MTS General Terms & Conditions of Purchase – Supplement 1 (Government Flow-Down Provisions)

When the Work furnished for this Purchase Order is in connection with a U.S. Government prime contract or subcontract, in addition to the MTS General Terms and Conditions of Purchase, the following supplemental provisions shall apply and are incorporated by reference, as required by the terms of the prime contract or by operation of law or regulation. All clauses incorporated herein are those in effect on the date of this PO and carry the same force and effect as if they were given in full text. In the event of a conflict between these FAR, DFAR or NFS provisions and the MTS General Terms and Conditions of Purchase, the FAR, DFAR or NFS provisions shall control.

In all clauses listed herein, the terms “Government”, “Contracting Officer” and “Contractor” shall be revised to suitably identify the contracting parties herein and affect the proper intent of the provision except where further clarified or modified below. The Seller shall include in each lower-tier subcontract the appropriate flow-down clauses as required by the FAR, DFAR, NFS or other Federal regulations.

Section A is applicable for all Purchase Orders in support of a U.S. Government contract (Section A and A.1 through A.7). Section B also applies if this Purchase Order is in support of a Department of Defense (DOD) contract. Section C also applies if this Purchase Order is in support of a NASA contract.

A. FAR clauses for POs in support of U.S. Government contract:

52.203-3, Gratuities
52.203-5, Covenant Against Contingent Fees
52.203-6, Restrictions of Subcontractor Sales to the Government
52.204-2, Security Requirements
52.204-9, Personal Identity Verification of Contractor Personal
52.209-5, Certification Regarding Debarment, Suspension, Proposed Debarment and Other Responsibility Matters
52.209-6, Protecting the Government’s Interest When Subcontracting with Contractor’s Debarred, Suspended or Proposed for Debarment
52.209-10, Prohibition on Contracting with Inverted Domestic Corporations
52.211-5, Material Requirements
52.211-15, Defense Priority and Allocation Requirements
52.212-5, Contract Terms and Conditions Required to Implement Statutes and Executive Orders
52.219-8, Utilization of Small Business Concerns
52.219-28, Post Award Small Business Program Rerepresentation
52.222-1, Notice to the Government of Labor Disputes
52.222-3, Convict Labor
52.222-4, Contract Work Hours and Safety Standards Act - Overtime
52.222-19, Child Labor—Cooperation with Authorities and Remedies
52.222-21, Prohibition of Segregated Facilities
52.225-5, Affirmative Action Compliance
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
52.222-41, Service Contract Act of 1965
52.222-50, Combating Trafficking in Persons
52.222-51, Exemption from Application of the Service Contract Act to Contracts for Maintenance, Calibration, or Repair of Certain Equipment--Requirements (Applies only to subcontracts exempt under Service Contract Act)
52.222-53, Exemption from Application of the Service Contract Act to Contracts for Certain Services—Requirements (Applies only to subcontracts exempt under Service Contract Act)
52.222-54, Employment Eligibility Verification
52.223-3, Hazardous Material Identification and Material Safety Data Sheets
52.223-6, Drug Free Workplace
52.223-7, Notice of Radioactive Materials (Applies only if this PO is for radioactive material meeting the criteria outlined in the clause.)
52.223-11, Ozone Depleting Substances
52.223-18, Contractor Policy to Ban Text Messaging While Driving
52.224-2, Privacy Act
52.225-1, Buy American Act—Supplies
52.225-5, Trade Agreements
52.225-8, Duty Free Entry
52.225-13, Restrictions on Certain Foreign Purchases
52.226-6, Promoting Excess Food Donation to Nonprofit Organizations.
52.227-11, Patent Rights—Ownership by the Contractor
52.227-14, Right in Data—General
52.227-16, Additional Data Requirements
52.227-19, Commercial Computer Software License
52.228-5, Insurance—Work on a Government Installation
52.233-3, Protest after Award
52.233-4, Applicable Law for Breach of Contract Claim
52.242.15, Stop Work Order
52.243-1, Changes—Fixed Price
52.244-5, Competition in Subcontracting
52.244-6, Subcontracts for Commercial Items
52.245-1, Government Property
52.245-9, Use and Charges
52.246-2, Inspection of Supplies—Fixed Price
52.246-16, Responsibility for Supplies
52.247-63, Preference for U.S. Flag Carriers
52.247-64, Preference for Privately-Owned U.S. Flag Commercial Vessels
52.249-2, Termination for Convenience of the Government—Fixed Price
52.252-2, Clauses Incorporated by Reference

A.1 FAR Clauses Included Unless Exemption or Threshold Applies.

52.204-10, Reporting Executive Compensation and First Tier Subcontract Awards
52.204-11, American Recovery and Reinvestment Act—Reporting Requirements
52.214-27, Price Reduction For Defective Cost or Pricing Data –
A.2 Purchase Orders Over $15,000 Also Include:

52.222-20, Walsh Healey Public Contracts Act
52.222-36, Affirmative Action for Workers with Disabilities

A.3 Purchase Orders of $100,000 or More Also Include:

52.222-35, Equal Opportunity for Veterans
52.222-37, Employment Reports on Veterans

A.4 Purchase Orders Over $150,000 Also Include:

52.203-5, Covenant Against Contingent Fees
52.203-6, Restrictions On Subcontractor Sales to the Government
52.203-7, Anti-Kickback Procedures
52.203-8, Cancellation, Rescission, Recovery of Funds For Illegal or Improper Activity
52.203-10, Price or Fee Adjustment for Illegal or Improper Activity
52.203-12, Limitation of Payments to Influence Certain Federal Transactions
52.215-2, Audit and Records - Negotiation
52.215-14, Integrity of Unit Prices
52.227-1, Authorization and Consent (Alternate I if applicable in accordance with FAR 27.201-2(a)(s))
52.227-2, Notice and Assistance Regarding Patent and Copyright Infringement
52.248-1, Value Engineering

A.5 Purchase Orders Over $650,000 Also Include:

52.219-9, Small Business Subcontracting Plan
52.219-16, Liquidated Damages – Subcontracting Plan
52.230-2, Cost Accounting Standards
52.230-3, Disclosure and Consistency of Cost Accounting Standards
52.230-6, Administration of Cost Accounting Standards

A.6 Purchase Orders Over $5,000,000 Also Include:

52.203-13, Contractor Code of Business Ethics and Conduct
52.203-14, Display of Hotline Posters

A.7 Certifications:

The Seller, by signing this Purchase Order, hereby certifies compliance with the following clauses:

52.203-11, Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (POs over $150,000)
52.209-5, Certification Regarding Responsibility Matters
52.222-22, Previous Contracts and Compliance Reports
52.222-25, Affirmative Action Compliance
52.223-13, Certification of Toxic Chemical Release Reporting

B. DFAR clauses for POs in support of U.S. Government contract.

252.203-7001, Prohibition on Persons Convicted of Fraud or Other Defense Contract Related Felonies
252.204-7000, Disclosure of Information
252.204-7008, Requirements for Contracts Involving Export-Controlled Items
252.208-7000, Intent to Furnish Precious Metals as Government Furnished Material
252.209-7004, Subcontracting with Firm Owned or Controlled by the Government of a Terrorist Country
252.211-7003, Item Identification and Valuation
252.211-7007, Reporting of Government Furnished Equipment in the DoD Item Unique Identification (IUID) Registry
252.215-7000, Pricing Adjustments
252.215-7002, Cost Estimating System Requirements (applies if cost and pricing data is required)
252.219-7003, Small Business Subcontracting Plan
252.222-7000, Restrictions on Employment of Personnel
252.223-7001, Hazard Warning Labels
252.223-7002, Safety Precautions for Ammunition and Explosives
252.223-7003, Change in Place of Performance Ammunition and Explosives
252.223-7004, Drug Free Workforce
252.223-7006, Prohibition on Storage and Disposal of Toxic and Hazardous Materials
252.223-7007, Safeguarding Sensitive Conventional Arms, Ammunition and Explosives
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, Restriction on Acquisition of Specialty Metals
252.225-7009, Restriction on Acquisition of Certain Articles Containing Specialty Metals
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 and Roller Bearings
252.225-7021, Trade Agreements
252.225-7025, Restriction on Acquisition of Forgings
252.225-7030, Restriction on Acquisition of Carbon, Alloy and Armor Steel
252.225-7031, Secondary Arab Boycott of Israel
252.225-7036, Buy American – Free Trade – Balance of Payments Program
252.225-7039, Contractors Performing Private Security Functions
252.227-7013, Rights in Technical Data—Noncommercial Items
252.227-7014, Rights in Noncommercial Computer Software & Noncommercial Computer Software Documentation
252.227-7015, Technical Data—Commercial Items
252.227-7016, Rights in Bid or Proposal Information
252.227-7017, Identification and Assertion of Use, Release, or Disclosure Restrictions
252.227-7019, Validation of Asserted Restrictions – Computer Software
252.227-2025, Limitations on Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends
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
252.227-7037, Validation of Restrictive Markings on Technical Data
252.227-7038, Patent Rights – Ownership by the Contractor (Large Business)
252.227-7039, Patents – Reporting of Subject Inventions
252.228-7005, Accident Reporting and Investigation Involving Aircraft, Missiles and Space Launch Vehicles
252.235-7003, Frequency Authorization
252.236-7000, Modification Proposals – Price Breakdown
252.237-7010, Prohibition on Interrogation of Detainees by Contractor Personnel
252.237-7019, Training for Contractor Personnel Interacting with Detainees
252.243-7001, Pricing of Contract Modifications
252.243-7002, Requests for Equitable Adjustment
252.244-7000, Subcontracts for Commercial Items and Commercial Components
252.246-7001, Warranty of Data
252.246-7003, Notification of Potential Safety Issues
252.247-7003, Pass-Through of Motor Carrier Fuel Surcharge Adjustment to the Cost Bearer
252.247-7006, Removal of Contractor’s Employees
252.247-7022, Representation of Extent of Transportation by Sea
252.247-7024, Notification of Transportation of Supplies by Sea

B.1 Purchase Orders of $100,000 or More Also Include:
252.203-7001, Prohibition on Persons Convicted of Fraud or Other Defense Contract Related Felonies
252.247-7023, Transportation of Supplies by Sea

252.249-7002, Notification of Anticipated Contract Termination or Reduction

B.2 Purchase Orders of $500,000 or More Also Include:
252.226-7001, Utilization of Indian Organizations, Indian Owned Economic Enterprises, and Native Hawaiian Small Business Concerns

B.3 Purchase Orders of $650,000 or More Also Include:
252.219-7003, Small Business Subcontracting Plan
252.219-7004,
252.225-7006, Quarterly Reporting of Contract Performance Outside the United States

B.4 Purchase Orders of $1,000,000 or More Also Include:
252.225-7033, Waiver of United Kingdom Levies
252.222-7006, Restrictions on Use of Mandatory Arbitration Agreements

B.5 Purchase Orders of $1,500,000 or More Also Include:
252.211-7000, Acquisition Streamlining

C. NASA FAR Supplement clauses for POs in support of U.S. Government contract.

1852.204-76, Security Requirements for Unclassified Information Technology Resources
1852.208-81, Restrictions on Printing and Duplicating
1852.211-70, Packaging Handling and Transportation
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
1852.223-74, Drug and Alcohol Free Workplace
1852.223-75, Major Breach of Safety or Security
1852.225-70, Export Licenses
1852.227-11, Patent Rights – Retention by the Contractor
1852.227-14, Rights in Data - General
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
1852.228-76, Cross-Waiver of Liability for Space Station Activities
1852.228-78, Cross-Waiver of Liability for NASA Expendable Launch Vehicle Launches
1852.231-71, Determination of Compensation Reasonableness
1852.237-72, Access to Sensitive Information
1852.237-73, Release of Sensitive Information
1852.244-70, Geographic Participation in the Aerospace Program
1852.245-73, Human Space Flight Item
1852.246-70, Mission Critical Space System Personnel Reliability Program
1852.246-71, Government Contract Quality Assurance Functions
1852.246.72, Material Inspection and Receiving Report
1852.247-71, Protection of Florida Manatee