

FEDERAL ACQUISITION REGULATION (FAR) & DEFENSE FEDERAL ACQUISITION REGULATION (DFAR) FLOWDOWN PROVISIONS FOR SUBCONTRACTS OR PURCHASE ORDERS UNDER A US DEPARTMENT OF DEFENSE PRIME CONTRACT

1. INCORPORATION OF FAR/DFAR CLAUSES

In accordance with FAR 52.252-1 and 52.252-2, the FAR and DFARS clauses referenced below are incorporated herein by reference, with the same force and effect as if they were given in full text, and are applicable, including any notes following the clause citation, to this Contract. If the date or substance of any of the clauses listed below is different from the date or substance of the clause actually incorporated in the Prime Contract referenced by number herein, the date or substance of the clause incorporated by said Prime Contract shall apply instead.

When a clause uses a word or term that is defined in the FAR or DFARS, the word or term shall have the same meaning as in the definition in FAR 2.101, DFARS 202.101 in effect on the date of this Contract unless (i) a different definition is expressly set forth in this Contract; or (ii) the part, subpart, or section of the FAR, DFARS or supplement where the clause is prescribed provides a different meaning; or (iii) the word or term is defined in FAR Part 31, for use in the cost principles and procedures.

If applicable, class deviations found at https://www.acq.osd.mil/dpap/dars/class_deviations.html shall take precedence over the relevant flow down. If corresponding FAR and DFARS clauses are referenced, DFARS has first precedence, followed by the FAR.

The Contracts Disputes Act shall have no application to this Contract, and nothing in this Contract grants Seller a direct claim or cause of action against the U.S. Government. Any reference to a "Disputes" clause shall mean the "Disputes" clause of this Contract. Seller shall include in each lower-tier subcontract the appropriate flow down clauses as required by the FAR and DFARS Supplement clauses included in this Contract.

2. GOVERNMENT SUBCONTRACT

(a) This Contract is entered into by SAPA Transmission and Seller in support of a U.S. Department of Defense (DoD) contract.

(b) As used in the FAR and DFARS clauses referenced below and otherwise in this Contract:

1. "Commercial product" means any such product as defined in FAR 2.101. or DFARS 202.101.
2. "Commercial service" means any such service as defined in FAR 2.101.
3. "Commercially available off-the-shelf (COTS) item" means a COTS item as defined in FAR 2.101.
4. "Contract" means this contract.
5. "Contracting Officer" shall mean the U.S. Government Contracting Officer for the prime contract under which this Contract/Subcontract is entered.
6. "Contractor" and "Offeror" means the Seller, which is the party identified on the face of the Contract with whom SAPA Transmission, Inc. is contracting, acting as the immediate subcontractor to SAPA Transmission.
7. "Prime Contract" means the contract between SAPA Transmission and the DoD or between SAPA Transmission and its higher-tier contractor who has a contract with the DoD.
8. "Subcontract" means any contract placed by Seller or lower-tier subcontractors under this Contract.

(c) If any of the following clauses do not apply to this Subcontract/Purchase Order, as defined in the respective FAR or DFARS provision, such clauses are considered to be self-deleting. Seller shall incorporate and require that each lower tier contractor supporting this Purchase Order incorporate all applicable regulations in accordance with the flow down requirements specified in such clauses.

3. NOTES

(a) The following notes apply to the clauses incorporated by reference below only when specified in the parenthetical phrase following the clause title and date.

1. Substitute "SAPA Transmission" for "Government" or "United States" throughout this clause.
2. Substitute "SAPA Transmission Procurement Representative" for "Contracting Officer", "Administrative Contracting Officer", and "ACO" throughout this clause.
3. Insert "and SAPA Transmission" after "Government" throughout this clause.
4. Insert "or SAPA Transmission" after "Government" throughout this clause.
5. Communication/notification required under this clause from/to Seller to/from the Contracting Officer shall be through SAPA Transmission.
6. Insert "and SAPA Transmission" after "Contracting Officer", throughout the clause.
7. Insert "or SAPA Transmission Procurement Representative" after "Contracting Officer", throughout the clause.
8. If Seller is an international contractor, this clause applies to this Contract only if Work under the Contract will be performed in the United States or Contractor is recruiting employees in the United States to Work on the Contract.

4. AMENDMENTS REQUIRED BY PRIME CONTRACT

Seller agrees that upon the request of SAPA Transmission it will negotiate in good faith with SAPA Transmission relative to amendments to this Contract to incorporate additional provisions herein or to change provisions hereof, as SAPA Transmission may reasonably deem necessary in order to comply with the provisions of the applicable Prime Contract or with the provisions of amendments to such Prime Contract. If any such amendment to this Contract causes an increase or decrease in the cost of, or the time required for, performance of any part of the Work under this Contract, an equitable adjustment shall be made.



5. PRESERVATION OF THE GOVERNMENT'S RIGHTS

If SAPA Transmission furnishes designs, drawings, special tooling, equipment, engineering data, or other technical or proprietary information (Furnished Items) which the U.S. Government owns or has the right to authorize the use of, nothing herein shall be construed to mean that SAPA Transmission, acting on its own behalf, may modify or limit any rights the Government may have to authorize Seller's use of such Furnished Items in support of other U.S. Government prime contracts.

6. FAR PROVISIONS

6.1. FAR Provisions Incorporated by Reference for Commercial and Non-Commercial Items

- 52.203-17 CONTRACTOR EMPLOYEE WHISTLEBLOWER RIGHTS (NOV 2023)
- 52.203-19 PROHIBITION ON REQUIRING CERTAIN INTERNAL CONFIDENTIALITY AGREEMENTS OR STATEMENTS (JAN 2017)
- 52.204-2 SECURITY REQUIREMENTS (AUG 1996).
Applies if this Contract involves access to classified information.
- 52.204-9 PERSONAL IDENTITY VERIFICATION OF CONTRACTOR PERSONNEL (JAN 2011)
- 52.204-21 BASIC SAFEGUARDING OF COVERED CONTRACTOR INFORMATION SYSTEMS (NOV 2021)
- 52.204-23 PROHIBITION ON CONTRACTING FOR HARDWARE, SOFTWARE, AND SERVICES DEVELOPED OR PROVIDED BY KASPERSKY LAB AND OTHER COVERED ENTITIES (DEC 2023)
Seller shall provide to SAPA Transmission copies of any reports provided under this clause which relate to the performance of this Contract.
- 52.204-25 PROHIBITION ON CONTRACTING FOR CERTAIN TELECOMMUNICATIONS AND VIDEO SURVEILLANCE SERVICES OR EQUIPMENT (NOV 2021)
Note 4 applies in paragraph (b). Reports required by this clause will be made to SAPA Transmission.
- 52.204-26 COVERED TELECOMMUNICATIONS EQUIPMENT OR SERVICES – REPRESENTATION (OCT 2020)
- 52.204-27 PROHIBITION ON A BYTEDANCE COVERED APPLICATION (JUN 2023)
No TikTok on Government Devices Act
- 52.204-28 FEDERAL ACQUISITION SUPPLY CHAIN SECURITY ACT ORDERS—FEDERAL SUPPLY SCHEDULES, GOVERNMENTWIDE ACQUISITION CONTRACTS, AND MULTI-AGENCY CONTRACTS. (DEC 2023)
- 52.204-29 FEDERAL ACQUISITION SUPPLY CHAIN SECURITY ACT ORDERS—REPRESENTATION AND DISCLOSURES. (DEC 2023)
- 52.204-30 FEDERAL ACQUISITION SUPPLY CHAIN SECURITY ACT ORDERS—PROHIBITION (DEC 2023)
Contractors are prohibited from providing or using as part of the performance of the contract any covered article, or any products or services produced or provided by a source, if the covered article or the source is prohibited by applicable FASCSA orders.
- 52.209-10 PROHIBITION ON CONTRACTING WITH INVERTED DOMESTIC CORPORATIONS (NOV 2015)
- 52.209-11 REPRESENTATION BY CORPORATIONS REGARDING DELIQUENT TAX LIABILITY OR A FELONY CONVICTION UNDER ANY FEDERAL LAW (FEB 2016)
- 52.211-15 DEFENSE PRIORITY AND ALLOCATION REQUIREMENTS (APR 2008)
Applies if this Contract contains a DPAS rating; Seller shall accept or reject in writing all DX-rated orders within ten (10) working days and all DO-rated orders within fifteen (15) working days.
- 52.215-20 REQUIREMENTS FOR CERTIFIED COST OR PRICING DATA AND DATA OTHER THAN CERTIFIED COST OR PRICING DATA (NOV 2021)
Note 2 applies in paragraph (a)(1). Applies to solicitations and contracts regarding submission of certified cost or pricing data or 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 (NOV 2021)
Note 2 applies in paragraphs (a)(1) and (b). Applies if the Contract satisfies the criteria in FAR 15.408(m)(4); Alts. I-IV apply as prescribed in FAR 15.408(m) and 15.403-5(b)(1)
- 52.219-8 UTILIZATION OF SMALL BUSINESS CONCERNS (OCT 2018)
If this Contract, except contracts to small business concerns, exceeds \$250,000 the Contractor must include this clause in all lower tier subcontracts that offer subcontracting opportunities.
- 52.222-1 NOTICE TO THE GOVERNMENT OF LABOR DISPUTES (FEB 1997)
- 52.222-21 PROHIBITION OF SEGREGATED FACILITIES (APR 2015)



52.222-26	EQUAL OPPORTUNITY (SEP 2016)
52.222-41	SERVICE CONTRACT LABOR STANDARDS (AUG 2018)
52.222-54	EMPLOYMENT ELIGIBILITY VERIFICATION (NOV 2021) Applies if this Contract: (1) is for commercial services, noncommercial services, or construction, except for commercial services that are part of the purchase of a COTS item (or an item that would be a COTS item, but for minor modifications), performed by the COTS provider, and are normally provided for that COTS item; (2) has a value of more than \$3,500; and (3) includes work performed in the United States.
52.222-55	MINIMUM WAGES UNDER EXECUTIVE ORDER 14026 (JAN 2022)
52.222-62	PAID SICK LEAVE UNDER EXECUTIVE ORDER 13706 (JAN 2017)
52.223-3	HAZARDOUS MATERIAL IDENTIFICATION AND MATERIAL SAFETY DATA (FEB 2021)
52.223-6	DRUG-FREE WORKPLACE (MAY 2001)
52.223-7	NOTICE OF RADIOACTIVE MATERIALS (JAN 1997) In the blank insert "60." Notes 1 and 2 apply.
52.223-11	OZONE-DEPLETING SUBSTANCES AND HIGH GLOBAL WARMING POTENTIAL HYDROFLUOROCARBONS (JUN 2016) Applies if the Work was manufactured with or contains ozone-depleting substances.
52.223-18	ENCOURAGING CONTRACTOR POLICIES TO BAN TEXT MESSAGING WHILE DRIVING (JUN 2020) Applies if Contract has a value of more than \$3,000.
52.224-3	PRIVACY TRAINING (Jan 2017) Applies if Seller will (1) have access to a system of records; (2) create, collect, use, process, store, maintain, disseminate, disclose, dispose, or otherwise handle personally identifiable information; or (3) design, develop, maintain, or operate a system of records. In paragraph (d). Note 6 applies.
52.225-1	BUY AMERICAN—SUPPLIES (NOV 2021) Applies if the Work contains other than domestic components. Note 2 applies to the first time "Contracting Officer" is mentioned in paragraph (c).
52.225-5	TRADE AGREEMENTS (DEC 2022)
52.225-8	DUTY-FREE ENTRY (OCT 2010) Applies if, under this Contract, supplies identified in the Contract to be accorded duty-free entry will be imported into the customs territory of the US or if other foreign supplies in excess of \$10,000 may be imported into the customs territory of the US; change "20 calendar days" to "30 calendar days" in Para. (c)(1) and "10 calendar days" to "20 calendar days" in Para. (c)(2). Does not apply if DFARS 252.225-7013 applies.
52.225-13	RESTRICTIONS ON CERTAIN FOREIGN PURCHASES (FEB 2021)
52.227-1	AUTHORIZATION AND CONSENT (JUN 2020)
52.232-16	PROGRESS PAYMENTS (NOV 2021)
52.232-32	PERFORMANCE-BASED PAYMENTS (APR 2012)
52.232-40	PROVIDING ACCELERATED PAYMENTS TO SMALL BUSINESS SUBCONTRACTORS (MAR 2023)
52.244-6	SUBCONTRACTS FOR COMMERCIAL ITEMS (NOV 2023)
52.245-1	GOVERNMENT PROPERTY (SEP 2021) "Contracting Officer" means "SAPA Transmission" except in the definition of Property Administrator and in paragraphs (h)(1)(iii) where it is unchanged, and in paragraphs (c) and (h)(4) where it includes SAPA Transmission. "Government" is unchanged in the phrases "Government property" and "Government furnished property" and where elsewhere used except in paragraph (d)(1) where it means "SAPA Transmission" and except in paragraphs (d)(2) and (g) where the term includes SAPA Transmission. Seller's obligations for any SAPA Transmission Furnished Property are the same as for Government Furnished Property under this clause.
52.245-9	USE AND CHARGES (APR 2012) Applies to solicitations and contracts at any tier when FAR 52.245-1, Government Property, applies.
52.246-11	HIGHER-LEVEL CONTRACT QUALITY REQUIREMENT (DEC 2014)
52.246-16	RESPONSIBILITY FOR SUPPLIES (APR 1984)

- 52.247-64 PREFERENCE FOR PRIVATELY OWNED U.S.-FLAG COMMERCIAL VESSELS (NOV 2021)
- 6.2. Additional FAR Provisions if Value of the Contract Exceeds \$10,000 for Commercial and Non-Commercial Items**
- 52.222-40 NOTIFICATION OF EMPLOYEE RIGHTS UNDER THE NATIONAL LABOR RELATIONS ACT (DEC 2010)
- 6.3. Additional FAR Provisions if Value of the Contract Exceeds \$15,000 for Commercial and Non-Commercial Items**
- 52.222-20 CONTRACTS FOR MATERIALS, SUPPLIES, ARTICLES, AND EQUIPMENT (JUN 2020)
- 52.222-36 EQUAL OPPORTUNITY FOR WORKERS WITH DISABILITIES (JUN 2020)
- 6.4. Additional FAR Provisions if Value of the Contract Exceeds \$30,000 for Commercial and Non-Commercial Items**
- 52.204-10 REPORTING EXECUTIVE COMPENSATION AND FIRST-TIER SUBCONTRACT AWARDS (JUN 2020)
- 6.5. Additional FAR Provisions if Value of the Contract Exceeds \$35,000 for Commercial and Non-Commercial Items**
- 52.209-6 PROTECTING THE GOVERNMENT'S INTEREST WHEN SUBCONTRACTING WITH CONTRACTORS DEBARRED, SUSPENDED, OR PROPOSED FOR DEBARMENT (NOV 2021)
Applies to solicitations and contracts which exceed \$35,000, except if for COTS Copies of notices provided by Seller to the Contracting Officer shall be provided to SAPA Transmission.
- 6.6. Additional FAR Provisions if Value of the Contract Exceeds \$150,000 for Commercial and Non-Commercial Items**
- 52.203-12 LIMITATION ON PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (JUN 2020)
- 52.222-35 EQUAL OPPORTUNITY FOR VETERANS (JUN 2020)
- 52.222-37 EMPLOYMENT REPORTS ON VETERANS (JUN 2020)
- 6.7. Additional FAR Provisions if Value of the Contract Exceeds \$250,000 for Commercial and Non-Commercial Items**
- 52.203-3 GRATUITIES (APR 1984)
- 52.219.8 UTILIZATION OF SMALL BUSINESS CONCERNS (OCT 2018)
Except contracts to small business concerns, the Contractor must include this clause in all lower tier subcontracts that offer subcontracting opportunities.
- 52.229-3 FEDERAL, STATE, AND LOCAL TAXES (FEB 2013)
- 52.229-4 FEDERAL, STATE AND LOCAL TAXES (STATE AND LOCAL ADJUSTMENTS) (FEB 2013)
- 52.229-6 TAXES – FOREIGN FIXED-PRICE CONTRACTS (FEB 2013)
- 52.229-7 TAXES – FIXED-PRICE CONTRACTS WITH FOREIGN GOVERNMENTS (FEB 2013)
- 52.244-5 COMPETITION IN SUBCONTRACTING (DEC 1996)
- 6.8. Additional FAR Provisions if Value of the Contract Exceeds \$550,000 for Commercial and Non-Commercial Items**
- 52.222-50 COMBATING TRAFFICKING IN PERSONS (NOV 2021)
Applies in solicitations and subcontracts exceeding \$550,000 for supplies, other than commercially available off-the-shelf (COTS) items acquired outside the US or services to be performed outside the US. Alt. 1 apply when performance is outside the US (as defined by FAR 22.1702) and under the circumstances in FAR 22.1705(a) (2)
- 6.9. Additional FAR Provisions if Value of the Contract Exceeds \$750,000 for Commercial and Non-Commercial Items**
- 52.219-9 SMALL BUSINESS SUBCONTRACTING PLAN (NOV 2021)
Applies if this Contract exceeds the threshold at FAR 19.702(a) except the clause does not apply if Seller is a small business concern. Note 2 is applicable to paragraph (c) only. Seller's subcontracting plan is incorporated herein by reference. Note 8 applies.
- 52.219-16 LIQUIDATED DAMAGES – SUBCONTRACTING PLAN (SEP 2021)
- 6.10. Additional FAR Provisions if Value of the Contract Exceeds \$5.5M for Commercial and Non-Commercial Items**
- 52.209-12 CERTIFICATION REGARDING TAX MATTERS (OCT 2020)
- 6.11. Additional FAR Provisions if Value of the Contract Exceeds \$6M for Commercial and Non-Commercial Items**
- 52.203-13 CONTRACTOR CODE OF BUSINESS ETHICS AND CONDUCT (NOV 2021)



52.203-14 DISPLAY OF HOTLINE POSTER(S) (NOV 2021)

6.12. Additional FAR Provisions if Value of the Contract Exceeds \$10M for Commercial and Non-Commercial Items

52.222-24 PREAWARD ON-SITE EQUAL OPPORTUNITY COMPLIANCE EVALUATION (FEB 1999)

6.13. Additional FAR Provisions if the Contract is for Non-Commercial Items

52.211-5 MATERIAL REQUIREMENTS (AUG 2000)

Note 2 applies.

52.215-10 PRICE REDUCTION FOR DEFECTIVE COST OR PRICING DATA (AUG 2011)

52.215-11 PRICE REDUCTION FOR DEFECTIVE CERTIFIED COST OR PRICING DATA - MODIFICATIONS (JUN 2020)

52.215-15 PENSION ADJUSTMENTS AND ASSET REVERSIONS (OCT 2010)

52.215-16 FACILITIES CAPITAL COST OF MONEY (JUNE 2003)

52.215-17 WAIVER OF FACILITIES CAPITAL COST OF MONEY (OCT 1997)

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)

In paragraph (a)(1) and (a)(2) "30 days" is changed to "25 days."

52.216-7 ALLOWABLE COST AND PAYMENT (AUG 2018)

Applies if this Contract is cost-reimbursement or time-and-materials.

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 (MAY 2014)

Does not apply under the circumstances at DFARS 227.303(2)(i); Alts. I – V apply under the circumstances in FAR 27.303(b)(1)

52.227-13 PATENT RIGHTS-OWNERSHIP BY THE GOVERNMENT (DEC 2007)

Alts. I and II apply under the circumstances in FAR 27.303(e)

52.228-5 INSURANCE – WORK ON A GOVERNMENT INSTALLATION (JAN 1997)

Applies if this Contract requires work on a Government installation; insurance kinds and types as set forth in the Contract.

52.233-3 PROTEST AFTER AWARD (AUG 1996)

In the event SAPA Transmission's customer has directed SAPA Transmission to stop performance of the Work under the Prime Contract under which this Contract is issued pursuant to FAR 33.1, SAPA Transmission may, by written order to Contractor, direct Contractor to stop performance of the Work called for by this Contract. "30 days" means "20 days" in paragraph (b)(2). Note 1 applies except the first time "Government" appears in paragraph (f). In paragraph (f) add after "33.104(h) (1)" the following: "and recovers those costs from SAPA Transmission". Alternate I (JUN 1985) apply in this is a cost-reimbursement contract.

52.234-1 INDUSTRIAL RESOURCES DEVELOPED UNDER TITLE III, DEFENSE PRODUCTION ACT (SEP 2016)

52.237-2 PROTECTION OF GOVERNMENT BUILDINGS, EQUIPMENT, AND VEGETATION (APR 1984)

Applies if work under the Contract will be performed on a Government installation.

52.239-1 PRIVACY OR SECURITY SAFEGUARDS (AUG 1996)

52.242-15 STOP-WORK ORDER (AUG 1989)

In paragraph (a) "90 days" is changed to "100 days," in paragraph (b) "30 days" is changed to "20 days."

52.243-6 CHANGE ORDER ACCOUNTING (APR 1984)

Applicable only if the Prime Contract requires Change Order Accounting.

52.246-26 REPORTING NONCONFORMING ITEMS (NOV 2021)

Applies if this Contract is for the items listed in paragraph (g) of the clause. Copies of reports provided under this clause shall be provided to SAPA Transmission as well as the Contracting Officer. Seller shall notify SAPA Transmission when it issues a GIDEP report pursuant to this clause.

52.247-63 PREFERENCE FOR U.S.-FLAG AIR CARRIERS (JUN 2003)

Applicable if this Contract involves international air transportation.

6.14. Additional FAR Provisions if the Value of the Contract Exceeds \$150,000 and is For Non-Commercial Items

- 52.203-7 ANTI-KICKBACK PROCEDURES (JUN 2020)
- 52.222-4 CONTRACT WORK HOURS AND SAFETY STANDARDS ACT -OVERTIME COMPENSATION (MAR 2018)

6.15. Additional FAR Provisions if the Value of the Contract Exceeds \$250,000 and is for Non-Commercial Items

- 52.203-5 COVENANT AGAINST CONTINGENT FEES (MAY 2014)
- 52.203-6 RESTRICTIONS ON SUBCONTRACTOR SALES TO THE GOVERNMENT (JUN 2020) Alternate I updated to (NOV 2021)
- 52.203-10 PRICE OR FEE ADJUSTMENT FOR ILLEGAL OR IMPROPER ACTIVITY (MAY 2014)
- 52.203-16 PREVENTING PERSONAL CONFLICTS OF INTEREST (JUN 2020)
- 52.215-2 AUDIT AND RECORDS-NEGOTIATION (JUN 2020)
- 52.215-14 INTEGRITY OF UNIT PRICES (NOV 2021)
Exclude Para. (b) but include Para. (b) in Alternate I
- 52.222-38 COMPLIANCE WITH VETERANS' EMPLOYMENT REPORTING REQUIREMENTS (FEB 2016)
- 52.227-2 NOTICE AND ASSISTANCE REGARDING PATENT AND COPYRIGHT INFRINGEMENT (JUN 2020)
Notes 2 and 4 applies.
- 52.242-13 BANKRUPTCY (Jul 1995)
- 52.248-1 VALUE ENGINEERING (JUN 2020)

6.16. Additional FAR Provisions if the Value of the Contract Exceeds \$750,000 and is for Non-Commercial Items

- 52.215-12 SUBCONTRACTOR COST OR PRICING DATA (JUN 2020)
- 52.215-13 SUBCONTRACTOR COST OR PRICING DATA - MODIFICATIONS (JUN 2020)

6.17. Additional FAR Provisions if the Value of the Contract Exceeds \$2M and is for Non-Commercial Items

- 52.215-22 LIMITATIONS ON PASS-THROUGH CHARGES—IDENTIFICATION OF SUBCONTRACT EFFORT (OCT 2009)
- 52.215-23 LIMITATIONS ON PASS-THROUGH CHARGES (JUN 2020)
- 52.230-2 COST ACCOUNTING STANDARDS (JUN 2020)
Applies only when referenced in this Contract that full CAS coverage applies. Delete paragraph (b)
- 52.230-3 DISCLOSURE AND CONSISTENCY OF COST ACCOUNTING PRACTICES (JUN 2020)
Applies if the contract amount is over \$2 million, but less than \$50 million, and Seller certifies it is eligible for and elects to use modified CAS coverage (see 48 CFR 9903.201-2), unless the clause 52.230-4 is used.
- 52.230-4 DISCLOSURE AND CONSISTENCY OF COST ACCOUNTING PRACTICES – FOREIGN CONCERNS (JUN 2020)
Applies only when referenced in this Contract, modified CAS coverage applies. Note 3 applies in second and third sentences.
- 52.230-5 COST ACCOUNTING STANDARDS-EDUCATIONAL INSTITUTION (JUN 2020)
Applies only when referenced in this Contract that full CAS coverage applies. Delete paragraph (b)
- 52.230-6 ADMINISTRATION OF COST ACCOUNTING STANDARDS (JUN 2010)

6.18. Additional FAR Provisions if the Contract is Fixed Priced for Non-Commercial Items

- 52.216-5 PRICE REDETERMINATION - PROSPECTIVE (JAN 2022)
Applies if Buyer determines it satisfies the requirements at FAR 16.205-2 and 16.205-3(a) and this clause is expressly incorporated in the Contract.
- 52.216-6 PRICE REDETERMINATION-RETROACTIVE (JAN 2022)
Applies if Buyer determines it satisfies the requirements at FAR 16.205-2 and 16.205-3(a) and this clause is expressly incorporated in the Contract.
- 52.243-1 CHANGES - FIXED - PRICE (AUG 1987)
Notes 1 and 2 apply. Alternate I applies if this Contract is for services. Alternate II applies if this contract is for supplies and services.

6.19. Additional FAR Provisions if the Contract is Fixed Priced for Non-Commercial Items and Value Exceeds \$250,000

- 52.246-2 INSPECTION OF SUPPLIES - FIXED PRICE (AUG 1996)
- 52.246-4 INSPECTION OF SERVICES - FIXED PRICE (AUG 1996)
- 52.246-7 INSPECTION OF RESEARCH AND DEVELOPMENT – FIXED PRICE (AUG 1996).
- 52.249-2 TERMINATION FOR CONVENIENCE OF THE GOVERNMENT (FIXED-PRICE) (APR 2012)
In paragraph (n) "Government" means "SAPA Transmission and the Government" and "Contracting Officer" means "SAPA Transmission or the Contracting Officer." In paragraph (c) "120 days" is changed to "60 days." In paragraph (d) "15 days" is changed to "30 days," and "45 days" is changed to "60 days." In paragraph (e) "1 year" is changed to "6 months." In paragraph (l) "90 days" is changed to "45 days." Settlements and payments under this clause may be subject to the approval of the Contracting Officer.
- 52.249-8 DEFAULT (1984) (Fixed-Price Supply and Service)

6.20. Additional FAR Provisions if the Contract is Cost-Reimbursement or Time and Material or Fixed Price Incentive for Non-Commercial Items

- 52.216-8 FIXED FEE (JUN 2011)
- 52.216-11 COST CONTRACT – NO FEE (APR 1984)
- 52.222-2 PAYMENT FOR OVERTIME PREMIUMS (JUL 1990)
Insert ZERO in the Blank
- 52.229-8 TAXES – FOREIGN COST REIMBURSEMENT CONTRACTS (MAR 1990)
- 52.232-7 PAYMENTS UNDER TIME-AND-MATERIALS AND LABOR-HOUR CONTRACTS (NOV 2021)
- 52.232-20 LIMITATION OF COST (APR 1984)
- 52.232-22 LIMITATION OF FUNDS (APR 1984)
- 52.243-2 CHANGES - COST REIMBURSEMENT (AUG 1987)
Notes 1 and 2 apply.
- 52.243-3 CHANGES - TIME-AND- MATERIALS OR LABOR-HOURS (SEP 2000)
Notes 1 and 2 apply.
- 52.246-3 INSPECTION OF SUPPLIES - COST REIMBURSEMENT (MAY 2001)
Note 1 applies, except in paragraphs (b), (c), and (d) where Note 3 applies, and in paragraph (k) where the term is unchanged. In paragraph (e), change "60 days" to "120 days", and in paragraph (f) change "6 months" to "12 months"
- 52.246-5 INSPECTION OF SERVICES - COST REIMBURSEMENT (APR 1984)
Note 3 applies in paragraphs (b) and (c). Note 1 applies in paragraphs (d) and (e).
- 52.246-6 INSPECTION - TIME-AND-MATERIAL AND LABOR-HOUR (MAY 2001)
In paragraphs (b), (c),(d), Note 3 applies; in paragraphs (e),(f),(g),(h), Note 1 applies
- 52.246-8 INSPECTION OF RESEARCH AND DEVELOPMENT – COST-REIMBURSEMENT (MAY 2001).
- 52.249-6 TERMINATION (COST-REIMBURSEMENT) (MAY 2004)
Notes 1 and 2 apply. In paragraph (d) "120" days" is changed to "60 days." In paragraph (e) "15 days" is changed to "30 days," and "45 days" is changed to "60 days." In paragraph (f) "1 year" is changed to "6 months." Paragraph (j) is deleted. In paragraph (j) "right of appeal", "timely appeal" and "on an appeal" shall mean the right to proceed under the "Disputes" clause of this Contract. Settlements and payments under this clause may be subject to the approval of the Contracting Officer. Alternate IV (SEP 1996) applies if this is a labor hour or time and materials contract.
- 52.249-14 EXCUSABLE DELAYS (APR 1984)

6.21. General FAR Provisions if the Contract is for Commercial Items

- 52.212-5 CONTRACT TERMS AND CONDITIONS REQUIRED TO IMPLEMENT STATUTES OR EXECUTIVE ORDERS – COMMERCIAL ITEMS (NOV 2023)

7. DFAR PROVISIONS

7.1. DFARS Provisions Incorporated by Reference for Commercial and Non-Commercial Items

- 252.203-7002 REQUIREMENT TO INFORM EMPLOYEES OF WHISTLEBLOWER RIGHTS (DEC 2022)
- 252.203-7003 AGENCY OFFICE OF THE INSPECTOR GENERAL (AUG 2019)
- 252.204-7000 DISCLOSURE OF INFORMATION (OCT 2016)
- 252.204-7008 COMPLIANCE WITH SAFEGUARDING COVERED DEFENSE INFORMATION CONTROLS (OCT 2016)
Applies except if this Contract is for commercial off the shelf items (COTS)
- 252.204-7009 LIMITATIONS ON THE USE AND DISCLOSURE OF THIRD-PARTY CONTRACTOR REPORTED CYBER INCIDENT INFORMATION (JAN 2023)
Applies if this Contract involves services that include support for the Government's activities related to safeguarding covered defense information and cyber incident reporting.
- 252.204-7012 SAFEGUARDING COVERED DEFENSE INFORMATION AND CYBER INCIDENT REPORTING (JAN 2023)
Applies (except for solicitations and contracts solely for the acquisition of COTS items) if this Contract is for operationally critical support or for which performance will involve covered defense information. Seller shall notify SAPA Transmission when submitting a request to vary from a NIST SP 800-171 security requirement to the Contracting Officer and provide the incident report number, assigned by DoD to SAPA Transmission as soon as practicable, when reporting a cyber incident to DoD.
- 252.204-7015 NOTICE OF AUTHORIZED DISCLOSURE OF INFORMATION FOR LITIGATION SUPPORT (JAN 2023)
- 252.204-7018 PROHIBITION ON THE ACQUISITION OF COVERED DEFENSE TELECOMMUNICATIONS EQUIPMENT OR SERVICES (JAN 2023)
Copies of reports provided by Seller under this clause will be provided to SAPA Transmission.
- 252.204-7020 NIST SP 800-171 DOD ASSESSMENT REQUIREMENTS (JAN 2023)
Applies except if this Contract is for commercial off the shelf items (COTS)
- 252.204-7021 CYBERSECURITY MATURITY MODEL CERTIFICATION REQUIREMENTS (JAN 2023)
Applies except if this Contract is for commercial off the shelf items (COTS)
- 252.211-7003 ITEM UNIQUE IDENTIFICATION AND VALUATION (JAN 2023)
- 252.211-7007 REPORTING OF GOVERNMENT-FURNISHED PROPERTY (MAR 2022)
- 252.223-7001 HAZARD WARNING LABELS (DEC 1991)
- 252.223-7006 PROHIBITION ON STORAGE, TREATMENT, AND DISPOSAL OF TOXIC OR HAZARDOUS MATERIALS (SEP 2014)
- 252.223-7008 PROHIBITION OF HEXAVALENT CHROMIUM (JAN 2023)
Note 2 applies.
- 252.225-7001 BUY AMERICAN AND BALANCE OF PAYMENTS PROGRAM (JAN 2023)
Applies if the Work contains other than domestic components. Applies in lieu of FAR 52.225-1
- 252.225-7007 PROHIBITION ON ACQUISITION OF CERTAIN ITEMS FROM COMMUNIST CHINESE MILITARY COMPANIES (DEC 2018)
Applies if this Contract provides for delivery of items covered by the USML or the 600 series of the CCL.
- 252.225-7009 RESTRICTION ON ACQUISITION OF CERTAIN ARTICLES CONTAINING SPECIALTY METALS (JAN 2023)
- 252.225-7012 PREFERENCE FOR CERTAIN DOMESTIC COMMODITIES (APR 2022)
- 252.225-7013 DUTY-FREE ENTRY (DEC 2022)
Applies instead of the clause at FAR 52.225-8
- 252.225-7015 RESTRICTION ON ACQUISITION OF HAND OR MEASURING TOOLS (JUN 2005)
- 252.225-7016 RESTRICTION ON ACQUISITION OF BALL AND ROLLER BEARINGS (JAN 2023)
- 252.225-7017 PHOTOVOLTAIC DEVICES (DEC 2022)
- 252.225-7021 TRADE AGREEMENTS-BASIC (JAN 2023)
Applies if the World Trade Organization Government Procurement Agreement applies to this Contract. If applicable, this clause applies instead of FAR 52.225-5; this clause does not apply when DFARS 252.225-7026 applies.
- 252.225-7025 RESTRICTION ON ACQUISITION OF FORGINGS (DEC 2009)

- Applies if this Contract provides for of any items listed at DFARS 225.7102-1.
- 252.225-7031 SECONDARY ARAB BOYCOTT OF ISRAEL (JUN 2005)
If offeror is a foreign person certify non-comply with Secondary Arab Boycott of Israel
- 252.225-7036 BUY AMERICAN – FREE TRADE AGREEMENTS – BALANCE OF PAYMENTS PROGRAM-BASIC (JAN 2023)
- 252.225-7048 EXPORT-CONTROLLED ITEMS (Jun 2013)
- 252.225-7052 RESTRICTION ON THE ACQUISITION OF CERTAIN MAGNETS, TANTALUM, AND TUNGSTEN (JAN 2023)
- 252.225-7055 REPRESENTATION REGARDING BUSINESS OPERATIONS WITH THE MADURO REGIME (MAY 2022)
- 252.225-7056 PROHIBITION REGARDING BUSINESS OPERATIONS WITH THE MADURO REGIME (JAN 2023)
- 252.225-7057 PREAWARD DISCLOSURE OF EMPLOYMENT OF INDIVIDUALS WHO WORK IN THE PEOPLE’S REPUBLIC OF CHINA (AUG 2022)
- 252.225-7059 PROHIBITION ON CERTAIN PROCUREMENTS FROM THE XINJIANG UYGHUR AUTONOMOUS REGION – CERTIFICATON (DEC 2022)
- 252.225-7060 PROHIBITION ON CERTAIN PROCUREMENTS FROM THE XINJIANG UYGHUR AUTONOMOUS REGION (JAN 2023)
- 252.231-7000 SUPPLEMENTAL COST PRINCIPLES (DEC 1991)
- 252.232-7015 PERFORMANCE-BASED PAYMENTS – REPRESENTATION (DEC 2022)
Required for contracts that include performance-based payments.
- 252.232-7016 NOTICE OF PROGRESS PAYMENTS OR PERFORMANCE-BASED PAYMENTS (APR 2020)
Required for contracts that include performance-based payments.
- 252.232-7017 ACCELERATING PAYMENTS TO SMALL BUSINESS SUBCONTRACTORS - PROHIBITION ON FEES AND CONSIDERATION
Apply to contracts for commercial products and services that include the clause at FAR 52.232-40. Note 1 applies.
- 252.239-7009 REPRESENTATION OF USE OF CLOUD COMPUTING (SEP 2015)
Applies to contracts and POs for information technology services. Seller is to advise Buyer if Offeror does or does not anticipate the use of cloud computing services in the performance of any contract or subcontract resulting from the solicitation.
- 252.239-7010 CLOUD COMPUTING SERVICES (JAN 2023)
Applies to contracts and POs if for information technology services or involve or may involve cloud services. (b) The requirements of this clause are applicable when using cloud computing to provide information technology services in the performance of the contract.
- 252.239-7016 TELECOMMUNICATIONS SECURITY EQUIPMENT, DEVICES, TECHNIQUES, AND SERVICES (DEC 1991)
Applies if Seller’s performance of the Contract requires secure telecommunications.
- 252.239-7017 NOTICE OF SUPPLY CHAIN RISK (DEC 2022)
Applies in all solicitations and contracts, including commercial products and services, for information technology.
- 252.239-7018 SUPPLY CHAIN RISK (DEC 2022)
Applies in all solicitations and contracts, including commercial products and services, for information technology.
- 252.243-7001 PRICING OF CONTRACT MODIFICATIONS (DEC 1991)
Applies if this Contract is fixed-price type.
- 252.244-7000 SUBCONTRACTS FOR COMMERCIAL ITEMS (DoD CONTRACTS) (JAN 2023)
- 252.245-7004 REPORTING, REUTILIZATION, AND DISPOSAL (DEC 2017)
Applies if FAR 52.245-1 applies to this Contract (Government property in its possession).
- 252.246-7001 WARRANTY OF DATA-BASIC (MAR 2014)
Applies if DFARS 252.227-7013 applies to this Contract; basic clause applies if Contract is not firm-fixed price or fixed-price incentive; Alt. I applies if fixed-price incentive and Alt. II if firm-fixed price.
- 252.246-7003 NOTIFICATION OF POTENTIAL SAFETY ISSUES (JAN 2023)
Supplier shall provide notifications to SAPA Transmission and the Contracting Officer of the Prime Contract.
- 252.246-7007 CONTRACTOR COUNTERFEIT ELECTRONIC PART DETECTION AND AVOIDANCE SYSTEM (JAN 2023)
Applicable for Cost Accounting Standards CAS-covered suppliers. Does not apply to solicitations and contracts that are set aside for small business.
- 252.246-7008 SOURCES OF ELECTRONIC PARTS (JAN 2023)

Applies to solicitations and contracts for (i) electronic parts; (ii) end items, components, parts, or assemblies containing electronic parts; (iii) services where the contractor will supply electronic parts or components, parts, or assemblies containing electronic parts as part of the service.

252.247-7023 TRANSPORTATION OF SUPPLIES BY SEA-BASIC (JAN 2023)
 Applicable in lieu of FAR 52.247-64 in all Contracts for ocean transportation of supplies. In the first sentence of paragraph (g), insert a period after "Contractor" and delete the balance of the sentence. Paragraph (f) and (g) shall not apply if this Contract is at or below \$250,000.

7.2. Additional DFARS Provisions if Value of Contract Exceeds \$150,000 for Commercial and Non-Commercial Items

252.225-7050 DISCLOSURE OF OWNERSHIP OR CONTROL BY THE GOVERNMENT OF A COUNTRY THAT IS A STATE SPONSOR OF TERRORISM (DEC 2022)

252.244-7001 CONTRACTOR PURCHASING SYSTEM ADMINISTRATION (MAY 2014)

252.249-7002 NOTIFICATION OF ANTICIPATED CONTRACT TERMINATION OR REDUCTION (JUN 2020)
 Note 2 applies.

7.3. Additional DFARS Provisions if Value of Contract Exceeds \$250,000 for Commercial and Non-Commercial Items

252.225-7008 RESTRICTION ON ACQUISITION OF SPECIALTY METALS (MAR 2013)

7.4. Additional DFARS Provisions if Value of Contract Exceeds \$500,000 for Commercial and Non-Commercial Items

252.226-7001 UTILIZATION OF INDIAN ORGANIZATIONS, INDIAN-OWNED ECONOMIC ENTERPRISES, AND NATIVE HAWAIIAN SMALL BUSINESS CONCERNS (JAN 2023)
 Note 2 applies to paragraph (c) the first time "Contracting Officer" appears. In subparagraph (f)(1) "Contractor" shall mean "SAPA Transmission". SAPA Transmission shall have no liability to Seller for any incentive payment under this clause unless and until the Government provides said incentive payment to SAPA Transmission on behalf of Seller.

7.5. Additional DFARS Provisions if Value of Contract Exceeds \$750,000 for Commercial and Non-Commercial Items

252.219-7003 SMALL BUSINESS SUBCONTRACTING PLAN (DOD CONTRACTS) (Dec 2019)

7.6. Additional DFARS Provisions if Value of the Contract Exceeds \$1M for Commercial and Non-Commercial Items

252.225-7033 WAIVER OF UNITED KINGDOM LEVIES (APR 2003)
 Applies if this Contract is with a United Kingdom firm. Note 2 applies. Note 1 applies to the second sentence of paragraph (a).

7.7. Additional DFARS Provisions if the Contract is for Commercial Items

252.227-7015 TECHNICAL DATA - COMMERCIAL ITEMS (JAN 2023)
 Applies instead of DFARS 252.227-7013 if no part of the items to be delivered have been developed at Government expense. Applies in addition to 252.227-7013 if the Government paid for any portion of development.

7.8. Additional DFARS Provisions for Non-Commercial Items

252.227-7013 RIGHTS IN TECHNICAL DATA - NON-COMMERCIAL ITEMS (JAN 2023)

252.227-7014 RIGHTS IN NON-COMMERCIAL COMPUTER SOFTWARE AND NON-COMMERCIAL COMPUTER SOFTWARE DOCUMENTATION (JAN 2023)

252.227-7016 RIGHTS IN BID OR PROPOSAL INFORMATION (JAN 2023)

252.227-7019 VALIDATION OF ASSERTED RESTRICTIONS - COMPUTER SOFTWARE (JAN 2023)

252.227-7025 LIMITATIONS ON THE USE OR DISCLOSURE OF GOVERNMENT-FURNISHED INFORMATION MARKED WITH RESTRICTIVE LEGENDS (JAN 2023)
 For paragraph (c)(1), note 3 applies.

252.227-7026 DEFERRED DELIVERY OF TECHNICAL DATA OR COMPUTER SOFTWARE (APR 1988)
 Note 1 applies.

252.227-7027 DEFERRED ORDERING OF TECHNICAL DATA OR COMPUTER SOFTWARE (APR 1988)
 Note 1 applies to the first sentence.

252.227-7028 TECHNICAL DATA OR COMPUTER SOFTWARE PREVIOUSLY DELIVERED TO THE GOVERNMENT (JUN 1995)
 In this clause, the term "contract" and "subcontract" shall not change in meaning. Note 4 applies.

252.227-7030 TECHNICAL DATA - WITHHOLDING OF PAYMENT (MAR 2000)
 Notes 1 and 2 apply to (a); Note 4 applies to (b).

252.227-7037 VALIDATION OF RESTRICTIVE MARKINGS ON TECHNICAL DATA (JAN 2023)

252.227-7038 PATENT RIGHTS - OWNERSHIP BY THE CONTRACTOR (LARGE BUSINESS) (JUN 2012)
Applies if (1) Seller is not small business or nonprofit organization subject to FAR 52.227-11, and (2) the Contract is for experimental, developmental, or research work.

7.9. Additional DFARS Provisions if the Value of the Contract Exceeds \$250,000 and is for Non-Commercial Items

252.203-7001 PROHIBITION ON PERSONS CONVICTED OF FRAUD OR OTHER DEFENSE CONTRACT-RELATED FELONIES (JAN2023)
In this clause, the terms "contract," "contractor," and "subcontract" shall not change in meaning in paragraphs (a) thru (d).

252.242-7004 MATERIAL MANAGEMENT AND ACCOUNTING SYSTEM (MAY 2011)
Applies if contract is not awarded to small business and Cost-reimbursement or Fixed Price with progress payments made on the basis of costs incurred by the contractor as work progresses under the contract.

7.10. Additional DFARS Provisions if the Value of the Contract Exceeds \$1M and is for Non-Commercial Items

252.222-7006 RESTRICTIONS ON THE USE OF MANDATORY ARBITRATION AGREEMENTS (JAN 2023)
Applies if this Contract is funded in whole or part by funds appropriated by the Fiscal Year 2010 or a subsequent year's Defense Appropriations Act.

7.11. Additional DFARS Provisions if the Value of the Contract Exceeds \$6M and is for Non-Commercial Items

252.203-7004 DISPLAY OF HOTLINE POSTER(S) (JAN 2023)

8. ADDITIONAL CERTIFICATIONS AND REPRESENTATIONS

This Subsection contains certifications and representations that are material representations of fact upon which SAPA Transmission will rely in making awards to Contractor. By submitting its written offer or providing oral offers/quotations at the request of SAPA Transmission, or accepting any PO or Contract, Contractor certifies to the representations and certifications as set forth below in this Subsection. These certifications and representations shall apply whenever these terms and conditions are incorporated by reference in any Contract, agreement, other contractual document or any quotation, request for quotation (oral or written), request for proposal or solicitation (oral or written), issued by SAPA Transmission. Contractor shall immediately notify SAPA Transmission of any change of status with regard to these certifications and representations.

52.203-2 CERTIFICATE OF INDEPENDENT PRICE DETERMINATION (APR 1985)
Applies if value of the contract exceeds \$250,000.

52.209-2 PROHIBITION ON CONTRACTING WITH INVERTED DOMESTIC CORPORATIONS – REPRESENTATION (NOV 2015)

52.209-13 VIOLATION OF ARMS CONTROL TREATIES OR AGREEMENTS-CERTIFICATION (NOV 2021)
Applies if value of the contract exceeds \$250,000.

52.225-20 PROHIBITION ON CONDUCTING RESTRICTED BUSINESS OPERATIONS IN SUDAN – CERTIFICATION (AUG 2009)
Applies for the acquisition of other than commercial products or commercial services.

52.225-25 PROHIBITION ON CONTRACTING WITH ENTITIES ENGAGING IN CERTAIN ACTIVITIES OR TRANSACTIONS RELATING TO IRAN – REPRESENTATION AND CERTIFICATION (JUN 2020)

