AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE	PAGE	OF	PAGES
	1		6

2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. *(If applicable)*
00002	09/23/2014	4200516801	

6. ISSUED BY	CODE	7. ADMINISTERED BY *(If other than Item 6)*	CODE
NASA/Goddard Space Flight Center Attn: Ashley N. McQueen, Code 210.S Greenbelt, MD 20771	GSFC	NASA/Goddard Space Flight Center Attn: Ashley N. McQueen, Code 210.S Greenbelt, MD 20771	GSFC

8. NAME AND ADDRESS OF CONTRACTOR *(No., street, county, State and ZIP Code)*	(X)	9A. AMENDMENT OF SOLICITATION NO.
	☒	NNG140516081R
		9B. DATED *(SEE ITEM 11)* 08/27/2014
	☐	10A. MODIFICATION OF CONTRACT/ORDER NO.
		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 1 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.
☐	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).
☐	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
☐	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 the following revisions accordingly:

1. Revise Clause L.23 GSFC52.215-221 Cost Volume Instructions. (MAY 2014) and the associated cost exhibits for the RFP;
2. The anticipated contract award date is hereby changed to November 3, 2014.

Continued...

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)*	
		Ashley N. McQueen	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		Ashley N. McQueen *(Signature of Contracting Officer)*	9-23-14

L.23 GSFC 52.215-221 Cost Volume Instructions. (MAY 2014)

The Federal Acquisition Regulation (FAR) requires Contracting Officers to purchase supplies and services from responsible sources at fair and reasonable prices. It is expected that adequate price competition will be obtained under this solicitation so that submission of certified cost or pricing data is not required pursuant to FAR 52.215-20, Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data--Alternate IV. The term "data other than certified cost or pricing data" is defined at FAR 2.101.

1. Instructions

An important prerequisite for the award of the contract is the Prime Offeror must have an accounting system that has been determined adequate by the cognizant administrative office for accumulating and reporting incurred costs prior to contract award. While these proposals are not required to be cost certified, they are to be in sufficient detail to allow direct and indirect rate verification and audit of selected costs. The cost proposal should be prepared in a manner consistent with your current accounting system.

The required format for other than certified cost or pricing data is for evaluation purposes. The cost for any resultant contract will be awarded on the basis of the successful Offeror's normal estimating and/or accounting system or the system set forth in the Cost Accounting Standards Board Disclosure Statement required by Public Law 100-679, if applicable. If the Offeror's estimating and/or accounting practice differs from the required cost proposal format, the costs should be computed in accordance with the Offeror's normal accounting and estimating procedures and provide your rationale for the format adjustments.

Direct labor must be estimated on the basis of productive effort. Productive effort is the estimated number of hours required to perform the work. Vacations, holidays, sick leave, and any other paid absences shall not be cited as direct labor, but shall be separately identified and priced or included in indirect costs.

Final monetary extensions in the cost proposal should be expressed as the closest whole dollar amount, with cents omitted.

Duty charges, if any, shall be included in the cost, regardless of whether or not duty free certificates are obtained.

A "subcontract" is any contract, purchase order, material order, interorganizational transfer, etc. that is a direct cost to this acquisition. The Offeror shall provide sufficient detail to support and explain all costs proposed. For the purposes of the Cost Volume, a significant subcontractor is defined as a subcontractor expected to exceed 25% of the proposed contract value (Base plus Option periods). A proposed significant subcontractor shall complete and submit Exhibits 2-A, 2-B, 3-A, and 4 through 15-B and provide the supporting information that is requested from the Prime Offeror. Prospective significant subcontractors may submit proprietary cost data, under separate cover, directly to the Government no later than the date and time specified in the instructions for receipt of proposals for this RFP.

Offerors, including proposed significant subcontractors, shall submit electronic copies of the cost proposal charts contained in the referenced exhibits in Microsoft Excel format on CD-ROMs. Two copies of the CD-ROMs shall be submitted with one copy identified as the backup. This requirement is in addition to the required hard copies. Offerors shall include all formulas in the cost charts to substantiate the whole dollar amount proposed. Offerors shall certify that all disks are virus-free. In the event of any inconsistency between data provided on electronic media and hard copies, the hard copy data will be considered to be correct.

Offerors, including proposed significant subcontractors, shall provide one separately packaged copy of their cost proposal marked for their cognizant DCAA auditing office with their proposal The name, mailing address, email address, and phone number of the cognizant DCAA office are to be included in the written narrative of the Offer Volume proposal as well as **Exhibit 14-A**. Please ensure that all contact information provided is current and correct.

All pricing and estimating techniques shall be clearly explained in detail (projections, rates, ratios, percentages, factors, etc.) and shall support the proposed costs in such a manner that audit, computation, and verification can be accomplished. All past actuals shall show the periods of time and costs in detail when used as a basis for estimating the proposed costs.

In order to establish the reasonableness and realism of the proposed costs, and the extent to which costs reflect performance addressed in the Mission Suitability Proposal, each Offeror, including proposed significant subcontractors, shall submit the other than certified cost or pricing data described in Section 2 below.

2. Cost Proposal Format

(a) DIRECT AND INDIRECT RATE SUBSTANTIATION

If salary surveys were used as the basis for the proposed direct labor rates, provide a summarization of all salary surveys used, including the name, date of survey, geography, survey labor categories, survey percentiles, and survey salaries. If proposing a salary lower than the median, identify the median and provide rationale.

Indicate how you have computed and applied your indirect cost rates, including cost breakdowns. Show numerical trends and budgetary data to provide a basis for evaluating the reasonableness of pool costs and base projections. It is important that rate pool components are clearly defined and reasonably estimated, that projections regarding future sales are fully supported and are reasonable in their estimation, and that completed/expiring contracts are properly accounted for as reductions in the business base projections. As such, provide a detailed narrative explaining the basis of the indirect rate derivation, describing the types of costs accumulated for the specific rate pool and their estimation rationale, and the methodology for the projected base of application. Also provide the actual indirect rates realized for the last three contractor fiscal years, annotating if the rate is audited or unaudited. The further your proposed rates depart from established, historical indirect rates, the more essential it is that the proposal thoroughly addresses and justifies the basis for the changes in your proposed rates. Failure to provide this justification may result in cost realism adjustments to your proposal due to the application of rates the Government deems more reasonable and supportable (e.g., historical rates as charged under existing contracts or as supplied by cognizant audit and administrative agencies).

The escalation proposed for labor must be stated along with the actual escalation experienced in the last three years. Provide a statement of rationale, including the derivation, for the proposed escalation rates. If escalation is not proposed, explain why. The Offeror shall also discuss the rationale for any escalation proposed for the other cost elements. The Offeror shall also include the company's escalation history for each other cost element experienced in the past three years.

The Offeror shall clearly identify and list any cost items that will be routinely direct charged as an Other Direct Cost in the contract. The supporting rationale associated with these proposed ODC expenses shall also be submitted.

(b) WORK BREAKDOWN STRUCTURE

The following Work Breakdown Structure (WBS) shall be used for cost proposal purposes:

WBS Level 1 - Summary of total contract estimated costs plus ***fixed fee***.
WBS Level 2 - Summary of estimated cost plus ***fixed fee*** by Statement of Work 3.0, 4.0 and 5.0.
WBS Level 3 - Summary of estimated cost plus ***fixed fee*** by Statement of Work 3.5, 3.8, 3.9, 4.1, 4.2, 4.3, and 4.4.

(c) PRIME OFFEROR SUMMARY OF ESTIMATED COST PLUS FIXED FEE

Exhibit 1 summarizes the Prime Offeror's proposed total direct labor hours (Prime Offeror and Significant Subcontractors), total estimated cost and fixed fee, by Government Fiscal Year (GFY), for the entire potential fourteen month delivery schedule at WBS Level 1 (total contract) based on bid labor and bid indirect burden rates.

(d) PRIME OFFEROR ELEMENTS OF COST BY WORK BREAKDOWN STRUCTURE (WBS)

Exhibit 2 shows the Prime Offeror's proposed elements of cost and fixed fee by WBS, starting at WBS Level 3 and then summarizing for each higher WBS Level up to WBS Level 1 (total contract), by GFY, for the entire potential

fourteen month delivery schedule based on bid labor and bid indirect burden rates. A separately identified and labeled Exhibit 2 shall be submitted for each WBS.

(e) DIRECT LABOR HOURS, DIRECT LABOR RATES, AND DIRECT LABOR COSTS DETAIL

Exhibit 2-A shows the Direct Labor Hours, Direct Labor Hourly Rates, and Direct Labor Costs for each individual direct labor category by onsite versus offsite, month, and GFY at WBS Level 3 and then summarizing for each higher WBS Level up to WBS Level 1 (total contract). A separately identified and labeled **Exhibit 2-A** shall be submitted for each individual GFY and WBS Level from the Prime Offeror and each individual Significant Subcontractor.

(f) SIGNIFICANT SUBCONTRACTOR ELEMENTS OF COST BY WORK BREAKDOWN STRUCTURE (WBS)

Exhibit 2-B shows a Significant Subcontractor's proposed elements of cost by WBS, starting at WBS Level 3 and then summarizing for each higher WBS Level up to WBS Level 1 (total contract), by GFY, for the entire potential fourteen month delivery schedule based on bid labor and bid indirect burden rates. A separately identified and labeled **Exhibit 2-B** shall be submitted by each individual Significant Subcontractor for each WBS.

(g) PRIME OFFEROR SUMMARY OF ESTIMATED COST AND FIXED FEE FOR SLIP MONTHS

Should the anticipated contract effective date of September 2014 be delayed, the Government will recalculate the Prime Offeror's proposed estimated cost and ***fixed fee*** for the total delivery schedule in accordance with **Exhibit 3**, which summarizes the Prime Offeror's proposed elements of cost and fixed fee for Slip Months 1 through 6 (September 2014 through March 2015) at WBS Level 1 (total contract).

(h) SIGNIFICANT SUBCONTRACTOR SUMMARY OF ESTIMATED COST AND FEE FOR SLIP MONTHS

Should the anticipated contract effective date of **November 2014** be delayed, the Government will recalculate the proposed estimated cost and **fee for the total delivery schedule in** accordance with **Exhibit 3-A**, which summarizes each Significant Subcontractor's proposed elements of cost and fee for Slip Months 1 through 6 **(November 2014 through March 2015**) at WBS Level 1 (total contract).

(i) BASIS OF ESTIMATES (BOE)

The BOEs are to be submitted for the entire potential fourteen delivery schedule at the lowest WBS Level only (WBS Level 3). The Offeror shall give the Government insight into the cost estimating thought processes and methodologies used by the Offeror in estimating the quantities of labor hours/costs, other direct costs, etc. required for successful performance by elements of cost. Emphasis should be placed on a description of the cost estimating processes and methodologies themselves, and how these relate to the technical approach described in the proposal. The information provided under this section, along with audit information, will be used to assess the cost realism aspect of Mission Suitability.

As a minimum, include the following information in the BOE in the format that is most convenient, preferably the format which shall be used for the actual contract performance:

- Narrative explaining how you arrived at your estimate of labor hours, including: if your estimate was based on similar program(s), in which case, identify and provide a brief reason why the programs are similar; a standard, in which case, identify the standard and explain if it is from the industry, your company, or a product; or engineering judgment, in which case, explain the philosophies used.

- Complexity factors utilized--all factors must be identified

- Explain in detail how your Program Management and Administrative Support are costed. If direct, explain the estimating approach and assumptions (hours per year, percentage of direct labor hours or costs, etc.). If

indirect, identify what pool each function is included.

- Use of any established cost-estimating relationships
- How subcontracts were estimated. Please note if you have experience with the proposed subcontractor(s), if utilized. For any significant subcontract that has a potential estimated value in excess of the threshold stated in Section 1 instructions above, BOEs must be provided for that subcontract following the above specified format.
- An explanation of how all materials, travel, equipment, and other direct costs were estimated.

BOEs shall be submitted by both the Prime Offeror and all Significant Subcontractors and shall comply with the BOE page limitations set forth in the PROPOSAL PREPARATIONS—GENERAL INSTRUCTIONS provision of this RFP.

(j) SUMMARY OF INDIRECT RATES

Exhibit 4 shows the Contractor Fiscal Year to Government Fiscal Year rate conversion for Overhead, G&A, and any "Other" indirect rates that the Offeror proposes in accordance with its current accounting system. An **Exhibit 4** shall be submitted by the Prime Offeror and each individual Significant Subcontractor and clearly identify the indirect rate base of application.

(k) SUMMARY OF RECURRING OTHER DIRECT COSTS (ODCs)/COST ESTIMATING RELATIONSHIPS (CERs)

Offerors shall complete **Exhibit 5** for any recurring ODCs (e.g. computer usage, program management, depreciation, administrative support, etc.) routinely bid on an established Cost Estimating Relationship (CER) in accordance with your current accounting system. In this exhibit, the Offerors shall show the percentage, rate, and/or dollar amount used, as well as, a detailed explanation of the basis of application and estimating approaches and assumptions.

If all recurring ODCs are included in your indirect expenses, DO NOT remove them from your indirect pools and include them in this exhibit. If you do not have any established CERs, insert "NONE" in this exhibit.

(l) INDIRECT RATE EXPENSE POOLS

Exhibit 6-A Overhead Expense Pool

Exhibit 6-A shows the details of the expenses in the overhead pool by Contractor Fiscal Year. If fringe benefits are included in a separate pool, provide a separate exhibit entitled, "Fringe Benefit Pool". This exhibit shows the actual expenses for the prior three years and projected expenses through the life of the contract. This exhibit also shows the conversion of the overhead rate from the Contractor Fiscal Year to GFY.

If more than one overhead pool is proposed, a separate **Exhibit 6-A** shall be included for each pool. Include the rationale for multiple overhead pools. If the rates are negotiated forward pricing rates, furnish date of negotiation and with who negotiated. If not negotiated, furnish explanation and basis of rates.

Exhibit 6-B General and Administrative (G&A) Expense Pool

Exhibit 6-B shows the details of the expenses in the G&A pool by Contractor Fiscal Year. This exhibit shows the actual expenses for the prior three years and projected expenses through the life of the contract. This exhibit also shows the conversion of the G&A rate from the Contractor Fiscal Year to GFY.

If more than one G&A pool is proposed, a separate **Exhibit 6-B** shall be included for each pool. Include the rationale for multiple G&A pools. If the rates are negotiated forward pricing rates, furnish date of negotiation and

with who negotiated. If not negotiated, furnish explanation and basis of rates.

(m) OTHER SUBCONTRACTS

Offerors shall complete **Exhibit 7** summarizing the other efforts/activities that the Offeror proposes to subcontract out by GFY at WBS Level 3 to subcontractors that do not meet the Significant Subcontract definition in Section 1 of this provision.

(n) MATERIAL ITEMS

Offerors shall complete **Exhibit 8** detailing the proposed material items and costs by GFY at WBS Level 3.

(o) TRAVEL

Offerors shall complete **Exhibit 9** detailing the proposed travel costs by GFY at WBS Level 3.

(p) OTHER DIRECT COSTS (ODCs)

Offerors shall complete **Exhibit 10** detailing the proposed other direct cost items and costs by GFY at WBS Level 3.

(q) PRODUCTIVE WORK YEAR CALCULATIONS

Exhibit 12 summarizes the Offeror's productive work year and how it is calculated. If exempt and non-exempt employees are proposed, separate exhibits must be provided for each classification.

(r) FRINGE BENEFITS EXHIBITS (Total Compensation Plan)

As addressed in the Mission Suitability Proposal instructions (Subfactor B), the Offeror and all service subcontractors (as defined in paragraph (d) of NFS provision 1852.231-71) shall provide a detailed list of their fringe benefits and company estimated cost per hour, along with an itemization of the benefits that require employee contributions and the amount of that contribution as a percentage of the total cost of the benefits. Two exhibits shall be submitted, **Exhibit 13-A** containing the average of fringe benefit information for all the exempt labor categories, and **Exhibit 13-B** containing the average of fringe benefit information for all the non-exempt labor categories. These exhibits fulfill the Total Compensation Plan requirement under FAR 52.222-46 for non-significant subcontractors.

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(s) DCAA AND DCMA INFORMATION

Offerors shall complete **Exhibits 15-A** and **15-B** and provide the requested information necessary to contact appropriate audit authorities regarding the Offeror's business systems, status of financial disclosures, negotiated forward pricing rates, etc. Offerors must ensure that the information provide is current and accurate.

(t) SMALL BUSINESS SUBCONTRACTING PLAN GOALS

As addressed in the Mission Suitability Proposal instructions (Subfactor C), the Offeror shall complete **Exhibits 15-A** which provides a breakdown of the Offeror's proposed goals, by small business category, expressed in terms of both a percent of the TOTAL CONTRACT VALUE and a percent of TOTAL PLANNED SUBCONTRACTS. **Exhibit 15-A** shows a breakdown of the proposed goals for the total contract period.

(End of provision)