in writing, the Purchase Order is governed by the FAR, DFAR and NASA provisions.

If the Purchase Order is for a "commercial item" within the meaning of FAR 2.101, only the following FAR clauses in effect on the Purchase Order date shall apply:

|                   |                                                                                                                          |
|-------------------|--------------------------------------------------------------------------------------------------------------------------|
| 52.203-7          | Anti-Kickback Procedures                                                                                                 |
| 52.203-12         | Limitation on Payments to Influence Certain Federal Transactions                                                         |
| 52.203-13         | Contractor Code of Business Ethics and Conduct                                                                           |
| 52.204-10         | Reporting Executive Compensation and First-Tier Subcontract Awards                                                       |
| 52.209-6          | Protecting the Government’s Interest when Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment |
| 52.215-22         | Limitations on Pass-Through Charges – Identification of Subcontract Effort                                               |
| 52.215-23 & Alt I | Limitations on Pass-Through Charges                                                                                      |
| 52.219-8          | Utilization of Small Business Concerns                                                                                   |
| 52.222-21         | Prohibition on Segregated Facilities                                                                                     |
| 52.222-26         | Equal Opportunity                                                                                                        |
| 52.222-35         | Equal Opportunity for Special Disabled Veterans, Veterans of the Viet Nam Era, and Other Eligible Veterans               |
| 52.222-36         | Affirmative Action for Workers with Disabilities                                                                         |
| 52.222-40         | Notification of Employee Rights Under the National Labor Relations Act                                                   |
| 52.222-50 & Alt I | Combating Trafficking in Persons                                                                                         |
| 52.222-54         | Employment Eligibility Verification                                                                                      |
| 52.244-6          | Subcontracts for Commercial Items                                                                                        |
| 52.247-64         | Preference for Privately Owned U.S.-Flag Commercial Vessels                                                              |

If the Purchase Order is for a “commercial item” within the meaning of FAR 2.101 and is a subcontract under a prime contract awarded to Buyer by the U.S. Department of Defense, the following DFARS clauses in effect on the Purchase Order date shall apply in addition to, or in lieu of, the FAR clauses identified above.

|              |                                                                                                                                                  |
|--------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| 225.223-7008 | Prohibition on Hexavalent Chromium. (Applicable to all Purchase Orders for supplies, maintenance and repair services, or construction materials) |
| 252.203-7000 | Requirements Relating to Compensation of Former DoD Officials                                                                                    |
| 252.225-7008 | Restriction on Acquisition of Specialty Metals                                                                                                   |
| 252.225-7009 | Restriction on Acquisition of Certain Articles Containing Specialty Metals                                                                       |
| 252.225-7010 | Commercial Derivative Military Article – Special Metals Compliance Certificate                                                                   |
| 252.227-7013 | Rights in Technical Data – Noncommercial Items                                                                                                   |
| 252.227-7015 | Technical Data – Commercial Items                                                                                                                |
| 252.227-7037 | Validation of Restrictive Markings on Technical Data                                                                                             |
| 252.244-7000 | Subcontracts for Commercial Items                                                                                                                |
| 252.246-7003 | Notification of Potential Safety Issues                                                                                                          |
| 252.247-7023 | Transportation of Supplies by Sea                                                                                                                |
| 252.247-7024 | Notification of Transportation of Supplies by Sea                                                                                                |

## Additional Clauses Applicable to Orders involving Ammunition and/or Explosives:

### DFARS Clause

252.223-7002

Safety Precautions for Ammunition and Explosives ("Contracting Officer" shall mean Government or Buyer in paragraphs (b), (c), (e), (f) and (g), except in the first and third sentences of (g) (ii).) (Applicable if the subcontract involves ammunition or explosives.) (Supplier understands and agrees to the Government's and Buyer's right of access to the Supplier's facilities, personnel, and safety program documentation to review and evaluate safety programs, implementation, and facilities, including Supplier's compliance with applicable law under this clause. Supplier shall accept direction to cease performance of this contract if a serious, uncorrected, or recurring safety deficiency potentially causes an imminent hazard to Government or Buyer personnel, property or contract performance.)

As prescribed in 223.370-5, use the following clause:

#### SAFETY PRECAUTIONS FOR AMMUNITION AND EXPLOSIVES (MAY 1994)

(a) *Definition.* "Ammunition and explosives," as used in this clause—

(1) Means liquid and solid propellants and explosives, pyrotechnics, incendiaries, and smokes in the following forms:

- (i) Bulk,
- (ii) Ammunition;
- (iii) Rockets;
- (iv) Missiles;
- (v) Warheads;
- (vi) Devices; and
- (vii) Components of (i) through (vi), except for wholly inert items.

(2) This definition does not include the following, unless the Contractor is using or incorporating these materials for initiation, propulsion, or detonation as an integral or component part of an explosive, an ammunition or explosive end item, or of a weapon system—

- (i) Inert components containing no explosives, propellants, or pyrotechnics;
- (ii) Flammable liquids;
- (iii) Acids;
- (iv) Oxidizers;
- (v) Powdered metals; or
- (vi) Other materials having fire or explosive characteristics.

(b) *Safety requirements.*

(1) The Contractor shall comply with the requirements of the DoD Contractors' Safety Manual for Ammunition and Explosives, DoD 4145.26-M, hereafter referred to as "the manual," in effect on the date of the solicitation for this contract. The Contractor shall also comply with any other additional requirements included in the schedule of this contract.

(2) The Contractor shall allow the Government access to the Contractor's facilities, personnel, and safety program documentation. The Contractor shall allow authorized Government representatives to evaluate safety programs, implementation, and facilities.

(c) *Noncompliance with the manual.*

(1) If the Contracting Officer notifies the Contractor of any noncompliance with the manual or schedule provisions, the Contractor shall take immediate steps to correct the noncompliance. The Contractor is not entitled to reimbursement of costs incurred to correct non-compliances unless such reimbursement is specified elsewhere in the contract.

(2) The Contractor has 30 days from the date of notification by the Contracting Officer to correct the noncompliance and inform the Contracting Officer of the actions taken. The Contracting Officer may direct a different time period for the correction of non-compliances.

(3) If the Contractor refuses or fails to correct non-compliances within the time period specified by the Contracting Officer, the Government has the right to direct the Contractor to cease performance on all or part of this contract. The Contractor shall not resume performance until the Contracting Officer is satisfied that the corrective action was effective, and the Contracting Officer so informs the Contractor.

(4) The Contracting Officer may remove Government personnel at any time the Contractor is in noncompliance with any safety requirement of this clause.

(5) If the direction to cease work or the removal of Government personnel results in increased costs to the Contractor, the Contractor shall not be entitled to an adjustment in the contract price or a change in the delivery or performance schedule unless the Contracting Officer later determines that the Contractor had in fact complied with the manual or schedule provisions. If the Contractor is entitled to an equitable adjustment, it shall be made in accordance with the Changes clause of this contract.

(d) *Mishaps.* If a mishap involving ammunition or explosives occurs, the Contractor shall—

(1) Notify the Contracting Officer immediately;

(2) Conduct an investigation in accordance with other provisions of this contract or as required by the Contracting Officer; and

(3) Submit a written report to the Contracting Officer.

(e) *Contractor responsibility for safety.*

(1) Nothing in this clause, nor any Government action or failure to act in surveillance of this contract, shall relieve the Contractor of its responsibility for the safety of—

(i) The Contractor's personnel and property;

(ii) The Government's personnel and property; or

(iii) The general public.

(2) Nothing in this clause shall relieve the Contractor of its responsibility for complying with applicable Federal, State, and local laws, ordinances, codes, and regulations (including those requiring the obtaining of licenses and permits) in connection with the performance of this contract.

(f) *Contractor responsibility for contract performance.*

(1) Neither the number or frequency of inspections performed by the Government, nor the degree of surveillance exercised by the Government, relieve the Contractor of its responsibility for contract performance.

(2) If the Government acts or fails to act in surveillance or enforcement of the safety requirements of this contract, this does not impose or add to any liability of the Government.

(g) *Subcontractors.*

(1) The Contractor shall insert this clause, including this paragraph (g), in every subcontract that involves ammunition or explosives.

(i) The clause shall include a provision allowing authorized Government safety representatives to evaluate subcontractor safety programs, implementation, and facilities as the Government determines necessary.

(ii) **NOTE:** The Government Contracting Officer or authorized representative shall notify the prime Contractor of all findings concerning subcontractor safety and compliance with the manual. The Contracting Officer or authorized representative may furnish copies to the subcontractor. The Contractor in turn shall communicate directly with the subcontractor, substituting its name for references to "the Government". The Contractor and higher tier subcontractors shall also include provisions to allow direction to cease performance of the subcontract if a serious uncorrected or recurring safety deficiency potentially causes an imminent hazard to DoD personnel, property, or contract performance.

(2) The Contractor agrees to ensure that the subcontractor complies with all contract safety requirements. The Contractor will determine the best method for verifying the adequacy of the subcontractor's compliance.

(3) The Contractor shall ensure that the subcontractor understands and agrees to the Government's right to access to the subcontractor's facilities, personnel, and safety program documentation to perform safety surveys. The Government performs these safety surveys of subcontractor facilities solely to prevent the occurrence of any mishap which would endanger the safety of DoD personnel or otherwise adversely impact upon the Government's contractual interests.

(4) The Contractor shall notify the Contracting Officer or authorized representative before issuing any subcontract when it involves ammunition or explosives. If the proposed subcontract represents a change in the place of performance, the Contractor shall request approval for such change in accordance with the clause of this contract entitled "Change in Place of Performance--Ammunition and Explosives".

252.223-7003

Change in Place of Performance - Ammunition and Explosives

252.223-7007

Safeguarding Sensitive Conventional Arms, Ammunition, and Explosives

**Purchase Orders over the Micro-Purchase Threshold (As defined at FAR 2.101), Also Include:**

**FAR Clause(s)**

- 52.222-41 Service Contract Labor Standards
- 52.222-51 Exemption from Application of the Service Contract Act to Contracts for Maintenance, Calibration, or Repair of Certain Equipment - Requirements
- 52.223-18 Encouraging Contractor Policies to Ban Text Messaging while Driving

**NASA FAR Supplement Clause(s)**

- 1852.223-72 Safety and Health (Short Form)

**Additional Clauses Applicable to orders exceeding \$10,000:**

**FAR Clause(s)**

- 52.222-21 Prohibition of Segregated Facilities
- 52.222-22 Previous Contracts and Compliance Reports
- 52.222-26 Equal Opportunity
- 52.222-36 Affirmative Action for Workers with Disabilities
- 52.222-40 Notification of Employee Rights Under the National Labor Relations Act (29 CFR Part 471, Appendix A to Subpart A)

**Additional Clauses Applicable to orders exceeding \$20,000:**

**FAR Clause(s)**

- 52.222-20 Contracts for Materials, Supplies, Articles, and Equipment

**Additional Clauses Applicable to orders exceeding \$40,000:**

**FAR Clause(s)**

- 52.204-10 Reporting Executive Compensation and First-Tier Subcontract Awards

**Additional Clauses Applicable to orders exceeding \$45,000:**

**FAR Clause(s)**

- 52.209-6 Protecting the Government's Interest when Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment

**Additional Clauses Applicable to orders exceeding \$200,000:**

**FAR Clause(s)**

- 52.203-7 Anti-Kickback Procedures (excluding paragraph (c)(1), in paragraph (c)(4) delete "The Contracting Officer may" and replace with "To the extent the Contract Officer has effected an offset in the Prime Contract or directed the Buyer to withhold an amount, the Buyer may..."
- 52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions
- 52-203-12 Limitation on Payments to Influence Certain Federal Transactions
- 52-222-4 Contract Work Hours and Safety Standards Act – Overtime Compensation
- 52.222-35 Equal Opportunity for Veterans
- 52.222-37 Employment Reports on Veterans
- 52.223-14 Toxic Chemical Release Reporting

**Additional Clauses Applicable to orders exceeding the Simplified Acquisition Threshold (as defined at FAR 2.101):**

**FAR Clause(s)**

- 52.203-3 Gratuities
- 52.203-5 Covenant Against Contingent Fees
- 52.203-6 Restrictions on Subcontractor Sales to the Government
- 52.209-5 Certification Regarding Debarment, Suspension, Proposed Debarment, and Other Responsibility Matters (applies if Purchase Order exceeds the Simplified Acquisition Threshold)
- 52.215-2 Audit and Records - Negotiation ALT I (include if subject to American Recovery and Reinvestment Act of 2009)
- 52.215-14 Integrity of Unit Prices. (Except paragraph (b), but include paragraph (b) in Alternate I.)
- 52.215-21 Requirements for Cost or Pricing Data or Information Other Than Cost or Pricing Data - Modifications

|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 52.215-22 | Limitations on Pass-Through Charges—Identification of Subcontract Effort. (Applicable to solicitations for Purchase Orders that will incorporate FAR clause 52.215-23 or 52.215-23 Alt I.)                                                                                                                                                                                                                                                                                                                                             |
| 52.215-23 | Limitations on Pass-Through Charges. (Include Alternate I if it is included in the prime contract.) (Applicable to cost-reimbursement Purchase Orders that exceed the simplified acquisition threshold, except if the contract is with the Department of Defense (DoD), then this clause is applicable to all cost-reimbursement Purchase Orders and fixed-price Purchase Orders, except those identified in FAR 15.408(n)(2)(i)(B)(2), that exceed the threshold for obtaining cost or pricing data in accordance with FAR 15.403-4.) |
| 52.219-8  | Utilization of Small Business Concerns                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| 52.225-8  | Duty-Free Entry (in paragraph (c)(1), change “20 calendar days” to “30 calendar days” and in paragraph (c)(2), change “10 calendar days” to “20 calendar days”)                                                                                                                                                                                                                                                                                                                                                                        |
| 52.227-1  | Authorization and Consent (include Alternate I or II to the extent in the prime contract)                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 52.227-2  | Notice and Assistance Regarding Patent and Copyright Infringement                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| 52.228-5  | Insurance – Work on a Government Installation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 52.229-3  | Federal, State and Local Taxes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 52.229-4  | Federal, State and Local Taxes (State and Local Adjustments)                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 52.229-6  | Taxes – Foreign Fixed Price Contracts                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| 52.229-7  | Taxes – Fixed Price Contracts with Foreign Governments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| 52.229-8  | Taxes – Foreign Cost Reimbursement Contracts                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 52.232-17 | Interest                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| 52.248-1  | Value Engineering                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |

#### **DFARS Clause(s)**

|              |                                                                                      |
|--------------|--------------------------------------------------------------------------------------|
| 252.203-7001 | Prohibition on Persons Convicted of Fraud or Other Defense-Contract-Related Felonies |
| 252.247-7023 | Transportation of Supplies by Sea                                                    |

#### **DEAR Clause(s)**

|            |                                                                   |
|------------|-------------------------------------------------------------------|
| 970.5227-5 | Notice and Assistance Regarding Patent and Copyright Infringement |
|------------|-------------------------------------------------------------------|

### **Additional Clauses Applicable to orders exceeding \$500,000:**

#### **DFARS Clause(s)**

|              |                                                                                                                     |
|--------------|---------------------------------------------------------------------------------------------------------------------|
| 252.226-7001 | Utilization of Indian Organizations, Indian-Owned Economic Enterprises, and Native Hawaiian Small Business concerns |
|--------------|---------------------------------------------------------------------------------------------------------------------|

#### **DEAR Clause(s)**

|            |                                      |
|------------|--------------------------------------|
| 952.226-74 | Displaced Employee Hiring Preference |
|------------|--------------------------------------|

#### **NASA FAR Clause(s)**

|             |                                                   |
|-------------|---------------------------------------------------|
| 1852.244-70 | Geographic Participation in the Aerospace Program |
|-------------|---------------------------------------------------|

### **Additional Clauses Applicable to orders exceeding \$750,000 and/or the applicable cost or pricing data threshold shall also include the following:**

#### **FAR Clause(s)**

|           |                                                                                                      |
|-----------|------------------------------------------------------------------------------------------------------|
| 52.214-26 | Audit and Records — Sealed Bidding                                                                   |
| 52.214-27 | Price Reduction for Defective Cost or Pricing Data - Modifications - Sealed Bidding                  |
| 52.214-28 | Subcontract Cost or Pricing Data - Modifications - Sealed Bidding                                    |
| 52.215-15 | Pension Adjustments and Asset Reversions.                                                            |
| 52.215-18 | Reversion or Adjustment of Plans for Postretirement benefits (PRB) Other than Pensions               |
| 52.215-19 | Notification of Ownership Changes                                                                    |
| 52.215-20 | Requirements for Cost or Pricing Data or Information Other Than Cost or Pricing Data                 |
| 52.215-21 | Requirements for Cost or Pricing Data or Information Other Than Cost or Pricing Data - Modifications |

#### **Unless exempt, also include the following:**

|           |                                                                                                                                                                                                                                                          |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 52.203-13 | Contractor Code of Business Ethics and Conduct (applies to contracts exceeding \$7,500,000 with a period of performance greater than 120 days; disclosures under this clause shall be made directly to the Government entities identified in the clause) |
| 52.203-14 | Display of Hotline Posters (applies to contracts exceeding \$5,500,000 except when the contract is (1) for commercial items, or (2) is performed entirely outside the United States)                                                                     |
| 52.209-6  | Protecting the Government's Interest when Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment (applies to Purchase Orders exceeding \$45,000)                                                                                 |

|           |                                                                                                                                                                                                                                                                                                                                                                                                     |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 52.215-10 | Price Reduction for Defective Certified Cost or Pricing Data (applies if the prime contract was awarded through negotiations and certified cost or pricing data is required; in paragraph (c), the term “Contracting Officer” does not change; Seller shall provide cost or pricing data and execute a Certificate of Current Cost or Pricing Data in substantially the form prescribed in the FAR) |
| 52.215-11 | Price Reduction for Defective Certified Cost or Pricing Data – Modifications (applies if certified cost or pricing data is required for the pricing of modifications; Seller shall provide cost or pricing data and execute a Certificate of Current Cost or Pricing Data in substantially the form prescribed in the FAR)                                                                          |
| 52.215-12 | Subcontractor Cost or Pricing Data. (applies if the Purchase Order, when entered into, exceeds the threshold for submission of cost or pricing data at FAR 15.43(a)(1), and cost or pricing data is required to be submitted in connection with the award of the Prime Contract; in Paragraph (d), the term “Contracting Officer” does not change)                                                  |
| 52.215-13 | Subcontractor Cost or Pricing Data—Modifications (applies if the Purchase Order, when entered into, exceeds the threshold for submission of cost or pricing data at FAR 15.403(a)(1), and when FAR 52.215-11 is included)                                                                                                                                                                           |
| 52.215-19 | Notification of Ownership Changes                                                                                                                                                                                                                                                                                                                                                                   |
| 52.215-20 | Requirements for Certified Cost or Pricing Data Other Than Certified Cost or Pricing Data                                                                                                                                                                                                                                                                                                           |
| 52.215-21 | Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data - Modifications                                                                                                                                                                                                                                                                                  |
| 52.222-24 | Pre-award On-Site Equal Opportunity Compliance Evaluation                                                                                                                                                                                                                                                                                                                                           |
| 52.225-3  | Buy American Act -- North American Free Trade Agreement –Israeli Trade Act                                                                                                                                                                                                                                                                                                                          |
| 52.225-5  | Trade Agreements                                                                                                                                                                                                                                                                                                                                                                                    |
| 52.225-19 | Contractor Personnel in a Designated Operational Area                                                                                                                                                                                                                                                                                                                                               |
| 52.227-13 | Patent Rights – Ownership by the Government                                                                                                                                                                                                                                                                                                                                                         |
| 52.229-10 | State of New Mexico Gross Receipts and Compensating Tax                                                                                                                                                                                                                                                                                                                                             |
| 52.234-4  | Earned Value Management System                                                                                                                                                                                                                                                                                                                                                                      |
| 52.243-6  | Change Order Accounting                                                                                                                                                                                                                                                                                                                                                                             |
| 52.243-7  | Notification of Changes                                                                                                                                                                                                                                                                                                                                                                             |

**Applicable to Cost-Reimbursement, Time and Material, or Labor Hour Purchase Orders:**

|           |                                                                                                                                                                                                                                                                                                         |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 52.215-16 | Facilities Capital Cost of Money                                                                                                                                                                                                                                                                        |
| 52.215-17 | Waiver of Facilities Cost of Money                                                                                                                                                                                                                                                                      |
| 52.216-7  | Allowable Cost and Payment (applies to cost reimbursement and time-and-materials Purchase Orders; Seller agrees to execute assignment documents in order to comply with subsection (h))                                                                                                                 |
| 52.216-8  | Fixed Fee (applies to cost-plus-fixed-fee Purchase Orders)                                                                                                                                                                                                                                              |
| 52.216-10 | Incentive Fee (applies to cost-plus-incentive-fee Purchase Orders)                                                                                                                                                                                                                                      |
| 52.216-11 | Cost Contract (applies to cost-reimbursement no fee Purchase Orders)                                                                                                                                                                                                                                    |
| 52.216-12 | Cost Sharing Contract - No Fee (applies to cost-reimbursement Purchase Orders that provide no fee and are not a cost-sharing arrangement)                                                                                                                                                               |
| 52.222-2  | Payment for Overtime Premiums                                                                                                                                                                                                                                                                           |
| 52.228-7  | Insurance - Liability to Third Persons                                                                                                                                                                                                                                                                  |
| 52.232-7  | Payments under Time and Materials and Labor Hour Contracts, in which “schedule” means the Purchase Order, “voucher(s)” means invoice(s), “Government means PacSci EMC and “Contracting Officer” means Buyer’s Purchasing Representative.                                                                |
| 52.232-20 | Limitation of Cost                                                                                                                                                                                                                                                                                      |
| 52.232-22 | Limitation of Funds                                                                                                                                                                                                                                                                                     |
| 52.242-1  | Notice of Intent to Disallow Costs                                                                                                                                                                                                                                                                      |
| 52.242-3  | Penalties for Unallowable Costs                                                                                                                                                                                                                                                                         |
| 52.243-2  | Changes – Cost Reimbursement                                                                                                                                                                                                                                                                            |
| 52.243-3  | Changes – Time and Material or Labor Hours – applicable to such Purchase Orders                                                                                                                                                                                                                         |
| 52.244-2  | Subcontracts                                                                                                                                                                                                                                                                                            |
| 52.246-3  | Inspection of Supplies - Cost-Reimbursement                                                                                                                                                                                                                                                             |
| 52.246-5  | Inspection of Services – Cost Reimbursement                                                                                                                                                                                                                                                             |
| 52.246-6  | Inspection of Services – Time and Material and Labor Hours                                                                                                                                                                                                                                              |
| 52.249-6  | Termination (Cost-Reimbursement) (in paragraph (a)(2), change “10 days” to “7 days”; in paragraph (d), change “120 days” to “60 days”; in paragraph (f), change “1 year” to “6 months”) (this clause applies in lieu of the Termination for Convenience clause in the body of the Terms and Conditions) |
| 52.249-14 | Excusable Delays                                                                                                                                                                                                                                                                                        |

## **Certifications**

The Seller, by signing its offer, hereby certifies compliance with the following clauses and is therefore eligible for award.

- |           |                                                                                                                                                   |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| 52.203-11 | Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (applies if Purchase Orders exceed \$200,000)           |
| 52.209-5  | Certification Regarding Debarment, Suspension, Proposed Debarment, and Other Responsibility Matters (applies if Purchase Orders exceed \$350,000) |
| 52.225-2  | Buy American Act Certificate                                                                                                                      |
| 52.225-4  | Buy American Act - Free Trade Agreements – Israel Trade Act Certificate                                                                           |
| 52.225-6  | Trade Agreements Certificate                                                                                                                      |

## **DFARS Clause(s)**

- |              |                                                                                                                                                                                                                                                                                                                                                                                                                 |
|--------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 252.215-7008 | Only One Offer (applies if Buyer receives notification from the Government that only one offer was received and additional cost or pricing data was required to determine whether the price is fair and reasonable or to comply with the statutory requirements for certified cost or pricing data, unless an exception exists under 215.371-4(a); "Contracting Officer" means "Contracting Officer and Buyer") |
|--------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

## **Additional Clauses Applicable to orders exceeding \$1,000,000:**

- |              |                                                                              |
|--------------|------------------------------------------------------------------------------|
| 252.222-7006 | Restrictions on the Use of Mandatory Arbitration Agreements                  |
| 252.225-7033 | Waiver of United Kingdom Levies (orders with UK firms exceeding \$1,000,000) |

## **Additional Clauses Applicable to orders exceeding \$7,500,000:**

### **FAR Clause(s)**

- |           |                                                                                                                                                                                                                                                                        |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 52.203-13 | Contractor Code of Business Ethics and Conduct (applies if the Purchase Order exceeds \$7,500,000 and the period of performance is more than 120 days. Disclosures made under this clause shall be made directly to the Government entities identified in the clause.) |
| 52.203-14 | Display of Hotline Posters                                                                                                                                                                                                                                             |

### **DFARS Clause(s)**

- |              |                                    |
|--------------|------------------------------------|
| 252.203-7004 | Display of Fraud Hotline Poster(s) |
|--------------|------------------------------------|

## **Additional Clauses Applicable to orders exceeding \$10,000,000:**

### **FAR Clause(s)**

- |           |                                                           |
|-----------|-----------------------------------------------------------|
| 52.222-24 | Pre-Award On-Site Equal Opportunity Compliance Evaluation |
|-----------|-----------------------------------------------------------|

## **Additional Clauses, As Applicable:**

### **FAR Clause(s)**

#### **Cost Accounting Standards (Applicable unless otherwise exempt):**

- |          |                                                                           |
|----------|---------------------------------------------------------------------------|
| 52.230-2 | Cost Accounting Standards                                                 |
| 52.230-3 | Disclosure and Consistency of Cost Accounting Practices                   |
| 52.230-4 | Disclosure and Consistency of Cost Accounting Practices- Foreign Concerns |
| 52.230-6 | Administration of Cost Accounting Standards                               |

### **DFARS Clause(s)**

#### **Orders Performed Outside the United States Shall Also Include the Following:**

- |              |                                                                            |
|--------------|----------------------------------------------------------------------------|
| 252.225-7040 | Contractor Personnel Supporting a Force Deployed Outside the United States |
|--------------|----------------------------------------------------------------------------|