JUSTIFICATION FOR OTHER THAN FULL AND OPEN COMPETITION (JOFOC)

For the Contract Extensions of Contract No. NNG05CB16C with L-3 Services, Inc. and Contract No. NNG05CB17C, with Northrop Grumman Space and Mission Systems

1. **This document is a justification for other than full and open completion prepared by NASA's Goddard Space Flight Center (NASA's GSFC).**

   NASA's GSFC proposes to extend the Indefinite Delivery/Indefinite Quantity (IDIQ), multiple-award contracts entitled, "Independent Verification and Validation (IV&V) of Software Services", Contract No. NNG05CB16C with L-3 Services, Inc., and Contract No. NNG05CB17C, with Northrop Grumman Space and Mission Systems in order to continue critical NASA IV&V Services until the competitive follow-on contract is awarded.

2. **The nature and/or description of the action being approved:**

   The IV&V contracts with L-3 Services and Northrop Grumman were competitively awarded on May 11, 2005, and are scheduled to conclude on May 10, 2010. These contracts are multiple-award, IDIQ contracts which support the NASA IV&V program. Due to the delays in the follow-on acquisition, this request seeks to extend the period of performance of both contracts to continue critical NASA IV&V Services while technical requirements are being finalized and until the competitive follow-on contract is awarded.

   On December 7, 2009, a Procurement Strategy Meeting (PSM) was held at NASA Headquarters (HQ) to establish the path forward for the recompete of the work currently being performed by the two multiple-award contractors. [redacted] Shortly after the PSM, the NASA IV&V Program initiated activities to redefine the mission of the IV&V program. These activities allowed NASA to consider how the IV&V Program can better support the Agency and how the IV&V Program may better perform IV&V tasks. All procurement activity for the new awards during this time was suspended. The results of this activity significantly affected the scope of the pending competitive acquisitions.

   Due to the major change in scope, the previously issued pre-solicitation notice was canceled and a Request for Information (RFI) was issued to aid in the determination of the new procurement strategy. A new procurement schedule for the re-competition indicates an approximate award date of April 30, 2011, therefore making it necessary to extend both of the current multiple-award contracts. The extensions will be for 6-month periods (from May 11, 2010, to November 10, 2011). The JOFOC will provide for flexibility to extend for up to an additional 12 months pending approval by HQ.* The base period of the extensions and the additional flexibility is needed to allow sufficient time for the recompete activities.

   **Note: The synopsis for this Justification covered an up-to-18-month period (12-month base period with two 3-month option periods).* [redacted]

[redacted]

These extensions are critical for the continuation of current work, possible inclusion of additional tasks to support new NASA projects, and sufficient time for the re-competition. The extensions will allow time to initiate all necessary actions required to complete the re-competition, and also allow for any required transition activities.

Additionally, the contract extensions are necessary to ensure program continuity and critical mission support and avoid significant adverse impacts and delay to NASA's IV&V program. An interruption and restart of this effort with a new contractor that is unfamiliar with the specific requirements of NASA's IV&V program, would greatly jeopardize the success of NASA's IV&V mission. Therefore, an extension of the current contracts to allow for incorporation of these key scope decisions into the development of the re-competition strategy represents the only practical alternative.

3. Description of the supplies or services required, including an estimated value:

This contract supports the NASA IV&V program. The NASA IV&V Program's mission is to provide independent software assurance to the Agency, using systems engineering and software engineering analyses on the safety critical and mission critical functions of selected NASA (and others) missions.

Contract No. NNG05CB16C with L-3 Services and Contract No. NNG05CB17C with Northrop Grumman, both have a maximum ordering value of $200 million (M).

Task orders in the amount of [redacted] have been issued for L-3 Services thus far. The estimated value of the work to be performed under existing task orders and for anticipated new tasks for the 6-month extension period for L-3 Services is approximately [redacted] The estimated value for the full 18-month period is approximately [redacted] potentially increasing the total task order value to [redacted] which is well within the current maximum ordering value of $200M.

Task Orders in the amount of [redacted] have been issued for Northrop Grumman thus far. The estimated value of the work to be performed under existing task orders and for anticipated new tasks for the extension period for Northrop Grumman is approximately [redacted] The estimated value for the full 18-month period is approximately [redacted] potentially increasing the total task order value to [redacted] which is well within the current maximum ordering value of $200M.

Therefore, no increase in the ceiling of either contract will be necessary.

4. **Statutory authority permitting other than full and open competition.**

The statutory authority permitting other than full and open competition is 10 U.S.C 2304 (c) (1), as cited under FAR 6.302-1 "When the supplies or services required by the agency are available from only one responsible source, or, for DoD, NASA, and the Coast Guard, from only one or a limited number of responsible sources, and no other type of supplies or services will satisfy agency requirements." The existing IDIQ contracts are currently being used for award of competitive task orders at a time that the contracts are nearing expiration, requiring extensions in order to permit the Agency to complete the follow-on competitive acquisitions. Extension of these contracts will ensure continued availability of these highly specialized services.

5. **A demonstration that the proposed contractor's unique qualifications or the nature of the acquisition requires use of the authority cited:**

An extension to the L-3 Services, Inc. and Northrop Grumman contracts is necessary due to the nature of the work performed under these contracts. L-3 Services and Northrop Grumman have the combined training, experience, and expertise to provide uninterrupted continuation of mission critical support. If any of these services stop, or are even briefly interrupted, the entire IV&V Program would be affected, posing unacceptable risk to the provision of IV&V services to critical NASA missions. During this extension, the following major milestones require the contractors support:

- STS-132 launch – May 2010
- STS-143 launch – July 2010
- STS-133 launch – September 2010
- ISS Flight Software (FSW) transition support – ongoing
- ISS real time anomaly support for high severity FSW issues – as required
- Glory launch – November 2010
- Juno launch – August 2011
- NPP launch – September 2011
- GRAIL launch – September 2011
- MSL launch – October 2011

Additionally, the contractors are actively supporting the following NASA missions: GPM, JWST, MAVEN, MMS, and SMAP.

If NASA's GSFC attempts to procure these services from any other source for this interim period, the combination of delay due to the competitive process, the time required to transition a new management team to coordinate staffing levels and schedules, and to become familiar with work requirements and systems would cause unacceptable delays in fulfilling the critical milestones of the these missions. The interim procurement of these vital services from another source for this period would significantly jeopardize the critical milestone

schedules for these ongoing IV&V projects and other Safety and Mission Assurance activities that the contracts support. Also, because of the time involved in procuring and phasing in another contractor, L-3 Services and Northrop Grumman are considered the only contractors that can meet NASA GSFC's needs given the short term of the contract.

6. **Description of the efforts made to ensure that offers are solicited from as many potential sources as practicable:**

   A notice to the Federal Business Opportunities (FedBizOpps) was published on April 19, 2010, as required by FAR Subpart 5.2. The result of the synopsis is included in paragraph 10.

7. **A determination by the contracting officer that the anticipated cost to the Government will be fair and reasonable**:

   The Contracting Officer (CO) has determined that the anticipated cost to the Government for IV&V services will be fair and reasonable as labor rates will be based on the rates accepted when the current contracts were competitively awarded. Other direct costs will be negotiated for each task order modification based on current market rates. L-3 Services, Inc. and Northrop Grumman will be required to submit proposals to be evaluated for the tasks that will continue for the extended period. These proposals will be evaluated and negotiated by the Government and a reasonableness determination will be made using information such as verification of labor rates, a technical evaluation of the proposed hours and skill mix, comparison to the Government cost estimate, as well as historical data for this effort. Any new task orders issued under these contracts will be competed between L-3 Services and Northrop Grumman and a determination as to reasonableness of the cost/price will be made based on that competition.

   The Contracting Officer's Technical Representative (COTR) and the CO will monitor L-3 Services, Inc's and Northrop Grumman's performance. These contractors will be required to submit monthly financial management reports to be reviewed and analyzed by the Government. By signature on this document, the CO determines that the anticipated cost to the Government will be fair and reasonable.

8. **Description of the market research conducted, and the results, or a statement of reasons market research was not conducted:**

   A notice to FedBizOpps was published to announce NASA GSFC's intentions to award a 12-month contract extension with two 3-month option periods. The result of the synopsis is included in paragraph 10. Further market research was not conducted for this extension action; however market research is currently being performed for the follow-on activity.

   It has been determined that there is no known company that has the ability to become familiar with the work provided by L-3 Services and Northrop Grumman under the existing contracts to continue the operations for the short duration necessary to put a follow-on

contract in place without encountering an unacceptable delay to mission critical support and substantial cost.

9. Other facts supporting the use of other than full and open competition:

Awarding the ongoing IV&V services work to any source other than the incumbent contractors would unnecessarily disrupt ongoing support services to critical NASA missions and projects while the follow-on contract is being completed. The phase-in time and lead time for new contractor personnel to become minimally experienced and functional to meet IV&V Program requirements will result in unacceptable delays in critical mission milestones. Although a new contractor is likely to seek to employ a significant fraction of the technical experts employed by the incumbents, their probability of success in doing so for an interim contract of short duration is significantly low.

10. Sources, if any, that expressed an interest, in writing, in the acquisition:

In accordance with the requirements of FAR 5.203(a), a notice of NASA's intent to extend the period of performance for this award was published on April 16, 2010, in FedBizOpps. Firms desiring consideration were requested to fully identify their interest and capabilities within 15 days of the date of publication of the synopsis. The 15-day response period expired on May 4, 2010. One response was received by [redacted] The COTR has evaluated the qualifications and capabilities statement and has determined that due to the magnitude of this effort, short time period, and lack of experience in performing IV&V services, [redacted] does not possess the capability to successfully perform this requirement. [redacted] has been informed of the Government's determination and is no longer pursuing the current requirement. It remains in the government's best interest to proceed with the sole source modifications to L-3 Services and Northrop Grumman.

11. The actions the Agency may take to remove or overcome any barriers to competition before any subsequent acquisition for the supplies or services required.

There are no barriers to overcome for competition before any subsequent acquisition of these services. The Agency is engaged in procurement planning for the subsequent competitive acquisition of these services. The unique circumstances described above associated with the delay of the follow-on competitive acquisition are the only reasons for the need for these sole source contract extensions.

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SIGNATURE PAGE

TECHICAL DIRECTORATE: I certify that the facts presented in this justification are accurate and complete.

Signature _____ Date 5/5/10

CONTRACTING OFFICER: I certify that the justification is accurate and complete to the best of my knowledge and belief.

Signature _____ Date 5/5/10

PROCUREMENT OFFICER:
for (CONCURRENCE)

Signature _____ Date 5/10/10

GSFC COMPETITION ADVOCATE:
(CONCURRENCE)

Signature _____ Date 5/10/10

CENTER DIRECTOR:
(APPROVAL)

Signature _____ Date 5/10/10