



## COMMERCIAL ITEMS CLAUSES (FAR, DFARS, GSAR, HSAR and NFS)

The following clauses are incorporated by reference to the extent indicated below. The effective version of each clause shall be the version that applies to SAIC under its prime contract or higher-tier subcontract. In all cases, the clauses shall be interpreted to apply to Seller as necessary to reflect the position of Seller as a subcontractor to SAIC, to ensure Seller's obligations to SAIC, and to enable SAIC to meet its obligations to its customer. For purposes of this introductory paragraph and the headings below, the term Subcontract shall include any agreement between SAIC and Seller, to include Subcontracts, Task Orders, Purchase Orders, Basic Ordering Agreements and Orders. Without limiting the foregoing: (1) unless the context of the clause or applicable law requires otherwise, the term "Contractor" shall mean Seller, the term "Contract" shall mean the Subcontract as that term is defined above, the term "Subcontractor" shall mean Seller's subcontractor, and the terms "Government," "Contracting Officer" and equivalent phrases shall mean SAIC and SAIC's Contractual Representative, respectively; (2) the words "Government" and "Contracting Officer" do not change when a right, act, authorization or obligation can be granted or performed only by the Government or when title to property is to be transferred directly to the Government; and (3) where a clause specifies the number of days in which Seller must act, that number shall be reduced by half.

### SUBPART A

**The following Federal Acquisition Regulation ("FAR") clauses are incorporated by reference:**

#### **Applicable to All Subcontracts**

- 52.203-3 Gratuities
- 52.212-5 Contract Terms and Conditions Required to Implement Statutes or Executive Orders – Commercial Items (paragraph (d) only)
- 52.219-8 Utilization of Small Business Concerns
- 52.222-21 Prohibition of Segregated Facilities
- 52.222-26 Equal Opportunity
- 52.222-50 Combating Trafficking in Persons
- 52.225-13 Restrictions on Certain Foreign Purchases
- 52.227-14 Rights in Data – General with Alternates II, III, and V (unless another data rights clause is identified as replacing this clause)
- 52.233-3 Protest After Award
- 52.242-15 Stop Work Order
- 52.244-6 Subcontracts for Commercial Items
- 52.247-64 Preference for Privately Owned U.S. Flag Commercial Vessels

#### **Applicable to Subcontracts Over \$3,500**

- 52.222-54 Employment Eligibility Verification
- 52.223-18 Encouraging Contractor Policies to Ban Text Messaging While Driving

#### **Applicable to Subcontracts Over \$10,000**

- 52.222-40 Notification of Employee Rights Under the National Labor Relations Act

#### **Applicable to Subcontracts Over \$15,000**

- 52.222-36 Equal Employment for Workers with Disabilities

#### **Applicable to Subcontracts Over \$35,000**

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

#### **Applicable to Subcontracts Over \$150,000**

- 52.203-6 Restrictions on Subcontractor Sales to the Government with Alternate I
- 52.203-7 Anti-Kickback Procedures (excluding (c)(1))
- 52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions
- 52.203-12 Limitation on Payments to Influence Certain Federal Transactions
- 52.203-16 Preventing Personal Conflicts of Interest (if Subcontract includes acquisition functions closely associated with inherently governmental functions)
- 52.222-17 Nondisplacement of Qualified Workers (if Subcontract meets requirements of FAR 22.1207)
- 52.222-35 Equal Opportunity for Veterans
- 52.222-37 Employment Reports on Veterans

#### **Applicable to Subcontracts Over \$500,000**

- 52.222-59 Compliance with Labor Laws (Executive Order 13673) (if Subcontract is for other than commercially available off-the-shelf items and Seller is required to complete Buyer's Compliance with Labor Laws certification paragraphs (a), (c) – (g) apply)
- 52.222-60 Paycheck Transparency (if Subcontract is for other than commercially available off-the-shelf items)

#### **Applicable to Subcontracts Over \$5,500,000**

- 52.203-13 Contractor Code of Business Ethics and Conduct

#### **Applicable Only to the Extent Indicated**

- 52.203-15 Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (if Subcontract is funded in whole or in part with Recovery Act funds)
- 52.204-2 Security Requirements (if Subcontract involves access to classified information)
- 52.204-9 Personal Identity Verification of Contractor Personnel (if Seller has access to Government facilities or systems)
- 52.204-21 Basic Safeguarding of Covered Contractor Information System (if Seller may have Federal contract information, as defined in the clause, residing in or transiting through its information system)
- 52.211-15 Defense Priority and Allocation Requirements (applies if the Subcontract is a rated order under subject to 15 C.F.R. 700)
- 52.222-41 Service Contract Labor Standards (if Subcontract is subject to the Service Contract Labor Standards statute)
- 52.222-51 Exemption from Application of the Service Contract Labor Standards to Contracts for Maintenance, Calibration, or Repair of Certain Equipment – Requirements (if services meet all requirements for exemption)
- 52.222-53 Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services – Requirements (if services meet all requirements for exemption)
- 52.222-55 Minimum Wages Under Executive Order 13658 (if Subcontract is subject to Service Contract Labor Standards statute)
- 52.223-11 Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons (if Subcontract is for products or services specified in FAR 23.804(a))



## COMMERCIAL ITEMS CLAUSES (FAR, DFARS, GSAR, HSAR and NFS)

- 52.223-12 Maintenance, Service, Repair, or Disposal of Refrigeration Equipment and Air Conditioners (if work includes maintenance, repair, or disposal of refrigeration equipment or air conditioners)
- 52.223-20 Aerosols (if Subcontract is for products that contain a propellant or solvent or involves maintenance or repair of electronic or mechanical devices)
- 52.223-21 Foams (if Subcontract is for products that contain a foam blowing agent)
- 52.224-2 Privacy Act (if Subcontract involves system of records on individuals subject to the Privacy Act)
- 52.225-26 Contractors Performing Private Security Functions Outside the United States (if Subcontract meets the requirements in paragraph (f) of the clause)
- 52.226-6 Promoting Excess Food Donation (if Subcontract exceeds \$25,000 and involves provision, service, or sale of food)
- 52.227-10 Filing of Patent Applications – Classified Subject Matter (if work or patent application may cover classified matters)
- 52.227-11 Patent Rights – Ownership by the Contractor (if Subcontract includes experimental, developmental, or research work and no other Patent Rights clause is specified)
- 52.232-40 Providing Accelerated Payments to Small Business Concerns (if Seller is a small business and SAIC receives accelerated payments under its contract)
- 52.237-2 Protection of Government Buildings, Equipment and Vegetation (if work is performed at a Government facility)
- 52.237-3 Continuity of Services (if Subcontract includes services)
- 52.239-1 Privacy or Security Safeguards (if Subcontract involves design, development, or operation of a system of records)
- 52.245-1 Government Property with Alternate I (if Subcontract involves access to Government property)

### Applicable if Checked

- 52.223-13 Acquisition of EPEAT-Registered Imaging Equipment
  - Alternate I
- 52.223-14 Acquisition of EPEAT-Registered Televisions
  - Alternate I
- 52.223-15 Energy Efficiency in Energy-Consuming Products
- 52.223-16 Acquisition of EPEAT-Registered Personal Computer Products
  - Alternate I
- 52.223-17 Affirmative Procurement of EPA-Designated Items in Service and Construction Contracts
- 52.225-1 Buy American Act – Supplies
- 52.225-3 Buy American–Free Trade Agreements–Israel Trade Act
  - Alternate I       Alternate II
  - Alternate III
- 52.225-5 Trade Agreements
- 52.227-14 Rights in Data – General with Alternate I (applies in addition to basic clause and Alternates identified above)
- 52.227-17 Rights in Data – Special Works (replaces 52.227-14 and -19 if checked, unless otherwise noted)
- 52.227-18 Rights in Data – Existing Works (replaces 52.227-14 and -19 if checked, unless otherwise noted)
- 52.227-19 Commercial Computer Software – Restricted Rights (applies to commercial computer software developed exclusively at private expense)

### SUBPART B – DFARS CLAUSES

**If this box is checked or if SAIC’s contract is otherwise with or in support of a Department of Defense customer, the following Defense Federal Acquisition Regulation Supplement (“DFARS”) clauses are incorporated by reference in addition to the FAR clauses in Subpart A:**

#### Applicable to All Subcontracts

- 252.203-7002 Requirement to Inform Employees of Whistleblower Rights
- 252.204-7000 Disclosure of Information
- 252.204-7014 Limitations on the Use or Disclosure of Information by Litigation Support Contractors (if Subcontract involves litigation support services)
- 252.204-7015 Disclosure of Information to Litigation Support Contractors
- 252.209-7004 Subcontracting with Firms That Are Owned or Controlled by the Government of a Terrorist Country
- 252.223-7008 Prohibition of Hexavalent Chromium
- 252.225-7012 Preference for Certain Domestic Commodities
- 252.225-7048 Export Controlled Items
- 252.227-7013 Rights in Technical Data – Noncommercial Items (applies in lieu of FAR 52.227-14 unless another data rights clause is identified as replacing this clause; Alternate I applies if Subcontract involves vessel design)
- 252.227-7014 Rights in Noncommercial Computer Software and Noncommercial Computer Software Documentation (applies in lieu of FAR 52.227-14 unless another data rights clause is identified as replacing this clause)
- 252.227-7015 Technical Data – Commercial Items (applies if checked to technical data pertaining to commercial item, components, or processes developed exclusively at private expense; Alternate I applies if Subcontract involves vessel design)
- 252.227-7019 Validation of Asserted Restrictions – Computer Software
- 252.227-7037 Validation of Restrictive Markings on Technical Data
- 252.244-7000 Subcontracts for Commercial Items
- 252.247-7023 Transportation of Supplies by Sea – Basic (applies in lieu of FAR 52.247-64)
- 252.247-7024 Notification of Transportation of Supplies by Sea

#### Applicable to Subcontracts Over \$150,000

- 252.249-7002 Notification of Anticipated Contract Termination or Reduction

#### Applicable to Subcontracts Over \$500,000

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

#### Applicable to Subcontracts Over \$5,500,000

- 252.203-7003 Agency Office of the Inspector General

#### Applicable Only to the Extent Indicated

- 252.204-7009 Limitation on the Use or Disclosure of Third-Party Contractor Reported Cyber Incident Information (if Subcontract involves support for safeguarding covered defense information or cyber incident reporting)
- 252.211-7003 Item Unique Identification and Valuation (if Subcontract includes requirement for unique item identification)



## COMMERCIAL ITEMS CLAUSES (FAR, DFARS, GSAR, HSAR and NFS)

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|--------------|---|--------------|---|
| 252.211-7007 | Reporting of Government-Furnished Property (if Subcontract involves access to Government property; Subcontractor to report through SAIC)  | 252.237-7019 | Training for Contractor Personnel Interacting with Detainees (if Subcontract requires interaction with detainees)   |
| 252.223-7001 | Hazard Warning Labels (if Subcontract requires delivery of hazardous materials)   | 252.239-7000 | Protection Against Compromising Emanations (if Subcontract involves information technology that requires protection against compromising emanations)            |
| 252.223-7002 | Safety Precautions for Ammunition and Explosives (if Subcontract involves ammunition, explosives, or propellants)   | 252.239-7001 | Information Assurance Contractor Training and Certification (if Subcontract involves information assurance functions as described in DoD 8570.01-M)             |
| 252.223-7003 | Change in Place of Performance - Ammunition and Explosives (if Subcontract involves ammunition, explosives, or propellants)   | 252.239-7010 | Cloud Computing Services (if Subcontract involves cloud services)   |
| 252.223-7007 | Safeguarding Sensitive Conventional Arms, Ammunition, and Explosives (if Subcontract involves arms, ammunition, or explosives)  | 252.246-7003 | Notification of Potential Safety Issues (if required by DFARS 252.246-7003(f))  |
| 252.225-7007 | Prohibition on Acquisition of U.S. Munitions List Items from Communist Chinese Military Companies (if Seller is supplying items on the U.S. Munitions List)   | 252.246-7007 | Contractor Counterfeit Electronic Part Detection and Avoidance Systems (if Subcontract includes electronic parts or assemblies containing electronic parts)     |
| 252.225-7009 | Restriction on Acquisition of Certain Articles Containing Specialty Metals (if work contains specialty metals)  | 252.246-7008 | Sources of Electronic Parts (if Seller is supplying electronic parts or assemblies containing electronic parts, unless the Seller is the original manufacturer) |
| 252.225-7010 | Commercial Derivative Military Article - Specialty Metal Compliance Certificate (if work contains specialty metals)   | 252.247-7003 | Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer (if Seller is a motor carrier, broker, or freight forwarder)                         |
| 252.225-7011 | Restrictions on Acquisition of Supercomputers (if Subcontract involves delivery of supercomputers)  |              |   |
| 252.225-7015 | Restrictions on Acquisition of Hand or Measuring Tools (if Subcontract includes hand or measuring tools)  |              |   |
| 252.225-7017 | Photovoltaic Devices (if Subcontract provides for delivery of photovoltaic devices)   |              |   |
| 252.225-7019 | Restriction on Acquisition of Anchor and Mooring Chain (if Subcontract is for items containing welded shipboard anchor or mooring chain four inches or less in diameter)  |              |   |
| 252.225-7025 | Restriction on Acquisition of Forgings (if Subcontract is for forging items or items that contain forging items)  |              |   |
| 252.225-7028 | Exclusionary Policies and Practices of Foreign Governments (if Subcontract involves purchase of supplies for international military training or Foreign Military Sales)   |              |   |
| 252.225-7030 | Restriction on Acquisition of Carbon, Alloy, and Armor Steel Plate (if Subcontract involves acquisition of carbon, alloy, or armor steel plate)   |              |   |
| 252.225-7038 | Restriction on Acquisition of Air Circuit Breakers (if Subcontract includes air circuit breakers for naval vessels)   |              |   |
| 252.225-7040 | Contractor Personnel Authorized to Accompany U.S. Armed Forces Deployed Outside the U.S. (if supporting Armed Forces deployed outside the U.S.)   |              |   |
| 252.227-7038 | Patent Rights - Ownership by the Contractor (Large Business) (applies in lieu of FAR 52.227-11 if Subcontractor is a large business)  |              |   |
| 252.227-7039 | Patents - Reporting of Subject Inventions (applies if Subcontract includes FAR 52.227-11)   |              |   |
| 252.228-7005 | Accident Reporting and Investigation Involving Aircraft, Missiles, and Space Launch Vehicles (if Subcontract involves manufacture, modification, overhaul, or repair of aircraft, missiles, space launch vehicles, or components) |              |   |
| 252.235-7003 | Frequency Authorization (if Subcontract requires developing, producing, constructing, testing, or operating a device requiring frequency authorization; Alternate I may apply at SAIC's discretion)                               |              |   |
| 252.237-7010 | Prohibition on Interrogation of Detainees (applies to Subcontracts for services)  |              |   |
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|-------------------------------------|--|
| <b>Applicable if Checked</b>        |  |
| <input checked="" type="checkbox"/> | 252.204-7012 Safeguarding Covered Defense Information and Cyber Incident Reporting   |
| <input checked="" type="checkbox"/> | 252.211-7006 Passive Radio Frequency Identification  |
| <input type="checkbox"/>            | 252.225-7001 Buy American and Balance of Payments Program<br><input type="checkbox"/> Alternate I  |
| <input type="checkbox"/>            | 252.225-7008 Restriction on Acquisition of Specialty Metals  |
| <input checked="" type="checkbox"/> | 252.225-7009 Restriction on Acquisition of Certain Articles Containing Specialty Metals  |
| <input checked="" type="checkbox"/> | 252.225-7021 Trade Agreements<br><input type="checkbox"/> Alternate II   |
| <input type="checkbox"/>            | 252.225-7026 Acquisition Restricted to Products or Services from Afghanistan   |
| <input type="checkbox"/>            | 252.225-7036 Buy American - Free Trade Agreements - Balance of Payments Program<br><input type="checkbox"/> Alternate I <input type="checkbox"/> Alternate II<br><input type="checkbox"/> Alternate III <input type="checkbox"/> Alternate IV<br><input type="checkbox"/> Alternate V  |
| <input type="checkbox"/>            | 252.225-7043 Anti-Terrorism/Force Protection Policy for Defense Contractors Outside the U.S. (if Subcontract involves performance or travel outside the U.S.)<br><br>In accordance with (d) of the clause, information and guidance pertaining to DoD antiterrorism/force protection can be obtained from <a href="#">[insert information]</a> . |
| <input type="checkbox"/>            | 252.227-7020 Rights in Special Works (replaces 252.227-7013, -7014, and -7015 if checked, unless otherwise stated)   |
| <input type="checkbox"/>            | 252.227-7021 Rights in Data - Existing Works (replaces 252.227-7013, -7014, and -7015 if checked, unless otherwise stated)   |
| <input type="checkbox"/>            | 252.246-7004 Safety of Facilities, Infrastructure, and Equipment for Military Operations   |



COMMERCIAL ITEMS CLAUSES (FAR, DFARS, GSAR, HSAR and NFS)

SUBPART C – GSAR CLAUSES

If this box is checked or if SAIC’s contract is otherwise with or in support of the General Services Administration (“GSA”), the following GSA Acquisition Regulation (“GSAR”) clauses are incorporated by reference in addition to the FAR clauses in Subpart A:

Applicable to All Subcontracts

- 552.203-71 Restriction on Advertising
552.232-78 Commercial Supplier Agreements – Unenforceable Clauses (Seller acknowledges that any commercial supplier agreement to be passed on to the Government through SAIC shall be subject to the limitations and requirements of this clause)

Applicable Only to the Extent Indicated

- 552.204-9 Personal Identity Verification (if Subcontract requires access to a GSA facility or information system)
552.215-70 Examination of Records by GSA (if Subcontract exceeds \$100,000)
552.223-70 Hazardous Substances (if Subcontract includes packaged items subject to the Federal Hazardous Substances Act and the Hazardous Materials Transportation Act)
552.223-71 Nonconforming Hazardous Materials (is Subcontract includes supplies that contain hazardous materials)
552.223-73 Preservation, Packaging, Packing, Marking, and Labeling of Hazardous Materials (HAZMAT) for Shipments (if Subcontract is for packaged items containing hazardous materials)
552.237-71 Qualifications of Employees (if Subcontract includes Building services as defined in GSAR 537.101)
552.239-71 Security Requirements for Unclassified Information Technology Resources (if Subcontract meets conditions in paragraph (a) of clause)

Applicable if Checked

- 552.237-73 Restriction on Disclosure of Information

SUBPART D – HSAR CLAUSES

If this box is checked or SAIC’s contract is otherwise with or in support of the Department of Homeland Security (“DHS”), the following DHS Acquisition Regulation (“HSAR”) clauses are incorporated by reference in addition to the FAR clauses in Subpart A:

Applicable to All Subcontracts

- 3052.204-71 Contractor Employee Access (Alternate I applies if Subcontract involves access to DHS information technology resources)
3052.205-70 Advertisements, Publicizing Awards, and Releases (Alternate I applies unless otherwise specified)
3052.222-70 Strikes or Picketing Affecting Timely Completion of the Contract Work
3052.222-71 Strikes or Picketing Affecting Access to a DHS Facility

Applicable Only to the Extent Indicated

- 3052.203-70 Instructions for Contractor Disclosures of Violations (if Subcontract exceeds \$5,500,000)

- 3052.225-70 Requirement for Use of Certain Domestic Commodities (if Subcontractor is providing items identified in clause)
3052.228-70 Insurance (if Subcontract requires work on a Government installation)
3052.236-70 Special Precautions for Work at Operating Airports (if Subcontract includes work at an operating airport)

Applicable if Checked

- 3052.209-72 Organizational Conflict of Interest
In accordance with (a) of the clause, the nature of the conflict of interest and the limitation on future contracting is [insert description].
3052.217-92 Inspection and Manner of Doing Work (USCG)
3052.217-95 Liability and Insurance (USCG)
3052.217-96 Title (USCG)
3052.223-90 Accident and Fire Reporting (USCG)
3052.228-90 Notification of Miller Act Payment Bond Protection (request contact information for surety from SAIC)

SUBPART E – NFS CLAUSES

If this box is checked or if SAIC’s contract is otherwise with or in support of the National Aeronautics and Space Administration (“NASA”), the following NASA FAR Supplement (“NFS”) clauses are incorporated by reference in addition to the FAR clauses in Subpart A:

Applicable to All Subcontracts

- 1852.203-71 Requirement to Inform Employees of Whistleblower Rights
1852.204-76 Security Requirements for Unclassified Information Technology Resources
1852.225-70 Export Licenses
1852.227-14 Rights in Data – General (modifies FAR 52.227-14)
1852.237-72 Access to Sensitive Information
1852.237-73 Release of Sensitive Information
1852.242-73 NASA Contractor Financial Management Reporting
1852.245-72 Liability for Government Property Furnished for Repair or Other Services

Applicable to Subcontracts Over \$100,000

- 1852.244-70 Geographic Participation in the Aerospace Program

Applicable to Subcontracts Over \$150,000

- 1852.223-70 Safety and Health Measures and Mishap Reporting (if Subcontractor includes work at Government facilities)

Applicable Only to the Extent Indicated

- 1852.208-81 Restrictions on Printing and Duplicating (if Subcontract includes any printing, duplicating, or copying in excess of the limits in paragraph (c))
1852.223-71 Authorization for Radio Frequency Use (if Subcontract involves developing, producing, constructing, testing, or
1852.227-11 Patent Rights – Ownership by the Contractor (if Subcontract includes experimental, developmental, or research work and Seller is a small business or nonprofit organization)



## COMMERCIAL ITEMS CLAUSES (FAR, DFARS, GSAR, HSAR and NFS)

- 1852.227-17 Rights in Data – Special Works (if Subcontract includes 52.227-17)
- 1852.227-19 Commercial Computer Software – Restricted Rights (if Subcontract includes 52.227-19)
- 1852.227-86 Commercial Computer Software License (replaces 52.227-19 and 1852.227-19 for commercial computer developed exclusively at private expense if the parties have agreed to incorporate Seller’s standard commercial license into the Subcontract)
- 1852.227-88 Government-Furnished Computer Software and Related Technical Data (if Seller has access to “Government-furnished computer software” or related technical data as defined in the clause)
- 1852.228-76 Cross-Waiver of Liability for International Space Station Activities (if Subcontract supports “Protected Space Operations,” as defined in the clause, relating to the International Space Station)
- 1852.228-78 Cross-Waiver of Liability for Science or Space Exploration Activities Unrelated to the International Space Station (if Subcontract supports “Protected Space Operations” as defined in the clause)
- 1852.242-71 Travel Outside of the U.S. (if Subcontract requires travel outside the U.S. that will be charged directly to the Subcontract)
- 1852.242-72 Denied Access to NASA Facilities (if Subcontract involves access to NASA facilities)
- 1852.245-73 Financial Reporting of NASA Property in the Custody of Contractors (if Seller will possess NASA property; delete paragraph (b); reports shall be submitted to SAIC)
- 1852.245-74 Identification and Marking of Government Equipment (if Subcontract requires delivery of equipment)
- 1852.246-73 Human Space Flight Item (if Subcontract involves hardware or equipment for human space flight)
- 1852.247-71 Protection of the Florida Manatee (if Seller performs work within the Kennedy Space Center waterways)

### Applicable if Checked

- 1852.211-70 Packaging, Handling, and Transportation