Supplemental Terms and Conditions

FEDERAL ACQUISITION REGULATIONS (FAR), DEPARTMENT OF DEFENSE FAR SUPPLEMENT (DFARS), NATIONAL AERONAUTICS and SPACE ADMINISTRATION (NASA) FAR SUPPLEMENT. The following clauses set forth in the FAR and DFARS as in effect on the date of this purchase order are incorporated herein by reference. Where necessary to make the clauses applicable to this purchase order, “Contractor” shall mean “Seller,” “Contracting Officer” shall mean “Buyer,” and the “Government” shall mean “Buyer” or the “Government” whenever appearing in the clauses. Seller shall include the following clauses in its lower-tier purchase orders as required. If any of the following FAR or DFARS clauses do not apply to a particular purchase order, such clauses are self-deleting. Section headings for the monetary thresholds are for convenience of reference and do not limit any of the terms of the clauses referenced.

FAR Clauses at https://www.acquisition.gov/browse/index/far
DFARS and NASA FAR Supplement Clauses at https://www.acquisition.gov/content/supplemental-regulations

A. Federal Acquisition Regulation and DFARS Clauses

1. All Orders
Except as may be expressly set forth in this document with the government contracting officer’s express consent, the seller shall not acquire any direct claim or direct course of action against the US Government.

52.203-15 Whistleblower Protections Under the American Recovery and Reinvestment Act (Jun 2010)
52.203-19 Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements (Jan 2017)
52.204-2 Security Requirements (Aug 1996)
52.204-9 Personal Identity Verification of Contractor Personnel (Jan 2011)
52.204-21 Basic Safeguarding of Covered Contractor Information Systems (Jun 2016)
52.204-23 Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities (Jul 2018)
52.204-25 Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment (Aug 2019)
52.208-8 Required Sources for Helium and Helium Usage Data (Aug 2018)
52.211-5 Material Requirements (Aug 2000)
52.211-15 Defense Priority and Allocation Requirements (Apr 2008)
52.215-15 Pension Adjustment and Asset Reversions (Oct 2010)
52.215-18 Reversion or Adjustment of Plans for Postretirement Benefits (PRB) Other Than Pensions (Jul 2005)
52.215-19 Notification of Ownership Changes (Oct 1997)
52.219-8 Utilization of Small Business Concerns (Oct 2018)
52.219-28 Post-Award Small Business Program Representation (Jul 2013)
52.222-4 Contract Work Hours and Safety Standards Act – Overtime Compensation (Mar 2018)
52.222-21 Prohibition of Segregated Facilities (Apr 2015)
52.222-22 Previous Contracts and Compliance Reports (Feb 1999)
52.222-26 Equal Opportunity (Sep 2016)
52.222-41 Service Contract Labor Standards (Aug 2018)
52.222-50 Combating Trafficking in Persons (Jan 2019)
52.223-3 Hazardous Material Identification and Material Safety Data (Alt I applies if this order is for other than DoD) (Jan 1997)
52.223-4 Recovered Material Certification (May 2008)
52.223-5 Pollution Prevention and Right-to-Know Information (May 2011)
52.223-7 Notice of Radioactive Materials (Jan 1997)
52.223-11 Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons (Jun 2016)
52.223-15 Energy Efficiency in Energy-Consuming Products (Dec 2007)
52.224-1 Privacy Act Notification (Apr 1984)

Form 116-32 20191003

This document does not contain Technical Data or Technology as defined in the ITAR Part 120.10 or EAR Part 772
Supplemental Terms and Conditions

52.224-2 Privacy Act (Apr 1984)
52.225-1 Buy American Act – Supplies (May 2014)
52.225-2 Buy American Act Certificate (May 2014)
52.225-3 Buy American Act – Free Trade Agreements – Israel Trade Act (May 2014)
52.225-5 Trade Agreements (Aug 2018)
52.225-8 Duty-free Entry (Oct 2010)
52.225-13 Restrictions on Certain Foreign Purchases (Jun 2008)
52.227-9 Refund of Royalties (Apr 1984)
52.227-10 Filing of Patent Applications - Classified Subject Matter (Dec 2007)
52.227-11 Patent Rights – Ownership by the Contractor (references to “Government”, “Contracting Officer” and “Contractor” as contained in this clause remain unchanged) (May 2014)
52.227-13 Patent Rights-Ownership by the Government (Dec 2007)
52.227-14 Rights in Data – General (May 2014)
52.229-3 Federal, State, and Local Taxes (Feb 2013)
52.232-39 Unenforceability of Unauthorized Obligations (Jun 2013)
52.232-40 Providing Accelerated Payments to Small Business Subcontractors (Dec 2013)
52.233-1 Disputes (May 2014)
52.233-3 Protest After Award (Aug 1996)
52.234-1 Industrial Resources Developed Under Title III, Defense Production Act (Sep 2016)
52.236-13 Accident Prevention (Nov 1991)
52.244-6 Subcontracts for Commercial Items (Aug 2019)
52.245-1, Alt 1 Government Property (except in clauses (e)(1), (e)(2)(ii), (e)(3)(i), (f)(1)(ii), the term “Government” shall remain) (Jan 2017)
52.245-9 Use and Charges (Apr 2012)
52.246-2 Inspection of Supplies – Fixed Price (Aug 1996)
52.246-16 Responsibility for Supplies (Apr 1984)
52.247-63 Preference for U.S. Flag Air Carriers (June 2003)
52.247-64 Preference for Privately Owned U.S. Flag Commercial Vessels (Feb 2006)
52.249-2 Termination for Convenience of the Government (Fixed-Price) (Apr 2012)
52.249-8 Default (Fixed-Price Supply and Service) (Apr 1984)
252.203-7002 Requirement to Inform Employees of Whistleblower Rights (Sep 2013)
252.204-7000 Disclosure of Information (Oct 2016)
252.204-7008 Compliance with Safeguarding Covered Defense Information Controls (Oct 2016)
252.204-7009 Limitations on the Use and Disclosure of Third-Party Contractor Reported Cyber Incident Information (Oct 2016)
252.204-7012 Safeguarding Covered Defense Information and Cyber Incident (Oct 2016)
252.204-7014 Limitations on the Use of Disclosure of Information by Litigation Support Contractors (May 2016)
252.204-7015 Notice of Authorized Disclosure of Information for Litigation Support (May 2016)
252.208-7000 Intent to Furnish Precious Metals as Government-Furnished Material (Dec 1991)
252.222-7000 Restrictions on Employment of Personnel (Mar 2000)
252.223-7006 Prohibition on Storage and Disposal of Toxic and Hazardous Materials (Sep 2014)
252.223-7008 Prohibition of Hexavalent Chromium (Jun 2013)
252.225-7001 Buy American Act and Balance of Payments Program (Dec 2017)
252.225-7006 Acquisition of the American Flag (Aug 2015)
252.225-7007 Prohibition on Acquisition of United States Items From Communist Chinese Military Companies (Dec 2018)

Form 116-32 20191003
This document does not contain Technical Data or Technology as defined in the ITAR Part 120.10 or EAR Part 772
Supplemental Terms and Conditions

252.225-7008  Restriction on Acquisition of Specialty Metals (Mar 2013)
252.225-7009  Restriction on Acquisition of Certain Articles Containing Specialty Metals (Oct 2014)
252.225-7012  Preference for Certain Domestic Commodities (Dec 2017)
252.225-7013  Duty-Free Entry (May 2016)
252.225-7016  Restriction on Acquisition of Ball and Roller Bearings (Jun 2011)
252.225-7021  Trade Agreements (Sep 2019)
252.225-7025  Restrictions on Acquisition of Forgings (Dec 2009)
252.225-7030  Restriction on Acquisition of Carbon Alloy and Armor Steel Plate (Dec 2006)
252.225-7052  Restriction on the Acquisition of Certain Magnets and Tungsten (Apr 2019)

252.227-7013  Rights in Technical Data - Noncommercial Items (the term “Government” shall remain throughout this clause, the term “Contracting Officer” shall mean both “Contracting Officer and Buyer”) (Feb 2014)
252.227-7014  Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (the term “Government” shall remain throughout this clause, the term “Contracting Officer” shall mean both “Contracting Officer and Buyer”) (Feb 2014)
252.227-7015  Technical Data - Commercial Items (Feb 2014)
252.227-7016  Rights in Bid or Proposal Information (Jan 2011)
252.227-7019  Validation of Asserted Restrictions - Computer Software (Sep 2016)
252.227-7025  Limitations on the Use or Disclosure of Government Furnished Information Marked with Restrictive Legends (May 2013)
252.227-7030  Technical Data - Withholding of Payment (Mar 2000)
252.227-7037  Validation of Restrictive Markings of Technical Data (the terms throughout this clause shall remain unchanged) (Sep 2016)
252.228-7001  Ground and Flight Risk (Jun 2010)
252.228-7005  Accident Reporting and Investigation Involving Aircraft, Missiles and Space Launch Vehicles (Dec 1991)
252.229-7011  Reporting of Foreign Taxes – US Assistance Programs (Sep 2005)
252.235-7003  Frequency Authorization (Mar 2014)
252.235-7004  Protection of Human Subjects (Jul 2009)
252.239-7018  Supply Chain Risk (Feb 2019)
252.243-7001  Pricing of Contract Modifications (Dec 1991)
252.244-7000  Subcontracts for Commercial Items (Jun 2013)
252.246-7001  Warranty of Data (Alt 1) (Mar 2014)
252.246-7003  Notification of Potential Safety Issues (Jun 2013)
252.246-7007  Contractor Counterfeit Electronic Part Detection and Avoidance System (for paragraphs (a)-(e) the term “Contractor” shall mean “Seller” and the term “Contracting Officer” shall mean both “Contracting Officer” and “Buyer”) (Aug 2016)
252.246-7008  Sources of Electronic Parts (May 2018)
252.247-7023  Transportation of Supplies by Sea (paragraphs (a) through (e) apply to all orders; all paragraphs apply to transactions greater than $250,000) (Feb 2019)
252.249-7002  Notification of Anticipated Contract Termination or Reduction (May 2019)

2. Orders over $3,500
52.222-54  Employment Eligibility Verification (Oct 2015)

3. Orders over $10,000
52.222-40  Notification of Employee Rights Under the National Labor Relations Act (Dec 2010)
52.223-18  Encouraging Contractor Policies to Ban Text Messaging While Driving (Aug 2011)
Supplemental Terms and Conditions

4. **Orders over $15,000**
   - 52.222-20 Contracts for Materials, Supplies, Articles and Equipment Exceeding $15,000 (May 2014)
   - 52.222-36 Equal Opportunity for Workers with Disabilities (Jul 2014)

5. **Orders over $30,000**
   - 52.204-10 Reporting Executive Compensation and First-Tier Subcontract Awards (Oct 2018)

6. **Orders over $35,000**
   - 52.209-6 Protecting the Government’s Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment (Oct 2015)

7. **Orders over $150,000**
   - 52.203-7 Anti-Kickback Procedures (May 2014)
   - 52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (Sep 2007)
   - 52.203-12 Limitation on Payments to Influence Certain Federal Transactions (Oct 2010)
   - 52.222-35 Equal Opportunity for Workers with Disabilities (Jul 2014)
   - 52.222-37 Employment Reports on Special Veterans (Feb 2016)
   - 52.248-1 Value Engineering (Oct 2010)

8. **Orders over $250,000**
   - 52.203-3 Gratuities (Apr 1984)
   - 52.203-5 Covenant Against Contingent Fees (May 2014)
   - 52.203-6 Restrictions on Subcontractor Sales to the Government (Sep 2006)
   - 52.203-8 Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity (May 2014)
   - 52.203-10 Price or Fee Adjustment for Illegal or Improper Activity (May 2014)
   - 52.203-16 Preventing Conflicts of Interest (Dec 2011)
   - 52.203-17 Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights (Apr 2014)
   - 52.215-2 Audit and Records – Negotiation (Oct 2010)
   - 52.215-14 Integrity of Unit Prices (except for paragraph (b) of this clause) (Oct 2010)
   - 52.215-23 Limitations on Pass-Through Charges (Oct 2009)
   - 52.227-1 Authorization and Consent (Dec 2007)
   - 52.227-2 Notice and Assistance Regarding Patent and Copyright Infringement (Dec 2007)
   - 252.203-7001 Prohibition on Persons Convicted of Fraud or Other Defense-Contract-Related Felonies (Dec 2008)

9. **Orders over $500,000**

10. **Orders over $550,000**
    - 52.209-7 Information Regarding Responsibility Matters (Oct 2018)

11. **Orders over $700,000**
    - 52.219-9 Small Business Subcontracting Plan (Aug 2018)
    - 252.219-7003 Small Business Subcontracting Plan (DoD Contracts) (May 2019)
Supplemental Terms and Conditions

12. **Orders over $1,000,000**
   - 252.222-7006 Restrictions on the Use of Mandatory Arbitration Agreements (Dec 2010)

13. **Orders over $2,000,000**
   - 52.214-26 Audit and Records – Sealed Bidding (Oct 2010)
   - 52.214-28 Subcontractor Cost or Pricing Data – Modifications – Sealed Bidding (Oct 2010)
   - 52.215-10 Price Reduction for Defective Certified Cost or Pricing Data (Aug 2011)
   - 52.215-11 Price Reduction for Defective Certified Cost or Pricing Data – Modifications (Aug 2011)
   - 52.215-12 Subcontractor Certified Cost or Pricing Data (Oct 2010)
   - 52.215-13 Subcontractor Certified Cost or Pricing Data – Modifications (Oct 2010)
   - 52.215-20 Requirements for Certified Cost or Pricing Data Other Than Cost or Pricing Data (Oct 2010)
   - 52.215-21 Requirements for Certified Cost or Pricing Data Other Than Cost or Pricing Data – Modifications (Oct 2010)
   - 52.230-6 Administration of Cost Accounting Standards (Jun 2010)

14. **Orders over $5,500,000**
     Notwithstanding any alterations to this clause to reflect the relationship between Buyer and Seller, all disclosures of violation of the civil False Claims Act or of federal criminal law shall be directed to the Office of the Inspector General of the agency issuing the prime contract, with a copy to the Contracting Officer of the prime contract.
   - 52.203-14 Display of Hotline Poster(s) (Oct 2015)

B. **NASA FAR Supplemental Clauses**

1. **All Orders**
   - 1852.204-76 Security Requirements for Unclassified Information Technology Resources (Jan 2011)
   - 1852.208-81 Restrictions on Printing and Duplicating (Nov 2004)
   - 1852.211-70 Packaging, Handling, and Transportation (Sep 2005)
   - 1852.219-75 Individual Subcontracting Reports (Apr 2015)
   - 1852.223-74 Drug- and Alcohol-Free Workforce (Nov 2015)
   - 1852.223-75 Major Breach of Safety or Security (Feb 2002)
   - 1852.225-70 Export Licenses (Feb 2000)
   - 1852.227-11 Patent Rights--Retention by the Contractor (Apr 2015)
   - 1852.227-14 Rights in Data—General (Apr 2015)
   - 1852.227-19 Commercial Computer Software--Restricted Rights (Jul 1997)
   - 1852.227-71 Requests for Waiver of Rights to Inventions (Apr 2015)
   - 1852.227-85 Invention Reporting and Rights—Foreign (Apr 2015)
   - 1852.228-76 Cross-Waiver of Liability for International Space Station Activities (Oct 2012)
   - 1852.228-78 Cross-Waiver of Liability for Science and Space Exploration Activities Unrelated to the International Space Station (Oct 2012)
2. **Orders over $100,000**
   - 1852.244-70 Geographic Participation in the Aerospace Program (Apr 1985)

3. **Orders over $250,000**
   - 1852.223-70 Safety and Health Measures and Mishap Reporting (Dec 2015)
   - 1852.223-72 Safety and Health (Short Form) (Jul 2015)
   - 1852.223-73 Safety and Health Plan (Jul 2015)

### Revision Log

<table>
<thead>
<tr>
<th>Revision</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>October 2019</td>
<td>Added 52.204-25 and 252.225-7052 to All Orders. Updated dates for some clauses.</td>
</tr>
<tr>
<td>June 2019</td>
<td>Added red font to illustrate changes from previous revision. Added headings clause. Replaced FAR, DFARS, and NASA FAR Supplement website links.  Added Section - Orders over $35,000, Orders over $250,000, Orders over $2,000,000, Orders over $100,000 (NASA), and Orders over $250,000 (NASA).  Deleted Section – Orders over $750,000 and Order over $1,500,000.  Changed 52.222-4 and 252.225-7006 to All Orders.  Changed 52.223-18 to Orders over $10,000.  Changed 252.225-7036 to Orders over $25,000.  Changed 52.209-6 to Order over $35,000.  Changed 52.203-3, 52.203-5, 52.203-6, 52.203-8, 52.203-10, 52.203-16, 52.203-17, 52.215-2, 52.215-14, 52.215-22, 52.215-23, 52.227-1, 52.227-2, 52.203-7001 and Orders over $250,000.  Changed 52.214-26, 52.214-27, 52.214-28, 52.215-10, 52.215-11, 52.215-12, 52.215-13, 52.215-20, 52.215-21, 52.230-2, 52.230-3, 52.230-5, and 52.230-6 to Orders over $2,000,000.  Changed 1852.228-76, 1852.228-78, and 1852.231-71 to All Orders (NASA).  Changed 1852.244-70 to Orders over $100,000 (NASA).  Changed 1852.223-70, 1852.223-72, and 1852.223-73 to Orders over $250,000 (NASA).  Changed 252.247-7023 explanatory text to $250,000.  Added 52.203-19, 52.204-23, and 52.233-1 to All Orders.  Deleted 252.211-7000 and 252.247-7024.</td>
</tr>
<tr>
<td>August 2018</td>
<td>Added Revision Log.  Added 252.246-7008.  Changed 52.219-8 from $150,000 to All Orders.</td>
</tr>
<tr>
<td>October 2017</td>
<td>-</td>
</tr>
</tbody>
</table>