

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE	PAGE OF PAGES 1   9
2. AMENDMENT/MODIFICATION NO. 1	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/GODDARD SPACE FLIGHT CENTER PROCUREMENT OPERATIONS DIVISION 8800 Greenbelt Road, Greenbelt, MD 20771	CODE 210.M	7. ADMINISTERED BY (If other than Item 6) CODE		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(X)	9A. AMENDMENT OF SOLICITATION NO. NNG15499015R	
		<input type="checkbox"/>	9B. DATED (SEE ITEM 11)	
		<input type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ORDER NO.	
		<input type="checkbox"/>	10B. DATED (SEE ITEM 13)	
CODE	FACILITY CODE			

**11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS**

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers  is extended,  is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning \_\_\_\_\_ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment your desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

**13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS.  
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input type="checkbox"/>	D. OTHER (Specify type of modification and authority)

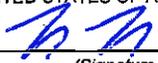
**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return \_\_\_\_\_ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this amendment is to make changes to the RFP accordingly.

See page 2

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Craig F. Keish		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		 (Signature of Contracting Officer)	12/24/14

1. The following paragraph of clause **L.4 SERVICE OF PROTEST (52.233-2) (SEP 2006)**, is revised as indicated by the text in italics.

**FROM:**

(a) Protests, as defined in section 33.101 of the Federal Acquisition Regulation, that are filed directly with an agency, and copies of any protests that are filed with the Government Accountability Office (GAO), shall be served on the Contracting Officer (addressed as follows) by obtaining written and dated acknowledgment of receipt from

Dock Master  
Goddard Space Flight Center  
Greenbelt, MD 20771  
Bldg. 35 –Shipping and Receiving Dock

\*Prominently mark the envelope or package as follows:

**Protest: Solicitation Number RFP NNG15499015R**  
**Attn: Theresa A. Stevens**  
**NASA/GSFC Mail Code: 210.H (B17 Rm S114)**  
**Contracting Officer Phone: (301) 286-5451**

(b) The copy of any protest shall be received in the office designated above within one day of filing a protest with the GAO.

**TO:**

(a) Protests, as defined in section 33.101 of the Federal Acquisition Regulation, that are filed directly with an agency, and copies of any protests that are filed with the Government Accountability Office (GAO), shall be served on the Contracting Officer (addressed as follows) by obtaining written and dated acknowledgment of receipt from

Dock Master  
Goddard Space Flight Center  
Greenbelt, MD 20771  
Bldg. 35 –Shipping and Receiving Dock

Prominently mark the envelope or package as follows:

**Protest: Solicitation Number RFP NNG15499015R**  
**Attn: Craig F. Keish**  
**NASA/GSFC Mail Code: 210.M (Building 11 Room S215C)**

**Contracting Officer Phone: (301) 286-4240**

(b) The copy of any protest shall be received in the office designated above within one day of filing a protest with the GAO.

2. The following table from clause **L.12 PROPOSAL PREPARATION – GENERAL INSTRUCTIONS (GSFC 52.215-201) (JUL 2014)**, (b) **PROPOSAL CONTENT AND PAGE LIMITATIONS**, is revised as indicated by the text in italics as follows:

**FROM:**

**PROPOSAL CONTENT AND PAGE LIMITATIONS**

(1) The following table contains the page limitations for each portion of the proposal submitted in response to this solicitation. Additional instructions for each component of the proposal are located in the solicitation provision noted under the Reference heading.

<b>Proposal Component</b>	<b>Volume</b>	<b>Reference</b>	<b>Page Limitations</b>
<b>Offer Volume</b>	<b>I</b>	<b>L.13</b>	<b>None</b>
<b>Mission Suitability Volume</b>	<b>II</b>	<b>L.14</b>	<b>75 Pages</b>
Cover Page, Indices, List of Acronyms, Table of Contents, Compliance Matrix, Total Compensation Plan, Phase-in Plan, Quality Assurance Plan, Safety and Health Plan			<b>Excluded</b>
<b>Cost Volume</b>	<b>III</b>	<b>L.15</b>	<b>Mixed</b>
(a) Direct Labor Rates, Indirect Rates, and Fee Matrices (Attachment B), Direct and Indirect Rate substantiation and Positions Descriptions (which are limited to 1 page per position).			<b>None</b>
(b) Cost Exhibits			<b>None</b>
(c) Basis of Estimates			<b>35 Pages *</b>
<b>Past Performance Volume</b>	<b>IV</b>	<b>L.16</b>	<b>Mixed</b>
(a) Information from the Offeror			<b>50 Pages*</b>
(b) Cover Page, Indices, List of those sent Past Performance Questionnaires, Customer Evaluations, Termination/Descope information, and List of Acronyms			<b>Excluded</b>

**TO:**

**PROPOSAL CONTENT AND PAGE LIMITATIONS**

(1) The following table contains the page limitations for each portion of the proposal submitted in response to this solicitation. Additional instructions for each component of the proposal are located in the solicitation provision noted under the Reference heading.

<b>Proposal Component</b>	<b>Volume</b>	<b>Reference</b>	<b>Page Limitations</b>
<b>Offer Volume</b>	<b>I</b>	<b>L.13</b>	<b>None</b>
<b>Mission Suitability Volume</b>	<b>II</b>	<b>L.14</b>	<b>75 Pages</b>
Cover Page, Indices, List of Acronyms, Table of Contents, Compliance Matrix, Total Compensation Plan, Phase-in Plan, Quality Assurance Plan, Safety and Health Plan			<b>Excluded</b>
<b>Cost Volume</b>	<b>III</b>	<b>L.15</b>	<b>Mixed</b>
(a) Direct Labor Rates, Indirect Rates, and Fee Matrices (Attachment B), Direct and Indirect Rate substantiation and Positions Descriptions (which are limited to 1 page per position).			<b>None</b>
(b) Cost Exhibits			<b>None</b>
(c) Basis of Estimates			<b>35 Pages *</b>
<b>Past Performance Volume</b>	<b>IV</b>	<b>L.16</b>	<b>Mixed</b>
(a) Information from the Offeror			<b>50 Pages*</b>
(b) Cover Page, Indices, List of those sent Past Performance Questionnaires, Customer Evaluations, Termination/Desclope information, <i>Written Consent of Proposed Significant Subcontractor</i> , and List of Acronyms			<b>Excluded</b>

3. The following paragraph of clause **L.14 MISSION SUITABILITY VOLUME INSTRUCTIONS (GSFC 52.215-210) (MAY 2014), 1. MISSION SUITABILITY INSTRUCTIONS BY SUBFACTOR, SUBFACTOR C – MANAGEMENT APPROACH**, is revised as follows:

**FROM:**

The offeror shall provide written position descriptions for the specific labor categories envisioned for this requirement. Position descriptions are to be submitted in the Cost Volume only (per the table in Section L.12.b.1). Offerors need to address the minimum requirements in the position descriptions, to include the necessary experience, summary of duties and responsibilities, specific requirements/licensing, minimum education and minimum experience required for the position. Offerors shall provide a matrix that cross-references the offeror-developed Position Descriptions with the GPM-specified labor Position Descriptions in **Enclosure B**. All position descriptions will be incorporated into the resultant contract in **Attachment B**.

**TO:**

The offeror shall provide written position descriptions for the specific labor categories envisioned for this requirement. Position descriptions are to be submitted in the Cost Volume only (per the table in Section L.12.b.1). Offerors need to address the minimum requirements in the position descriptions, to include the necessary experience, summary of duties and responsibilities, specific requirements/licensing, minimum education and minimum experience required for the position. Offerors shall provide a matrix that cross-references the offeror-developed Position Descriptions with the GPM-specified labor Position Descriptions in **Exhibit B**. All position descriptions will be incorporated into the resultant contract in **Attachment B**.

4. The following paragraph of clause **L.15 COST VOLUME INSTRUCTIONS (GSFC 52.215-223) (AUG 2014), (d) NON-MANAGEMENT DIRECT LABOR CATEGORY CONVERSION**, is revised as indicated by the text in italics as follows:

**FROM:**

Prime Offerors and **all** Subcontractors (regardless of dollar value) included in **Exhibit 1A** shall complete **Exhibit 2A, Non-Management Direct Labor Category Conversion**. This exhibit show how the Prime Offeror's and **all** Subcontractors' individual direct labor categories/rates are proportioned and converted to the GPM-Specified Non-Management Direct Labor Categories. **Exhibit 2A** summarizes the unburdened direct labor rates, bid indirect rates, and fee rate used to derive **each** Loaded GPM-Specified Non-Management Direct Labor Category Rate used in **Exhibit 1A**. Prime Offerors and **all** Subcontractors shall complete a separate **Exhibit 2A** for each performance site (onsite, offsite) for which they are providing GPM-Specified Non-management Direct Labor using the applicable bid rates for each site. The Offerors' and Subcontractors' individual direct labor categories/rates and indirect rates used in **Exhibit 2A** to

derive the loaded GPM-Specified Non-Management Direct Labor Category Rates (for Exhibit 1A) must match those proposed in **Attachment B, DIRECT LABOR RATES, INDIRECT RATES, AND FEE MATRICES**. When completing this exhibit, Offerors must specify the applicable site (onsite, offsite), and provide rates only for those labor categories specified in **Exhibit 1A** for the site indicated. (For instance, Offerors should only propose a rate for the Configuration Management Specialist in the **Exhibit 2A** designated “Onsite” since no “Offsite” hours are specified for this position.) Offerors should note that **Exhibit 2A** is site-specific. When completing this form, Offerors must specify the applicable site (Onsite or Offsite) and provide rates only for those labor categories specified in **Exhibit 1A** for the site indicated.

**TO:**

Prime Offerors and all Subcontractors (regardless of dollar value) included in **Exhibit 1A** shall complete **Exhibit 2A, Non-Management Direct Labor Category Conversion**. This exhibit show how the Prime Offeror’s and all Subcontractors’ individual direct labor categories/rates are proportioned and converted to the GPM-Specified Non-Management Direct Labor Categories. **Exhibit 2A** summarizes the unburdened direct labor rates, bid indirect rates, and fee rate used to derive each Loaded GPM-Specified Non-Management Direct Labor Category Rate used in **Exhibit 1A**. Prime Offerors and all Subcontractors shall complete a separate **Exhibit 2A** for each performance site (onsite, offsite) for which they are providing GPM-Specified Non-management Direct Labor using the applicable bid rates for each site. The Offerors’ and Subcontractors’ individual direct labor categories/rates and indirect rates used in **Exhibit 2A** to derive the loaded GPM-Specified Non-Management Direct Labor Category Rates (for Exhibit 1A) must match those proposed in **Attachment B, DIRECT LABOR RATES, INDIRECT RATES, AND FEE MATRICES**. When completing this exhibit, Offerors must specify the applicable site (onsite, offsite), and provide rates only for those labor categories specified in **Exhibit 1A** for the site indicated. (For instance, Offerors should only propose a rate for the *Technical Writer* in the **Exhibit 2A** designated “Onsite” since no “Offsite” hours are specified for this position.) Offerors should note that **Exhibit 2A** is site-specific. When completing this form, Offerors must specify the applicable site (Onsite or Offsite) and provide rates only for those labor categories specified in **Exhibit 1A** for the site indicated.

5. The following paragraph of clause **M.3 MISSION SUITABILITY FACTOR (GSFC 52.215-310) (MAY 2014), 1. MISSION SUITABILITY SUBFACTORS AND DESCRIPTION OF EACH SUBFACTOR, SUBFACTOR C – MANAGEMENT APPROACH**, is revised as follows:

**FROM:**

The offeror’s backup staffing plan will be evaluated for reasonableness and effectiveness.

**TO:**

The offeror’s staffing plan will be evaluated for reasonableness and effectiveness.

6. The following paragraph of clause **M.3 MISSION SUITABILITY FACTOR (GSFC 52.215-310) (MAY 2014), 1. MISSION SUITABILITY SUBFACTORS AND DESCRIPTION OF EACH SUBFACTOR, SUBFACTOR C – MANAGEMENT APPROACH**, is revised as indicated by the bolded text as follows:

**FROM:**

The Government will evaluate the offeror's strategy for using (or not using) significant subcontractors and the effectiveness of that strategy in leading to successful contract performance. If significant subcontractors are proposed, the Government will evaluate proposed subcontractors, their interfaces to your organizational structure, and: 1) the basis for selection of the subcontractor, 2) the nature and extent of the work to be performed by the subcontractor, 3) the benefits of these arrangements to the Government, and 4) methods of management and reporting to GSFC of subcontractors' financial and technical plans and performance," for reasonableness, relevance and adequacy.

**TO:**

The Government will evaluate the offeror's strategy for using (or not using) significant subcontractors and the effectiveness of that strategy in leading to successful contract performance. If significant subcontractors are proposed, the Government will evaluate proposed subcontractors, their interfaces to your organizational structure, and: 1) the basis for selection of the subcontractor, 2) the nature and extent of the work to be performed by the subcontractor, 3) the benefits of these arrangements to the Government, and 4) methods of management and reporting to GSFC of subcontractors' financial and technical plans and performance," for reasonableness, relevance and adequacy. **The Government will evaluate the offeror's plans for addressing any problems that arise as a result of poor and/or non-performance of subcontracted portions of the contract for reasonableness, relevance, and effectiveness.**

7. The following paragraph of clause **M.3 MISSION SUITABILITY FACTOR (GSFC 52.215-310) (MAY 2014), 1. MISSION SUITABILITY SUBFACTORS AND DESCRIPTION OF EACH SUBFACTOR, SUBFACTOR C – MANAGEMENT APPROACH**, is revised as indicated by the bolded text under "From" as follows:

**FROM:**

The Government will evaluate the offeror's management approach to understanding and managing multiple tasks for contracts to ensure the requirements of this contract are met, for appropriateness, realism, timeliness and associated risk. With respect to engineering services, **manufacturing** and testing, the Government will evaluate, for realism, adequacy, timeliness,

risk and effectiveness, and the offeror's ability to accommodate periods of high work volumes in order to maintain Project(s) schedules.

**TO:**

The Government will evaluate the offeror's management approach to understanding and managing multiple tasks for contracts to ensure the requirements of this contract are met, for appropriateness, realism, timeliness and associated risk. With respect to engineering services and testing, the Government will evaluate, for realism, adequacy, timeliness, risk and effectiveness, and the offeror's ability to accommodate periods of high work volumes in order to maintain Project(s) schedules.

8. The following paragraph of clause **M.4 COST EVALUATION FACTOR (GSFC 52.215-323) (JUN 2014)**, is revised as indicated by the bolded text under "From" as follows:

**FROM:**

The proposed costs of the Government Pricing Model and the rates proposed in Attachment B, Direct Labor Rates, Indirect Rates and Fee Matrices, **as well as the Representative Task Order proposed costs** will be assessed to determine reasonableness and cost realism. The cost evaluation will be conducted in accordance with FAR 15.305(a)(1) and NFS 1815.305(a)(1)(B). Offerors should refer to FAR 2.101(b) for a definition of "cost realism" and to FAR 15.404-1(d) for a discussion of "cost realism analysis" and "probable cost".

**TO:**

The proposed costs of the Government Pricing Model and the rates proposed in Attachment B, Direct Labor Rates, and Indirect Rates and Fee Matrices will be assessed to determine reasonableness and cost realism. The cost evaluation will be conducted in accordance with FAR 15.305(a)(1) and NFS 1815.305(a)(1)(B). Offerors should refer to FAR 2.101(b) for a definition of "cost realism" and to FAR 15.404-1(d) for a discussion of "cost realism analysis" and "probable cost".

9. This amendment provides updates to the titles of some of the Exhibits posted with the initial solicitation and adds an Exhibit. Exhibit 1B titled "PRIME OFFEROR SUMMARY OF GOVERNMENT PRICING MODEL (GPM) is moving to Exhibit 1C under the same title and Exhibit 1B is being replaced with "OFFEROR PASS THROUGH COST FOR OTHER DIRECT COST". Therefore, Exhibits 1A through 2B are deleted in their entirety and are being replaced with Exhibits 1A through 2B as part of Amendment 1.

Amendment 1  
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10. This amendment deletes Enclosure C titled Systems Engineering Advanced Services Representative Task Orders in its entirety. Enclosure C is being replaced with Enclosure C that is included as part of Amendment 1. Changes to Enclosure C are indicated by the bolded text on Enclosure C.
11. ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED