

**National Aeronautics and Space Administration
Ames Research Center
Moffett Field, California 94035-1000**

Justification for Other than Full and Open Competition
[FAR 6.303-2(b)(1)]

Summary Information:

Initiating Office: NASA Ames Research Center (ARC)

Purchase Request No.: N/A

Procurement Title: Programs and Projects Services

Total Estimated Value: No Increase to the Indefinite Delivery/Indefinite Quantity Maximum Value of **FOIA Ex. 5** is Required

Period of Performance: June 1, 2012, through June 30, 2013

Statutory Authority: 10 USC 2304(c)(1), *Only One Responsible Source and No Other*
[FAR 6.303-2(b)(4)] *Supplies or Services Will Satisfy Agency Requirements*

This Justification for Other than Full and Open Competition (JOFOC) has been prepared in accordance with the requirements of Federal Acquisition Regulation (FAR) 6.303 and NASA FAR Supplement (NFS) 1806.303.

Detailed Information:

A. Nature and/or description of the action being approved. [FAR 6.303-2(b)(2)]

NASA ARC proposes to negotiate a sole source contract modification with Lockheed Martin to extend the period of performance of contract NAS2-02090, Programs and Projects Services (P&P), for up to 13 additional months consisting of one 8-month base period and 5 one-month options. Upon JOFOC approval, the current contract will be modified to extend performance for the 8-month base period (from June 1, 2012, through January 31, 2013), followed by 5 one-month option periods, if exercised. The total contract performance period, including all extensions and options, if exercised, will be through June 30, 2013.

B. Description of the supplies or services required to meet the agency's needs (including estimated value). [FAR 6.303-2(b)(3)]

The purpose of this JOFOC is to extend the current P&P contract for a period of up to 13 additional months, to provide continued support for critical programs and projects at Ames Research Center (ARC) pending completion of the competitive placement of the Fully Integrated Lifecycle Mission Support Services (FILMSS) procurement.

Below are the circumstances that have prompted the need for a 13 month extension consisting of one 8-month base period and five 1-month options.

Contract NAS2-02090 was awarded on July 23, 2002 with an eight year performance period. A protest of award was received which impacted the performance start date of this contract. The protest was resolved in NASA's favor in May 2003 resulting in the commencement of the period of performance on June 1, 2003. The eight year contract performance period was from June 1, 2003 through May 31, 2011. On May 20, 2011, NASA Headquarters approved a deviation request allowing extension of the period of performance through May 31, 2012, and a JOFOC was issued justifying that contract extension. The first deviation was issued to continue support of science, space, and exploration requirements for ARC supported programs and projects through P&P while two new acquisitions, PESS and FILMSS, were completed.

Pursuant to Procurement Information Circular (PIC) 00-22, *Class Deviation - Five Year Term of Contract*, a second deviation request was sent to NASA Headquarters for approval to extend the contract through June 30, 2012 (one 8-month base with five 1-month options) and was approved on May 23, 2012

The contract extension associated with this JOFOC will provide sufficient time for completion of the procurement process for FILMSS. FILMSS is intended to provide support for conceptual competencies based on the Center's approach to sustain program and project management capability for missions, instruments, technology development efforts, collaborative science programs, and science operations. FILMSS is not a follow-on to P&P; however, ARC will need to use the P&P contract, until the FILMSS contract is awarded, to support some of the in-scope requirements that are designed to be covered by FILMSS.

This second deviation, JOFOC, and contract extension are necessary because the timelines and potential award date envisioned in the first deviation request, JOFOC and contract extension became impracticable. This is because the design structure of PESS and FILMSS continued to evolve throughout 2011 due to changing technical requirements and changing strategic decisions of Center management regarding the focus of these two new procurements. Now, however, PESS is well underway, and FILMSS is off to a robust start, having completed a successful Procurement Strategy Meeting (PSM) on April 5, 2012.

A timeline of events regarding the FILMSS procurement was posted on June 1, 2012 (see Solicitation number NNA1241241R). This has prompted the need for this 13 month extension (one 8-month base period and five 1-month options) to allow sufficient time to complete the procurement process for FILMSS:

Based on the posted proposal due date for FILMSS, there are critical program and project requirements being supported through P&P that required continued support until FILMSS is awarded. If P&P is not extended, these critical requirements will be seriously impacted. Below is a list of a few programs and projects being supported through P&P that would be adversely impacted if the performance period for P&P is not extended.

- AEM-X prototype build is scheduled for completion Jul 2012
- Micro-5 Payload onboard the International Space Station (ISS) is currently scheduled for launch in Jul 2012
- Advanced Rodent Habitat Critical Design Review is also scheduled for Jul 2012
- Bion M1 mission on the Russian Bion Free Flyer Vehicle is currently scheduled for launch Aug 2012
- ECAMSAT Microsat mission is scheduled for launch in Sep 2012
- NIH-R1 Payload to ISS scheduled for launch in Oct 2012

- Micro-6 Payload to ISS scheduled for launch in Oct 2012
- AEM-X design is scheduled to be completed Dec 2012
- Animal Access Unit design and build is scheduled to be completed in Dec 2012.

There is no reasonable alternative to modifying the existing contract. A separate competition and award to another contractor, covering this temporary, maximum 13 month period, would neither be feasible nor reasonable, particularly given that it is expected that the FILMSS contract will result in an anticipated award during the second quarter of FY13. Any slips in these critical milestones would seriously impact the programs and projects that ARC is supporting. The result of a separate competition and award for this remaining period of time would be a substantial duplication of cost (including those associated directly with a re-procurement and those learning-curve costs associated with the transition to a new contractor) to the Government that could not be recovered, and disruption and unacceptable delays that would adversely affect the seamless continuity of contract services, which are critical to support ARC and NASA missions. Therefore, this potential maximum 13 month contract extension is necessary to provide coverage of critical technical requirements pending completion of the FILMSS procurement.

NAS2-02090 is Cost Plus Award Fee (CPAF) Indefinite Delivery/Indefinite Quantity (IDIQ) contract with a maximum value of **FOIA Ex. 5**. Of the total contract maximum value, approximately **FOIA Ex. 5** remains available to issue task orders. Therefore, there is sufficient value remaining on the contract to cover this extension and no additional contract value is required. The Government Independent Cost Estimate for the 13 month extension is **FOIA Ex. 5** which is based on historical costs from the performance of requirements on P&P over the last year.

C. An identification of the statutory authority permitting other than full and open competition. [FAR 6.303-2(b)(4)]

The statutory authority is 10 USC 2304(c)(1), *Only One Responsible Source and No Other Supplies or Services Will Satisfy Agency Requirements*.

D. Demonstration of the proposed Contractor's unique qualification or the nature of the acquisition requires use of the authority cited. [FAR 6.303-2(b)(5)]

In accordance with FAR 6.302-1(a)(2)(iii), for DoD, NASA, and the Coast Guard, services may be deemed to be available only from the original source in the case of follow-on contracts for the continued provision of highly specialized services when it is likely that award to any other source would result in substantial duplication of cost to the Government that is not expected to be recovered through competition, or unacceptable delays in fulfilling the agency's requirements.

As addressed in Section B above, the 13 month extension to the current period of performance is necessary to provide coverage of the mission critical programs and projects requirements pending completion of the FILMSS procurement. Any slips in these critical milestones would seriously impact the programs and projects that ARC supports. A separate competition and award to, potentially, a different contractor for a 13 month period would be neither feasible nor reasonable given the current and on-going FILMSS procurement and would result in substantial duplication of costs, and disruption and unacceptable delays that would adversely impact the seamless continuity of services necessary to support the critical requirements for ARC and NASA missions.

Lockheed Martin is the prime contractor for NAS2-02090. Lockheed Martin has the unique base of technical knowledge and experience; including the required historical knowledge of the critical NASA programs and projects addressed above in Section B. A change in contractor prior to the completion of key milestones would severely impact these programs and projects. Lockheed Martin has clearly demonstrated that it possesses the highly specialized capabilities and skills necessary to accomplish the requirements. Lockheed Martin's performance under the current contract for Award Fee Period 16 was rated as **FOIA Ex. 5**. Recently, Lockheed Martin received **FOIA Ex. 5** under Award Fee Period 17. It is clear that Lockheed Martin can continue to provide a seamless quality of support for the current critical programs and projects conducted at ARC without unacceptable delays.

Further, award of a separate contract to any other source for this 13 month extension period would result in substantial duplication of costs to the Government that would not be recovered through competition. This duplication of costs would include not only those costs associated with competing a separate procurement for the extension period, but also the costs associated with phase-in activities for the separate 13 month contract, which would be necessary to ensure that the new, possibly different, Contractor has proper knowledge of work requirements necessary to support the ongoing Programs and Projects requirements. Hence a 13 month extension, rather than a new procurement for a 13 month contract, is the only cost-effective and reasonable approach for NASA to take in the present situation.

As stated above in Section B, if this extension to Lockheed Martin for these highly specialized, mission critical services were not awarded as described herein, a substantial duplication of costs to the Government, as well as unacceptable delays in the performance of these critical contract requirements, would result.

E. Description of efforts made to ensure that offers are solicited from as many potential sources as is practicable, including whether a notice was or will be publicized as required by FAR Subpart 5.2 and, if not, which exception under 5.202 applies. [FAR 6.303-2(b)(6)]

A synopsis for this extension was posted on the NASA Acquisition Internet System (NAIS) and the "FedBizOpps" Federal Business Opportunities Portal on March 23, 2012, for 17 calendar days to inform the public of NASA's intent to extend contract NAS2-02090 with Lockheed Martin in order to continue performance through January 31, 2013, consisting of one 8-month base period and 5 one-month options, which, if exercised, would continue performance through June 30, 2013. The synopsis provided instructions for interested organizations to submit capabilities and qualifications to the CO to perform the effort. No capabilities statements were received in response to the synopsis.

F. A determination by the Contracting Officer that the anticipated cost to the Government will be fair and reasonable. [FAR 6.303-2(b)(7)]

The CO has determined that the Government's ICE of **FOIA Ex. 5** for the thirteen month extension is reasonable. Before each task order or modification to a task order is awarded under NAS2-02090, the CO and Contracting Officer's Representative (COR) will perform an analysis in accordance with FAR 15.404, using cost and price evaluation techniques, to assure that the proposed CPAF for each task order or modification to a task order is fair and

reasonable. Pre-negotiation objectives will be prepared prior to the initiation of negotiations and will be approved in accordance with FAR 15.406 prior to the conduct of negotiations.

G. Description of the market research conducted and the results or a statement of the reason market research was not conducted. [FAR 6.303-2(b)(8)]

Limited market research was conducted in support of the decision to award this extension to Lockheed Martin because of the short timeframe to put an extension modification in place to prevent any major disruption to support of critical NASA programs and projects. Based on the COR's technical knowledge of the current requirements and necessary capabilities required to support the above critical program and project schedules, there are no known companies that have the ability to quickly transition in a short period without adversely impacting the program and project milestones.

As stated in Section E above, a synopsis was posted in NAIS and FedBizOpps and no interested parties responded. The sources sought synopsis notice was published in NAIS and FedBizOpps on March 23, 2012 to solicit information about potential sources to acquire services for programs and projects at ARC. The work performed is in the areas of program management, project management, program support, collaborative technologies, hardware and software systems engineering, educational outreach, and contract management and administration. Interested organizations were also requested to submit their capabilities and qualifications to the identified point of contact describing in writing their abilities to perform the effort not later than 4:30 p.m. local time on Monday, April 9, 2012. No responses were received by the April 9, 2012 due date.

H. Any other facts supporting the use of other than full and open competition.
[FAR 6.303-2(b)(9)]

The COR has determined that Lockheed Martin is highly qualified to perform the proposed contract extension at ARC through June 2013 – and is, as outlined above, the only responsible source reasonably capable in the present circumstance of supporting critical programs and projects while the FILMSS procurement is being completed. Lockheed Martin's performance under the current contract for Award Fee Period 16 was rated as **FOIA Ex. 5**. Recently, Lockheed Martin received **FOIA Ex. 5** under Award Fee Period 17. It is clear that Lockheed Martin can continue to provide a seamless quality of support for the current critical programs and projects conducted at ARC without unacceptable delays or substantial duplication of cost to the Government.

I. Listing of the sources, if any, that expressed, in writing, an interest in the acquisition. [FAR 6.303-2(b)(10)]

No other source expressed interest in providing the additional work required by this extension.

J. Statement of the actions, if any, the agency may take to remove or overcome any barriers to competition before any subsequent acquisition for the supplies or services required. [FAR 6.303-2(b)(11)]

Currently, ARC is in the process of conducting a new competitive procurement for FILMSS, with an award expected to occur during the second quarter of FY13. FILMSS will provide sustained program and program management capability for ARC when awarded.

This sole source award of a 13 month extension to the P&P contract is necessary to provide additional time needed to complete the FILMSS procurement and support critical programs and projects supported at ARC.

For the foregoing reasons, and pursuant to FAR 6.302-1(a)(2)(iii), the 13 month extension to NAS2-02090 for highly specialized services needs to be awarded to the incumbent, Lockheed Martin, to provide continued program management, project management, program support, collaborative technologies, hardware and software systems engineering, educational outreach, and contract management and administration, in order to prevent any unacceptable delays to critical programs and projects and to prevent substantial duplication of costs to the Government.

Therefore, it is recommended that this follow-on bridge contract be awarded to Lockheed Martin, as requested herein, under the authority of 10 USC 2304(c)(1).

