

**SECTION L OF RFP NNH1496602R
INSTRUCTIONS, CONDITIONS AND NOTICES TO OFFERORS**

L.1 SECTION L PROVISIONS INCORPORATED BY REFERENCE

- (52.204-7) SYSTEM FOR AWARD MANAGEMENT (JUL 2013)
- (52.204-16) COMMERCIAL AND GOVERNMENT ENTITY CODES REPORTING (NOV 2014)
- (52.214-34) SUBMISSION OF OFFERS IN THE ENGLISH LANGUAGE (APR 1991)
- (52.214-35) SUBMISSION OF OFFERS IN U.S. CURRENCY (APR 1991)
- (52.215-1) INSTRUCTIONS TO OFFERORS--COMPETITIVE ACQUISITION (JAN 2004)
- (52.215-16) FACILITIES CAPITAL COST OF MONEY (JUN 2003)
- (52.215-22) LIMITATIONS ON PASS-THROUGH CHARGES- IDENTIFICATION OF SUBCONTRACT EFFORT (OCT 2009)
- (52.222-24) PREAWARD ON-SITE EQUAL OPPORTUNITY COMPLIANCE EVALUATION (FEB 1999)
- (52.222-46) EVALUATION OF COMPENSATION FOR PROFESSIONAL EMPLOYEES (FEB 1993)
- (52.237-1) SITE VISIT (APR 1984)
- (1852.219-73) SMALL BUSINESS SUBCONTRACTING PLAN (MAY 1999)
Paragraph (b) fill-in: 30 calendar days
- (1852.227-84) PATENT RIGHTS CLAUSES (DEC 1989)
- (1852.231-71) DETERMINATION OF COMPENSATION REASONABLENESS (MAR 1994)
- (1852.233-70) PROTESTS TO NASA (OCT 2002)

(End of provisions incorporated by reference)

**L.2 COMMUNICATIONS REGARDING THIS SOLICITATION (GSFC 52.215-200)
(JAN 2014)**

Any questions or comments regarding this solicitation shall cite the solicitation number and be directed to the following Government representative:

Name: Sandra R. Grello

E-Mail: Sandra.R.Grello@nasa.gov

The Government will answer relevant and appropriate questions regarding this solicitation. All offeror questions should be submitted as soon as possible.

(End of provision)

L.3 TYPE OF CONTRACT (52.216-1) (APR 1984)

The Government contemplates award of a Cost-Plus-Fixed-Fee (CPFF) Indefinite Delivery Indefinite Quantity (IDIQ) task order contract.

(End of provision)

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L.4 SERVICE OF PROTEST (52.233-2) (SEP 2006)

(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 NNH14496602R
Attn: Sandra R. Grello
NASA/GSFC Mail Code: 210.H (B17 Rm S120)
Contracting Officer Phone: (301) 286-5029**

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

(End of provision)

**L.5 SOLICITATION PROVISIONS INCORPORATED BY REFERENCE (52.252-1)
(FEB 1998)**

Contracting Officer will make the full text available. The offeror is cautioned that the listed provisions may include blocks that must be completed by the offeror and submitted with its quotation or offer. In lieu of submitting the full text of those provisions, the offeror may identify the provision by paragraph identifier and provide the appropriate information with its quotation or offer. Also, the full text of a solicitation provision may be accessed electronically at the following web addresses:

Federal Acquisition Regulation (FAR) clauses:
<http://www.acquisition.gov/FAR>

NASA FAR Supplement (NFS) clauses:
<http://www.hq.nasa.gov/office/procurement/regs/nfstoc.htm>

(End of provision)

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L.6 AUTHORIZED DEVIATIONS IN PROVISIONS (52.252-5) (APR 1984)

(a) The use in this solicitation of any Federal Acquisition Regulation (48 CFR Chapter 1) provision with an authorized deviation is indicated by the addition of “(DEVIATION)” after the date of the provision.

(b) The use in this solicitation of any NASA FAR Supplement (48 CFR Chapter 18) provision with an authorized deviation is indicated by the addition of “(DEVIATION)” after the name of the regulation.

(End of provision)

**L.7 PROPOSAL PREPARATION–GENERAL INSTRUCTIONS (GSFC 52.215-201)
(JUL 2014)**

It is NASA's intent, by providing the instructions set forth below, to solicit information that will demonstrate the offeror's competence to successfully complete the requirements specified in the Statement of Work (SOW), Attachment A and Representative Task Order, Enclosure 1.

Generally, the proposal should:

- Demonstrate understanding of the overall and specific requirements of the proposed contract.
- Convey the company's capabilities for transforming understanding into accomplishment.
- Present in detail, the plans and methods for so doing.
- Present the costs associated with so doing.

In the event that other organizations are proposed as being involved in conducting this work, their relationships during the effort shall be explained and their proposed contributions shall be identified and integrated into each part of the proposal, as appropriate.

As part of the Request for Proposal, the offer shall respond to how they would approach the Representative Task Order (See L.10). **THE OFFEROR IS NOT TO PERFORM ANY ACTUAL WORK OR PRODUCE ANY DELIVERABLES ON THE REPRESENTATIVE TASK ORDER (RTO) IN RESPONSE TO THE RFP!**

(a) PROPOSAL FORMAT AND ORGANIZATION

(1) Offerors shall submit proposals in four volumes as specified below:

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Volume	Title	Copies
I	Offer Volume	Original plus 2 Hardcopies and two electronic copies
II	Mission Suitability Volume	Original plus 7 Hardcopies and two electronic copies
III	Cost Volume	Original plus 7 Hardcopies, and one additional hardcopy marked for DCAA and two electronic copies
IV	Past Performance Volume	Original plus 7 Hardcopies and two electronic copies

(2) Offerors and proposed significant subcontractors for cost proposal purposes defined as any subcontract that is likely to exceed \$125K of the Representative Task Order (RTO) shall include one (1) additional separately packaged hardcopy of their Cost Proposal, marked "Enter correct RFP number/NASA Proposal Evaluation Material", which the Government will forward to the cognizant Defense Contract Audit Agency (DCAA) office with their audit request.

(3) All pages of Volumes I, II, III, and IV shall be numbered and identified with the offeror's name, RFP number and date. Subsequent revisions, if requested, shall be similarly identified to show revision number and date. A table of contents shall be provided with figures and tables listed separately.

(4) Two electronic copies of the offeror's proposal, designating one as "back-up," shall be submitted (in addition to the hardcopies specified above) in Microsoft Office Word and Excel 2010 or Adobe Portable Document Format (PDF) (version X or greater). Cost proposal exhibits shall use Microsoft Office Excel 2010 and shall contain all formulas. DO NOT compress any electronic files. DO NOT password protect any portion of your electronic submission.

Electronic files of Volumes I, II, III, and IV shall be on virus free CD-ROM (CD-R format) discs with an external label indicating: (1) the name of the offeror, (2) the RFP number, (3) the format and software versions used, (4) a list of the files contained on the disk and (5) date of the information. The Offeror shall provide written documentation that describes the contents of each CD-ROM and of each file. In the event of any inconsistency between data provided on electronic media and hardcopies, the hardcopy data will be considered to be correct. The Offeror must certify that the electronic medium is virus free.

(5) The format for each proposal volume shall parallel, to the greatest extent possible, the format of the evaluation factors and subfactors contained in Section L of this solicitation. The proposal content shall provide a basis for evaluation against the requirements of the solicitation. Each volume of the proposal shall specify the relevant evaluation criteria being addressed, if appropriate. The proposal shall include a matrix showing where in the proposal the technical requirements of the SOW and the

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evaluation criteria of this RFP are satisfied (i.e. SOW element versus offeror's proposal page numbers). It is intended that this be a simple matrix that should in no way inhibit an innovative approach or burden the offeror. This proposal matrix is excluded from the page limitations contained in paragraph (b)(1) below.

(6) Information shall be precise, factual, detailed and complete. Offerors shall not assume that the evaluation team is aware of company abilities, capabilities, plans, facilities, organization or any other pertinent fact that is important to accomplishment of the work as specified in the SOW. The evaluation will be based primarily on the information presented in the written proposal. The proposal shall specifically address each listed evaluation factor and subfactor.

(b) 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 contract provision noted under the Reference heading.

Proposal Component	Volume	Reference	Page Limitations
Offer Volume	I	L.8	None
Mission Suitability Volume	II	L.10	30 Pages
(a) Cover Page, Indices, SOW Compliance Matrix, Total Compensation Plan, Phase-in Plan, and Small Business Utilization Subfactor			Excluded
(b) Position Qualifications			1 Page per Position
Cost Volume	III	L.11	Mixed
(a) Direct Labor Rates, Indirect Rates, and Fee Matrices (Attachment B)			None
(b) Cost Exhibits			None
(c) Basis of Estimates			35 Pages*
Past Performance Volume	IV	L.12	Mixed
(a) Information from the Offeror			25 Pages*
(b) Cover Page, Indices, List of those sent Past Performance Questionnaires, Small Business Subcontracting Plan History, Customer Evaluations, Termination/Descope information, and List of Acronyms			Excluded

*Prime Offeror and all significant subcontractors (page limitation is for the total component (prime and significant subs)).

(2) A page is defined as one side of a sheet, 8-1/2" x 11", with at least one inch margins on all sides, using not smaller than 12 point type Times New Roman font. Line spacing or the

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amount of vertical space between lines of text shall not be less than single line (Microsoft Office Word's default line spacing). Character spacing shall be "Normal", not "Expanded" or "Condensed." The margins may contain headers and footers, but shall not contain any proposal content to be evaluated. Foldouts count as an equivalent number of 8-1/2" x 11" pages. The metric standard format most closely approximating the described standard 8-1/2" x 11" size may also be used.

Volumes I, II, III, and IV shall be submitted in separate ringed (or similarly bound) binders. Diagrams, tables, artwork, and photographs may be reduced and, if necessary, run landscape or folded to eliminate oversize pages. Text in Diagrams, schedules, charts, tables, artwork, and photographs shall be no smaller than 10 point. Diagrams, tables, artwork, and photographs shall not be used to circumvent the text size limitations of the proposal.

(3) Title pages, tabs, and tables of contents are excluded from the page counts specified in paragraph (1) of this provision (as well as other documents specified in table (b)(1) above). In addition, the Cost volume of your proposal is not page limited except for the page limit for the Basis of Estimate (BOE) section specified in table (b)(1) above. However, this volume is to be strictly limited to cost and price information. Information that can be construed as belonging in one of the other volumes of the proposal will be so construed and counted against that volume's page limitation.

(4) The Government intends to evaluate proposals and award contract(s) without discussions with offerors (except clarifications as described in FAR 15.306(a)). Therefore, the Offeror's initial proposal should contain the offeror's best terms from a cost or price and technical standpoint. The Government reserves the right to conduct discussions if the Contracting Officer later determines them to be necessary. If discussions are held and final proposal revisions are requested, the Government will specify separate page limitations in its request for that submission.

(5) Pages submitted in excess of the limitations specified in this provision will not be evaluated by the Government and will be returned to the offeror in accordance with NFS 1815.204-70(b).

(End of provision)

L.8 OFFER VOLUME (GSFC 52.215-203) (JAN 2014)

This must be a separate volume.

(a) STANDARD FORM (SF) 33, OFFEROR FILL INS AND SECTION K

Blocks 12 through 18 of the SF 33 and the indicated Offeror required fill-ins in Sections B-K must be completed. The signed SF33 and the pages with the required fill-ins must be submitted. Annual representations and certifications shall be completed electronically via the System for Awards Management (SAM) web site accessed through <https://www.acquisition.gov>, in

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accordance with provision K.1, Annual Representations and Certifications (52.204-8). The balance of the solicitation need not be returned unless the Offeror has made changes to other pages that will constitute part of the contract. Any such changes must be separately identified in the Summary of Exceptions. **All SF 33s require original signatures.**

(1) It is requested that Offerors indicate, in Block 12 of the SF 33, a proposal validity period of 210 days. However, in accordance with paragraph (d) of FAR provision 52.215-1, "Instructions to Offerors--Competitive Acquisitions," a different validity period may be proposed by the Offeror.

(2) Provide the names, phone numbers, and email addresses of persons to be contacted for clarification of questions of a technical nature and business nature. Identify any consultants and/or subcontractors used in writing this proposal (if any) and the extent to which their services will be available in the subsequent performance of this effort.

The contract schedule refers to TBD and TBP. They are defined as follows:

TBD = TO BE DETERMINED BY THE GOVERNMENT
TBP = TO BE PROPOSED BY THE CONTRACTOR

(b) SUMMARY OF EXCEPTIONS

Include a statement of acceptance of the anticipated contract provisions and proposed contract schedule, or list all specific exceptions to the terms, conditions, and requirements of Sections A through J of this solicitation, to the Representations and Certifications (Section K) or to the information requested in Section L. Include the reason for the exception, new terms, conditions, and/or clauses, including any proposed benefit to the Government. This list must include all exception(s), deviation(s) and/or conditional assumptions taken.

Offerors are cautioned that exceptions or new terms, conditions, or clauses may result in a determination of proposal unacceptability (NFS 1815.305-70), may preclude award to an Offeror if award is made without discussions, or may otherwise affect an Offeror's competitive standing.

(c) ADDITIONAL INFORMATION TO BE FURNISHED

(1) Business Systems

State whether all business systems, including but not limited to accounting, property control, purchasing, estimating, and employee compensation, which require Government acceptance or approval (as applicable) are currently accepted/approved without condition.

Provide the date of acceptance/approval for each system and the cognizant contract administration office. Explain any existing conditional acceptances/approvals and the compliance status of any systems(s) for which acceptance or approval is currently withheld.

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FAR 16.301-3 requires that a contractor's accounting system be adequate for determining costs applicable to the contract prior to the award of a cost-reimbursement contract. The Offeror shall provide evidence of an adequate accounting system as determined by the cognizant administrative office for accumulating and reporting incurred costs. If an Offeror is relying on the accounting system adequacy of a Joint Venture team member, sister company, or any other affiliated company's accounting system, they must demonstrate a convincing basis for using that system as a basis for determining their own adequacy. An adequate accounting system is not an evaluation criterion. It is a basic contract requirement with a pass/fail determination. A contract may only be awarded to the Offeror(s) who are determined to have an adequate accounting system.

Offerors who do not have an adequate accounting system determination shall provide evidence of any independent audit and system approvals as well as documented system ability to segregate and accrue costs by contract.

(2) Contract Administration

Furnish the information listed below:

- a. Cognizant Government audit agency with mailing address, email address, telephone number, and fax number.
- b. Cognizant Government inspection agency with mailing address, email address, telephone number, and fax number.
- c. Cognizant Government Administrative Contracting Officer by name with mailing address, email address, telephone number, and fax number.

(3) Responsibility Information

Provide information addressing all of the elements under FAR 9.104 to demonstrate responsibility (address the elements under this section that are not addressed in another proposal volume).

(4) Taxpayer Identification Number

Prime Offerors shall provide their Taxpayer Identification Number (TIN) (the number required by the Internal Revenue Service (IRS) to be used by the Offeror in reporting income tax and other returns).

(5) Government Property

Section L of this solicitation contains NASA FAR Supplement provisions 1852.245-80, "Government Property Management Information" and 1852.245-81, "List of Available Government Property." The first provision requires the submittal of certain information regarding the Offeror's Government property management procedures. The second

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provision requires the Offeror's to indicate if they intend to use any Government property that may be offered by this solicitation or if the Offeror requests the use of Government property not identified by this solicitation. This information should be included in this volume.

(6) Waiver of Rights to Inventions

This solicitation contains NASA FAR Supplement (NFS) clause 1852.227-70, "New Technology" and NFS provision 1852.227-71, "Request for Waiver to Rights to Inventions". Any petitions for advance (prior to contract execution) waiver of rights to inventions should be included in this volume.

(7) Cost Accounting Standards

State whether the Cost Accounting Standards (CAS) Disclosure Statement represented in Provision K.4, Cost Accounting Standards Notices and Certifications, has been approved by the cognizant Administrative Contracting Officer, and provide the date of such approval. If your CAS Disclosure Statement is currently not approved or there are some existing CAS non-compliance findings, please provide detailed explanation of the CAS non-compliance issues, corrective action status, and any potential impact on this procurement.

(8) Subcontractor Listing

The Offeror shall provide a summary listing (by name and address) of all subcontractors (regardless of dollar value) that have been identified throughout the Offeror's proposal and the subcontract value associated with each entity.

(9) Organizational Conflicts of Interest

In accordance with NFS 1837.203-70, Providing Contractors Access to Sensitive Information, Offerors shall provide a preliminary analysis of possible organizational conflicts of interest that might flow from the award of this contract. Within 30 days after the contract effective date, the successful contractor shall submit for NASA approval a comprehensive Organizational Conflicts of Interest Avoidance Plan, which will be incorporated into the contract under Clause J.1, Attachment F, Organizational Conflicts of Interest Avoidance Plan. This comprehensive plan shall incorporate any previous studies performed; thoroughly analyze all organizational conflicts of interest that might arise because the Contractor has access to other companies' sensitive information; and establish specific methods to control, mitigate, or eliminate all problems identified. The Contracting Officer shall review the plan for completeness and identify to the Contractor substantive weaknesses and omissions for necessary correction. Once the Contractor has corrected the substantive weaknesses and omissions, the Contracting Officer shall incorporate the approved plan into the contract, as a compliance document.

(End of Provision)

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L.9 PROPOSAL MARKING AND DELIVERY (GSFC 52.215-205) (JAN 2014)

(Offeror: You MUST comply with these instructions to ensure that the designated receiving office can identify, date and time mark, secure, and deliver your proposal to the Contracting Officer.)

1. External Marking of Proposal Package(s)

All proposal packages must be closed and sealed.

The proposal package must include the offeror's name and return mailing address.

The required mailing address and external marking for proposals is as follows:

Goddard Space Flight Center
Greenbelt, MD 20771
Building 35 — Shipping and Receiving Dock
Solicitation Number NNH14496602R
Attn: Sandra Grello
Building 17, Room S120

PROPOSAL--DELIVER UNOPENED"

Suggested additional marking if delivery is made by a commercial delivery service:

"COMMERCIAL DELIVERY PERSONNEL: THIS PROPOSAL MUST BE DELIVERED TO THE DOCK MASTER, BUILDING 35 SHIPPING AND RECEIVING DOCK, NO LATER THAN (*OFFEROR—ENTER DATE AND TIME*)."

2. Designated Receiving Office

The designated receiving office for proposals is the Shipping and Receiving Dock, Building 35, Goddard Space Flight Center, which must be accessed via the access road off of Good Luck Road and requires entry via the security guard gate. Proposals must be received at the designated receiving office **no later than the date and time stated on the solicitation face page.**

The Building 35 Shipping and Receiving dock is open from 7:30 AM to 3:30 PM, Monday through Friday, except Government holidays. Contractor personnel conduct the GSFC receiving function, which includes mailroom operations. Proposals must be marked with the date and time of receipt, subjected to security screening, secured, and delivered unopened to the Contracting Officer.

There is public access to the Building 35 Shipping and Receiving Dock after entering the Building 35 security gate. All deliveries are subject to GSFC Security screening.

3. Methods of Proposal Delivery

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There are three suggested methods of delivery to the designated proposal receiving office:

U.S. Postal Service Express Mail
Commercial Delivery Service
Delivery by company employee or other individual agent

It is highly encouraged for all offerors to use U.S. Postal Service Express Mail or Commercial Delivery Services.

Regardless of the method of delivery chosen, the offeror is responsible for delivery of the proposal to the designated receiving office no later than the date and time stated on the face page of the solicitation.

(End of provision)

**L.10 MISSION SUITABILITY VOLUME INSTRUCTIONS (COMPETITIVE)
(GSFC 52.215-210) (MAY 2014)**

Contents of Mission Suitability Volume Instructions

1. General Instructions
2. Mission Suitability Volume Format
3. Mission Suitability Instructions by Subfactor

1. General Instructions

The Mission Suitability Volume should be specific, detailed, and provide all the information requested by these instructions. The Mission Suitability Volume must demonstrate that the offeror understands the requirements and has the ability to meet the requirements. General statements such as the "requirements are understood" or "standard procedures will be employed" are not adequate. Also, restatement or paraphrasing of the requirements should be avoided. Information previously submitted, if any, will not be considered unless it is resubmitted as part of the Mission Suitability Volume. It must not be incorporated by reference.

2. Mission Suitability Volume Format

The Mission Suitability Volume must be divided and presented by each Mission Suitability subfactor as follows:

Subfactor A – Technical Approach
Subfactor B – Management Approach
Subfactor C –Small Business Utilization (SBU)

3. Mission Suitability Instructions by Subfactor

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Subfactor A – Technical Approach

The technical approach shall address the Representative Task Order (RTO) in enough detail to clearly and fully demonstrate that the offeror understands the requirements and the inherent problems associated with the objectives of this procurement. The offeror shall provide a written task plan addressing the representative task included as Enclosure 1. In accordance with the Task Ordering Procedure clause in Section H of this solicitation, the task plan shall identify the technical approach, labor categories, projected hours, Government interface, the flow of activities from start to completion (including time line), and any other information required to determine the adequacy and reasonableness of the offeror's plan. The plan must be specific, detailed, and complete to demonstrate a clear and full understanding of the objectives; potential technical problems, risks, and critical issues; and possible problem mitigation/resolution. Any assumptions made in preparing a response to this representative task order must be clearly stated.

The offeror shall identify the most significant potential risks under this contract and also describe the risk management techniques that will be used to manage identified risks during contract performance. Risk factors may be those inherent in the work, unique to the offeror's chosen approach. General areas of possible risk that are of concern to NASA are technical, schedule, cost, security (including personnel, information technology), export control and environmental risks. The identification of risks is the responsibility of the offeror. The offeror's discussion of a risk factor should provide the offeror's approach to managing the risk--the probability of the risk, impact and severity, time frame and risk acceptance or mitigation.

Subfactor B – Management Approach

Describe your approach for managing the proposed work.

The offeror shall describe its strategy for using (or not using) significant subcontractors (based on the definition of significant subcontractor in the cost volume instructions). If significant subcontractors are proposed, identify their interfaces to your organizational structure and provide: 1) the basis for selection of the subcontractor, 2) the nature and extent of the work to be performed by the subcontractor, including split of responsibilities and the potential percentages of work to be performed 3) the benefits of these arrangements to the Government, and 4) methods of management and reporting to NASA Headquarters on subcontractors' financial and technical plans and performance. The offeror shall discuss its plans for addressing any problems that arise as a result of the proposed organization structure or poor and/or non-performance of subcontracted portions of the contract.

The management plan shall contain an in-depth discussion of the independence and autonomy of the Program Manager, clearly stating the Program Manager's reasons for and methods of accessing corporate officials and his/her control over essential resources/functions necessary to accomplish the work, including the Program Manager's authority to utilize and redirect subcontract resources. Describe the process to be followed by the Program Manager in obtaining decisions beyond his/her authority and in resolving priority conflicts for resources/functions not under the Program Manager's direct control such as personnel, finances, and facilities. The plan shall describe the type and degree of corporate support and resources that are under the direct

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control of the Program Manager in the performance of this contract. Describe the Program Manager's support staff (delineating the span of control and duties of other personnel who have supervisory responsibilities) and demonstrate capability to operate as a team.

The offeror shall provide a detailed phase-in plan that addresses, at a minimum, the offeror's approach to phase-in in sufficient detail to ensure continuity and a smooth transition with the incumbent Contractor during the 90-day phase-in period. The phase-in plan shall clearly demonstrate an ability to assume full contract responsibility on the effective date of the contract. The phase-in plan shall also specifically address how ongoing work will be maintained, the proposed management organization, schedule, orientation and training of personnel. If the effort involves onsite performance, the offeror shall address their preparation for the timely processing of the Personal Identify Verification (PIV) requirements. If the phase-in plan assumes any dependency upon the incumbent contractor, please identify. Also, specify the extent of involvement of NASA personnel during this period. The 90-day phase-in period will be accomplished through the issuance of a separate purchase order. The phase-in plan must include a discussion of how the offeror will:

- a.) Establish required services to support the Fellows on tenure, including establish a payroll system; provide worker's compensation insurance for the Fellows; provide a travel service for the Fellows according to Federal travel regulations.
- b.) Process administrative functions necessary for all Fellows on tenure to begin transition from the incumbent's administration to the Contractor's administration within 30 days of the start of the phase-in/transition period. [Note that visas for non-U.S. Fellows on tenure need to be transferred from the sponsorship of the incumbent to that of the Contractor.] Assume for 200 Fellows.
- c.) The phase-in plan shall ensure that the Contractor will provide full support for the Fellows at the end of the phase-in period. The Government will make separate contractual arrangements with the incumbent to assist the Contractor in the transition of Fellows on tenure during the phase-in period, which may include providing necessary information about the Fellows, extensions of existing visas, and other administrative services to assure Fellows are provided uninterrupted support.

The offeror shall provide details of any recruitment package options (e.g., health benefits) that may be offered to the Fellows.

The offeror shall provide a complete staffing plan that shows how it will fill the staff requirements. Consolidations, improvements, and other changes shall be explained in detail with a clear, convincing rationale for every action. The staffing plan shall describe how the offeror intends to staff this effort and how the approach will allow the offeror to meet the requirements of this contract. The staffing plan shall include a comprehensive hiring plan which presents the expected number of personnel to be hired from incumbents, those to be transferred from within the offeror's own organization, and those from other sources. Describe what effort will be undertaken to recruit staff not currently in the company employ. Additionally, please provide a backup plan that describes the approach you would take if your primary staffing approach was not successful.

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The offeror shall provide a Total Compensation Plan (TCP) for all personnel proposed, in accordance with NFS provision 1852.231-71, "Determination of Compensation Reasonableness," and FAR provision 52.222-46, "Evaluation of Compensation for Professional Employees." The required professional compensation plan must:

Classify all labor categories proposed as "exempt" or "non-exempt" positions. Briefly define the terms "exempt" and "non-exempt" as used by your organization and correlate your definition with that provided for in the Code of Federal Regulations.

Identify the categories of personnel that are in a bona fide executive, administrative or professional capacity as defined by FAR 22.1102 and 29 CFR 541.

In accordance with the Exhibits 12-A and 12-B "Fringe Benefit Chart", 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 benefit. Two exhibits shall be submitted, one containing the average of fringe benefit information for all the exempt labor categories and one containing the average of fringe benefit information for all the non-exempt labor categories. (The Mission Suitability Volume must not include Exhibits 12-A and 12-B but should reference where the information appears in the Cost Volume.)

Provide supporting data, such as recognized national, regional, and local compensation surveys and studies of professional, public and private organizations, used in establishing the total professional compensation structure.

Offerors shall provide written position qualifications for the specific labor categories envisioned for this requirement. Offerors need to address the minimum requirements in the position qualifications, to include the necessary experience, summary of duties and responsibilities, specific requirements/licensing, minimum education and minimum experience required for the position. All position qualifications will be incorporated into the resultant contract as Attachment J.

The offeror shall propose the type of personnel necessary to perform and meet the requirements identified in the RTO. The offeror shall also address the positions considered to be most significant to manage/perform the contract. As described in the RTO, one of the activities of the contractor will be participating at major conferences and meetings to advocate the NPP. A critical role will be played by the contractor's point person, who will be responsible for promoting the program and its technical content, and engaging the prospective Fellows. The contractor shall identify who this person will be, if already on the staff, or describe hiring plans. If the point person is known, the contractor shall describe his/her credentials and provide a resume as follows:

- a. Brief description of position and that position's responsibility for the performance of the work.

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- b. Educational Background.
- c. Summary of general work experience.
- d. Summary of specialized, professional experience relevant to this contract.
- e. Professional accomplishments in terms of honors, awards, relevant publications, significant and relevant project completions etc.

Subfactor C – Small Business Utilization (SBU)

All offerors, except small businesses, must complete the portion of the instructions under Small Business Subcontracting specific to Small Business Subcontracting Plans. Small businesses are not required to submit Small Business Subcontracting Plans; however, small businesses are required to indicate the amount of effort proposed to be done by a small business either at the prime level or at the first tier subcontract level.

All offerors are required to complete the instructions regarding the Commitment to Small Businesses.

(a) Small Business Subcontracting

Small Business Subcontracting Plan (the Plan) Required by the FAR:

(1) This solicitation contains FAR clause 52.219-9 (Deviation)--Alternate II, "Small Business Subcontracting Plan". The Plan described and required by the clause, including the associated subcontracting percentage goals and subcontracting dollars, shall be submitted with your proposal.

(2) The Contracting Officer's assessment of appropriate subcontracting goals for this acquisition, expressed as a percent of the IDIQ MAXIMUM ORDERING VALUE, is as follows:

Small Businesses (SB)	0.3%
Small Disadvantaged Business Concerns (SDB)	TBP
Women-Owned Small Business Concerns (WOSB)	TBP
Historically Black Colleges and Universities (HBCU)/Minority Serving Institutions (MI)	TBP
HUBZone Small Business Concerns (HBZ)	TBP
Veteran-Owned Small Business Concerns (VOSB)	TBP
Service-Disabled Veteran-Owned Small Business Concerns (SDVOSB)	TBP

(3) The numbers above reflect the Contracting Officer's assessment of the appropriate subcontracting goals to be achieved at the completion of contract performance. When appropriate, an offeror may discuss plans to phase-in small business concerns, explaining the

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rationale for the phase-in schedule. If it is anticipated that the proposed small business goals will not be met by the submission of the first Individual Subcontracting Report (ISR) for this effort as required by FAR clause 52.219-9 (Deviation) Small Business Subcontracting Plan, the offeror should discuss their approach to include timeline for meeting these goals and the rationale for it.

(4) Offerors are encouraged to propose goals that are equivalent to or greater than those recommended by the Contracting Officer. However, offerors must perform an independent assessment of the small business subcontracting opportunities and are encouraged to propose goals exceeding the recommended goals where practical.

(5) The Plan submitted with the proposal shall be incorporated in Section J as Attachment D in the resulting contract. The requirements in the Plan must flow down to first tier large business subcontracts expected to exceed \$650,000 or \$1,500,000 for construction of a public facility. Although these first tier large business subcontractors are encouraged to meet or exceed the stated goals, it is recognized that the subcontracting opportunities available to these subcontractors may differ from those suggested in the solicitation based upon the nature of their respective performance requirements.

(6) Offerors are advised that a proposal will not be rejected solely because the submitted Plan does not meet the NASA recommended goals that are expressed in paragraph a) (2) above in terms of percent of the IDIQ MAXIMUM ORDERING VALUE. NASA will consider the amount of work being retained for performance by the prime contractor in-house when determining whether a subcontracting plan is acceptable. Offerors shall discuss the rationale for any goal proposed that is less than the Contracting Officer's recommended goal in any category. In addition, the offeror shall describe the efforts made to establish a goal for that category and what ongoing efforts, if any, the offeror plans during performance to increase participation in that category.

(7) In addition to submitting a Small Business Subcontracting Plan in accordance with the Section I FAR clause 52.219-9 (Deviation)--Alternate II, offeror's shall complete Exhibit 14, SMALL BUSINESS SUBCONTRACTING PLAN GOALS, which provide a breakdown of the offeror's proposed goals, by small business category, expressed in terms of both a percent of the IDIQ MAXIMUM ORDERING and a percent of TOTAL PLANNED SUBCONTRACTS. Offerors shall show the proposed subcontracting goals for the basic contract requirement and each option separately.

(NOTE: FOR PURPOSES OF THE SMALL BUSINESS SUBCONTRACTING PLAN, THE PROPOSED GOALS SHALL BE STATED AS A **PERCENT OF TOTAL SUBCONTRACTS**, NOT AS A PERCENT OF THE IDIQ MAXIMUM ORDERING VALUE, REFER TO THE BELOW EXAMPLE)

Example of Subcontracting Goals as expressed in both the IDIQ Maximum Ordering Value and Planned Subcontract Value for a IDIQ Maximum Ordering value of \$100M and planned subcontract value of \$50M.

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	<i>Column A</i>	<i>Column B</i>	<i>Column C</i>
Category	Percent of IDIQ Maximum Ordering Value	Dollar Value	Percent of Subcontracting Value
Small Business Concerns	25 percent	\$25,000,000	50 percent
<i>The following subcategories are inclusive of the above Small Business percentage</i>			
Small Disadvantaged Business Concerns	5.5 percent	\$5,500,000	11 percent
Women Owned Small Business Concerns	9 percent	\$9,000,000	18 percent
Historically Black Colleges and Universities/Minority Serving Institutions	1.5 percent	\$1,500,000	3 percent
HUBZone Small Business Concerns	1.5 percent	\$1,500,000	3 percent
Veteran Owned Small Business Concerns	2.5 percent	\$2,500,000	5 percent
Service-Disabled Veteran-Owned Small Business Concerns	1.5 percent	\$1,500,000	3 percent

The offeror proposes small business subcontracting goals as a percentage of the IDIQ Maximum Ordering Value in column A.

Then based on the \$100 million IDIQ Maximum Ordering Value, the resulting statement of dollars that the offeror would include in the Subcontracting Plan, as required by paragraph (d)(2) of FAR clause 52.219-9 (Deviation)—Alternate II, would be as indicated in column B.

However, the Small Business Subcontracting Plan shall also express goals as a percent of total planned subcontracts. Assuming total subcontracting of \$50M, the resulting percentage goals, expressed as a percent of total subcontract dollars, and which would be stated in the Small Business Subcontracting Plan as required by paragraph (d)(1) FAR clause 52.219-9 (Deviation)--Alternate II would be recorded in column C.

(b) Commitment to the Small Business Program

(1) All offerors must briefly describe work that will be performed by small businesses. Information could also include the identification of any work to be subcontracted considered “high technology.” High Technology is defined as research and development efforts that are within or advance the state-of-the-art in technology discipline and are performed primarily by professional engineers, scientists, and highly skilled and trained technicians or specialists.

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(2) If the subcontractor(s) is known, offerors must connect the work to the subcontractor and specify the extent of commitment to use the subcontractor (s) (enforceable vs. non-enforceable commitments). (Small business offerors shall provide this information to the extent subcontracting opportunities exist in their approach to performing the requirement.)

(3) All offerors shall provide information demonstrating the extent of commitment to utilize small business concerns and to support their development. Information provided should include a brief description of established or planned procedures and organizational structure for Small Business outreach, assistance, counseling, market research and Small Business identification, and relevant purchasing procedures. (For Large Business offerors, this information should conform to applicable portions of your submitted Small Business Subcontracting Plan. Small Business offerors shall provide this information to the extent subcontracting opportunities exist in their approach to performing the requirement.)

(4) The NASA Mentor-Protégé Program is designed to incentivize NASA large prime contractors to assist a small disadvantaged business, a women-owned small business, a HUBZone small business, a veteran-owned or service-disabled veteran-owned small business, an historically black college and university, and minority institution of higher education in enhancing their capabilities to perform NASA contracts and subcontracts, foster the establishment of long-term business relationships between these entities and NASA large prime contractors, and increase the overall number of these entities that receive NASA contract and subcontract awards. Provide a description of the prime's planned participation in the NASA Mentor Protégé Program.

L.11 COST VOLUME INSTRUCTIONS (GSFC 52.215-222) (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 Offerors 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

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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 cost.

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 \$125K of the Representative Task Order (RTO). A proposed significant subcontractor shall complete and submit **Exhibits 2-A through 14** and provide the same supporting information that is requested from the Prime Offeror. Any prospective subcontractor 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 as well as **Exhibit 13-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

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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 all task orders. The supporting rationale associated with these proposed ODC expenses shall also be submitted.

The Government does not intend to issue a separate task order for overall contract program management. Accordingly, in accordance with the Offeror's approved accounting system, clearly indicate how program management costs will be captured and charged on a task-by-task basis. Program management costs must be included in the RTO cost estimates in accordance with the RTO instructions below.

(b) DIRECT LABOR RATES, INDIRECT RATES AND FEE MATRICES

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Prime Offerors shall complete **Attachment B, DIRECT LABOR RATES, INDIRECT RATES, AND FEE MATRICES**, for each Contract Year. The direct labor and indirect rates and fee percentages are included in **Attachment B** are “not to exceed” bid rates. During contract performance, Offerors will be permitted to offer costs for task orders to be placed at lower rates/fees than are listed in these matrices in accordance with the “**TASK ORDERING PROCEDURE**” and “**SUPPLEMENTAL TASK ORDERING PROCEDURES**” clauses of this contract. The direct labor categories proposed must reflect all labor categories and levels within each individual labor category anticipated to perform the requirements of the Statement of Work and Representative Task Order (RTO) and should range from entry level to the most senior level.

In **Attachment B**, the Prime Offeror shall propose, by Contract Year, unburdened direct labor rates for all labor categories in Section 1; all individual bid indirect rates in Section 2, clearly delineating onsite and offsite rates; and rates or factors for cost estimating relationships in Section 3. Onsite is defined as any NASA Center and other facilities. Offsite is defined as the Contractor’s facility. The Offeror’s fee percentage(s) included in Section 4 of the matrices shall be used to calculate the fixed fee for performing all task orders issued under the resultant contract. In Section 5, the Prime Offeror shall include a fully-loaded direct labor rate matrices for each significant subcontractor and each projected subcontractor expected to exceed \$125K of the IDIQ Maximum Ordering Value. In Section 6, provide Position Qualifications for all Offeror proposed direct labor categories specified in Section 1 and all subcontractors’ proposed direct labor categories specified in Section 5.

(c) WORK BREAKDOWN STRUCTURE

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

WBS Level 1 - Summary of the overall RTO estimated costs plus fixed fee.

(d) PRIME OFFEROR SUMMARY OF REPRESENTATIVE TASK ORDER (RTO) 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 proposed for the Representative Task Order, at WBS Level 1 (overall RTO), based on **Attachment B** direct labor rates, indirect rates and fee percentages. **Exhibit 1A** summarizes the Offeror’s RTO Pass-Through Costs for the Government-estimated Other Direct Costs (ODCs), which consists of an annual Government-estimated cost (for proposal purposes only) of \$17M for Fellows expenses (stipend, travel, relocation, recruitment package, and workers’ compensation). **Exhibit 1A** shall be completed to reflect any offeror pass-through costs (burdens) and fee to be applied to the Fellows expenses.

(e) PRIME OFFEROR RTO ELEMENTS OF COST SUMMARY BY WBS

Exhibit 2 shows the Prime Offeror’s proposed elements of cost (direct labor, indirect costs and ODCs) and fixed fee associated with performing the RTO. An **Exhibit 2** shall be submitted for the RTO by WBS Level 1 (overall RTO) for each Contract Year (CY) of performance and for the entire RTO period of performance based on **Attachment B** direct labor rates, indirect rates

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and fee percentages. A separately identified and labeled **Exhibit 2** shall be submitted for the RTO estimate for each Contract Year of performance for the entire RTO. Only the individual Contract Year exhibits shall reflect monthly subtotal data; the Total RTO exhibit shall be a grand total (all months).

(f) RTO 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 the RTO by individual direct labor category, onsite and offsite, month, and Contract Year at WBS Level 1 (overall RTO) for each Contract Year of performance based on **Attachment B** direct labor categories and direct labor rates. A separately identified and labeled **Exhibit 2-A** shall be submitted for the RTO, for each Contract Year of performance from the Prime Offeror and each individual Significant Subcontractor. No Exhibit 2-A is required for this information at Total RTO (all months), since individual direct labor category rates typically vary by Contract Year.

(g) SIGNIFICANT SUBCONTRACTOR RTO ELEMENTS OF COST BY WBS

Exhibit 2-B shows a Significant Subcontractor's proposed elements of cost associated with performing the RTO. An **Exhibit 2-B** shall be submitted for the RTO at WBS Level (overall RTO) for each Contract Year of performance and for the entire RTO period of performance based on **Attachment B** fully-loaded significant subcontractor direct labor rates. A separately identified and labeled **Exhibit 2-B** shall be submitted by each individual Significant Subcontractor for the total RTO for each Contract Year (with monthly detail) and at Grand Total RTO (all months combined).

(h) RTO SOURCE OF PERSONNEL

Exhibit 3 shows the Offeror's plans to obtain the required personnel for the RTO at the overall RTO task level (WBS Level 1). The Offeror shall show the total number of staff proposed for each position, how many are available from within the company, how many personnel will be obtained from the incumbent, and how many personnel will be newly hired for the first RTO Contract Year.

(i) BASIS OF ESTIMATES (BOE)

The BOEs are to be submitted for the Representative Task Order at the lowest WBS Level only (WBS Level 1). The RTO cost proposal shall include a separate BOE section. The Offerors 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 of the RTO by the 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.

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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.
- Detailed explanation of 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 utilized.
- 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 by that significant subcontract following the above specified format.
- Explanation of how all 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 PROPOSAL PREPARATIONS—GENERAL INSTRUCTIONS provision of this RFP.

(j) SUMMARY OF INDIRECT RATES

Exhibit 4 shows the Contractor Fiscal Year to Contract Year conversion for Overhead, G&A, and any “Other” indirect rates that the Offeror proposes in accordance with their current accounting system. Please note that the Contract Year Composite indirect rates shall match the rates proposed in **Section 2 of Attachment B**, Direct Labor Rates, Indirect Rates, and Fee Matrices.

(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 base of application and estimating approaches and assumptions.

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Please note that any Contract Year Composite Recurring ODCs and CERs listed in **Exhibit 5** must match the rates or factors proposed in **Section 3 of Attachment B**, Direct Labor Rates, Indirect Rates, and Fee Matrices.

If any 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 5-A Overhead Expense Pool

Exhibit 5-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 Contract Year.

If more than one overhead pool is proposed, a separate **Exhibit 5-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 5-B General and Administrative (G&A) Expense Pool

Exhibit 5-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 Contract Year.

If more than one G&A pool is proposed, a separate **Exhibit 5-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 6** summarizing the other efforts/activities that the Offeror proposes to subcontract out by RTO at WBS Level 1 to subcontractors that do not meet the Significant Subcontractor definition in Section 1 of this provision.

(n) MATERIAL BY RTO

Offerors shall complete **Exhibit 7** for the RTO detailing the proposed material items and costs by Contract Year at WBS Level 1.

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(o) TRAVEL BY RTO

Offerors shall complete **Exhibit 8** for the RTO detailing all proposed travel costs by Contract Year at WBS Level 1. Travel expenses for Fellows shall be excluded from this estimate, as it is included in the Government-estimated Fellows expense described in the solicitation.

(p) OTHER DIRECT COSTS (ODCs) BY RTO

Offerors shall complete **Exhibit 9** for the RTO detailing the proposed other direct cost items and costs by Contract Year at WBS Level 1. ODC expenses for Fellows that are delineated in Exhibit 1-A shall be excluded from this estimate, as these costs are included in the Government-estimated Fellows expense described in the solicitation.

(q) PHASE-IN PLAN

Offerors shall propose the total firm-fixed-price associated with the 90-day phase-in period, which will be performed under a separate, firm-fixed-price order. **Exhibits 10** and **10-A** shall be used to state the proposed price for the phase-in, which is expected to commence on or about October 31, 2015.

(r) PRODUCTIVE WORK YEAR CALCULATIONS

Exhibit 11 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.

(s) 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, in **Exhibits 12-A** containing the average of fringe benefit information for all the exempt labor categories, and **Exhibit 12-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.

(t) DCAA AND DCMA INFORMATION

Offerors shall complete **Exhibits 13-A** and **13-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 provided is current and accurate.

(u) SMALL BUSINESS SUBCONTRACTING PLAN GOALS

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As addressed in the Mission Suitability Proposal instructions (Subfactor D), the Offeror shall complete **Exhibit 14**, which provides a breakdown of the Offeror's proposed goals, by small business category, expressed in terms of both a percent of the TOTAL IDIQ MAXIMUM ORDERING VALUE and a percent of TOTAL PLANNED SUBCONTRACTS. The proposed dollar value cited in both columns of **Exhibit 14** shall be the same only the percentages will be different.

(End of provision)

L.12 PAST PERFORMANCE VOLUME (GSFC 52.215-230) (MAR 2012)

An Offeror's past performance record indicates the relevant quantitative and qualitative aspects of performing services or delivering products similar in size and content to the requirements of this acquisition.

The Offeror shall provide, at a minimum, the following information in support of its proposal to facilitate the evaluation of the Offeror's past performance as related to the requirements of the proposed contract.

(a) *INFORMATION FROM THE OFFEROR*

Prime Offerors shall furnish the information requested below for all of the most recent contracts (completed and ongoing) for similar efforts with a minimum average annual cost/fee incurred of \$1M that the Offeror's company has had within the last 3 years of the RFP release date. Indicate which contracts are most related (i.e. similar in size and content) and how they are related to the proposed effort, as well as which contracts were performed by the division of the Offeror's company (if applicable) that will perform the proposed contract/subcontract.

For the purposes of the Past Performance Volume, a proposed significant subcontractor is defined as any proposed subcontractor that is estimated to meet/exceed an average annual cost/fee of \$1M (based on an assumption that this IDIQ contract will meet its maximum ordering value). *Note, the definition of significant subcontractor for the past performance evaluation may be different than for the cost evaluation.* The Offeror shall provide the information requested below for any significant subcontractor(s) for those similar efforts within the last 3 years of the RFP release date with a minimum average annual cost/fee incurred of at least 25% of the estimated average annual dollar value of the proposed significant subcontract.

For example (note, these example numbers may not relate to this specific procurement), if a procurement is valued at an average annual value of \$50M and a proposed significant subcontractor for the effort has a proposed average annual cost/fee of \$16M, the Offeror shall provide relevant current/past contract references that have a minimum average annual cost/fee incurred at/above \$4M (25% of \$16M) for that significant subcontractor.

If a prime Offeror or significant subcontractor is submitting past performance data on a

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current/past contract vehicle that includes multiple tasks, orders, etc, all effort under that contract vehicle may be consolidated for the purposes of meeting the average annual cost/fee incurred in the instructions above and for the purpose of evaluating contract relevance for the proposed requirement.

The Offeror shall provide an estimated value and percentage of work to be performed on this contract by the Prime Offeror and each significant subcontractor (based on an assumption that this IDIQ contract will meet its maximum ordering value). Indicate the primary functions (SOW, WBS, etc.) to be performed by the Prime Offeror and each proposed significant subcontractor. Indicate which contracts are most related (i.e. similar in size and content) and how they are related to the proposed effort, as well as which contracts were performed by the division of the Offeror's company (if applicable) that will perform the proposed contract/subcontract.

If applicable, Offerors may provide the experience or past performance of a parent or affiliated or predecessor company to an Offeror (including Joint Venture prime partner companies and/or a parent or affiliated company that is being otherwise proposed as a subcontractor on this effort) where the firm's proposal demonstrates that the resources of the parent or affiliate or predecessor will affect the performance of the Offeror. The Offeror shall demonstrate that the resources of the parent or affiliate or predecessor company (its workforce, management, facilities or other resources) shall be provided or relied upon for contract performance such that the parent or affiliate or predecessor will have meaningful involvement in contract performance.

The Offeror shall provide the following information on all past/current contract references that meet the above criteria for the Prime Offeror and each significant subcontractor:

Customer's name, address, and telephone number of both the lead contractual and technical personnel most familiar with the Offeror's performance record. *(Please verify the telephone numbers provided are current and correct).*

Cage Code and/or DUNS Number of the contractor performing the work.

Contract number, type, and total original and present or final contract value.

The current contract expenditures incurred to date, the date in which the expenditures have been incurred through, and the Average Annual Cost/Fee Incurred to Date. For example (note, these example numbers may not relate to this specific procurement):

A current five year contract that you are performing has a total estimated value of \$100,000,000. As of the latest cost report which reflected cost/fee through the first 2 years and 4 months of performance, the total amount of cost/fee incurred by the Offeror over the duration of the contract was \$43,500,000.

In this example, an Offeror would provide the following:

Current Contract Expenditures incurred to Date: \$43,500,000

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Date in which Expenditures have been incurred through: Insert Date of cost report that indicated cost/fee total of \$43,500,000 after 2 years and 4 months of performance.

Average Annual Cost/Fee Incurred to Date: \$18,669,528 (\$43,500,000/2.33 years)

Date of contract, place(s) of performance, and delivery dates or period of performance.

Brief description of contract work and comparability to the proposed effort. It is not sufficient to state that it is comparable in magnitude and scope. Rationale must be provided to demonstrate that it is comparable.

Method of acquisition: competitive or noncompetitive.

Nature of award: initial or follow-on. If initial, indicate whether award was preceded by a Government, customer, or Offeror financed study.

Identify and explain major technical problems and how they were overcome. List any major deviations or waivers to technical requirements that were granted by the customer.

Identify and explain completion successes and delays, including adherence to program schedules. Provide an assessment of the performance (technical and schedule) on these past programs and support these assessments with metrics such as award or incentive fees earned.

Cost management history; identify and explain any cost overruns and underruns, and cost incentive history, if applicable.

Average number of personnel on the contract per year and percent turnover of personnel per year.

Recent customer evaluations of past performance including Award Fee Evaluation results, Fee Determination Official letters, Annual Performance Evaluation Forms, etc. (Excluded from the page limitation).

Small Business Subcontracting Plan history; provide latest Individual Subcontract Report (ISR) and Summary Subcontract Report (SSR) (formerly known as the SF 294 and 295 reports) and supporting rationale (Excluded from the page limitation).

(b) PRIOR CUSTOMER EVALUATIONS (PAST PERFORMANCE QUESTIONNAIRES)

The offeror and any proposed significant subcontractor(s) [as defined in paragraph (a)] shall provide the questionnaires provided as Enclosure 2 to each of the above references to establish a record of past performance. The offeror shall instruct each of its references to return the questionnaire directly to the Government in a sealed envelope. The questionnaire respondent shall be a representative from the technical customer and responsible Contracting Officer with direct knowledge of the offeror's firm's performance. If possible, the offeror and any proposed significant subcontractor(s) shall provide questionnaires to customers from NASA contracts,

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other Government contracts, and commercial contracts. For proposed significant subcontractor(s), references shall concern only work performed by the subcontractor's business entity that will perform the work under this contract, if awarded.

The offeror is responsible for ensuring that the questionnaire is completed and submitted directly to the NASA Goddard Space Flight Center Contracting Officer no later than the closing date of this solicitation designated in Block 9 of the SF 33:

NASA Goddard Space Flight Center
Attn: Sandra Grello, Code 210.H
Bldg. 17, Rm. S120
Greenbelt, MD 20771
Telephone: 301-286-5029/FAX: 301-286-0356 or 0357

The offeror shall include a list of those to whom the questionnaires were sent, including name of individual, phone number, organization, and contract number. Offerors shall include in their proposal the written consent of their proposed significant subcontractors to allow the Government to discuss the subcontractors' past performance evaluation with the offeror.

(End of provision)

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**M.1 PROSPECTIVE CONTRACTOR RESPONSIBILITY (GSFC 52.209-300)
(JAN 2014)**

(a) The standards and procedures for determining whether prospective contractors and subcontractors are responsible are set forth in FAR Subpart 9.1. Deficiencies concerning the general standards of prospective contractor responsibility at FAR 9.104-1, and any special standards established for this procurement under FAR 9.104-2, may be serious enough to result in a determination of non-responsibility. As with all aspects of prospective contractor responsibility, a finding of non-responsibility can be made at any time prior to contract award. However, even if such deficiencies are not so serious to result in such a determination, they will nonetheless be considered in the evaluation as conducted under the evaluation factors set forth in this solicitation.

(b) The following special standards of responsibility have been established for this procurement:

None

(End of text)

**M.2 SOURCE SELECTION AND EVALUATION FACTORS—GENERAL
(GSFC 52.215-300) (JAN 2014)**

1. Source Selection

This competitive negotiated acquisition shall be conducted in accordance with FAR 15.3, "Source Selection", and NASA FAR Supplement (NFS) 1815.3, same subject. The Source Evaluation Board procedures at NFS 1815.370, "NASA Source Evaluation Boards will apply.

The attention of offerors is particularly directed to NFS 1815.305, "Proposal evaluation" and to NFS 1815.305-70, "Identification of unacceptable proposals".

A trade-off process, as described at FAR 15.101-1, will be used in making source selection.

2. Evaluation Factors and Subfactors

The evaluation factors are Mission Suitability, Cost, and Past Performance. These factors, as described at NFS 1815.304-70, will be used to evaluate each proposal. This Section M provides a further description for each evaluation factor, inclusive of subfactor. Only the Mission Suitability factor is numerically scored.

3. Relative Order of Importance of Evaluation Factors

The Cost Factor is significantly less important than the combined importance of the Mission Suitability Factor and the Past Performance Factor. As individual Factors, Past Performance

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Factor is less important than the Mission Suitability Factor but more important than the Cost Factor.

(End of provision)

M.3 MISSION SUITABILITY (GSFC 52.215-310) (MAY 2014)

The Mission Suitability evaluation will take into consideration whether the resources proposed are consistent with proposed efforts and accomplishments or whether they are overstated or understated for the effort to be accomplished as described by the offeror and evaluated by NASA. The offeror's justification for the proposed resources will be considered in this evaluation. If the offeror's proposal demonstrates a lack of resource realism, it will be evaluated as demonstrating a lack of understanding of, or commitment to the requirements and may significantly affect the offeror's Mission Suitability evaluation.

The Government may choose to incorporate any positive aspects of an offeror's approach to meeting/exceeding contract requirements into the final contract, particularly if any positive proposal area results in Strength or Significant Strength findings in the Mission Suitability evaluation. An offeror's proposed Mission Suitability approach shall be consistent with its proposed cost/price information.

1. Mission Suitability Subfactors and Description of Each Subfactor

Subfactor A – Technical Approach

The Government will evaluate the thoroughness and merit of the offeror's technical approach to the Representative Task Order (RTO) included as Enclosure 1; and how well the proposal demonstrates an understanding of the RTO scope, objective and required outcomes. The Government will evaluate the RTO task plan for its technical approach, labor categories, projected hours, Government interface, the flow of activities from start to completion (including time line), and any other information required to determine adequacy and reasonableness of the offeror's plan. The proposal will be evaluated for thoroughness and merit in understanding the potential technical problems, risks, and critical issues inherent in performance of the RTO and the effectiveness of proposed approaches to problem mitigation and resolution. The offeror's assumptions made in preparing a response to the representative task order will be evaluated for reasonableness.

The Government will evaluate the Offeror's risk management identification and mitigation techniques for thoroughness in demonstrating an understanding of the requirements and the inherent problems associated with the objectives of this procurement. The Government will evaluate the potential risks identified by the Offeror and the proposed techniques and specific approaches to manage these risks for effectiveness.

Subfactor B – Management Approach

The Government will evaluate the offeror's proposed management approach and capability to

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effectively and efficiently resolve problems, organize workflow and manage the overall effort successfully for thoroughness, timeliness, effectiveness.

The Government will evaluate the offeror's strategy for using significant subcontractors. If a significant subcontractor is proposed, the Government will evaluate the identified interfaces the significant subcontractor has with the offeror's organizational structure as well as: 1) the basis for the selection of the subcontractor; 2) the nature and extent of work to be performed by the subcontractor, including split responsibilities and the potential percentages of work to be performed; 3) the benefits these arrangements bring to the Government; and 4) the methods of management and reporting to NASA Headquarters on the subcontractors' financial and technical plans and performance. In addition, the Government will evaluate the thoroughness and effectiveness of the offeror's plans for addressing any problems that arise as a result of the proposed organization structure or poor and/or non-performance of subcontracted portions of the contract.

The Government will evaluate the offeror's management plan for an in-depth discussion of the independence and autonomy of the Program Manager, the Program Manager's reasons for and methods of accessing corporate officials and his/her control over essential resources/functions necessary to accomplish the work, including the Program Manager's authority to utilize and redirect subcontract resources. Also it will be evaluated for the process to be followed by the Program Manager in obtaining decisions beyond his/her authority and in resolving priority conflicts for resources/functions not under the Program Manager's direct control such as personnel, finances, and facilities. In addition, it will be evaluated for the type and degree of corporate support and resources that are under the direct control of the Program Manager in the performance of this contract. Further, the Government will evaluate the description of the Program Manager's support staff (delineating the span of control and duties of other personnel who have supervisory responsibilities) for reasonableness and effectiveness and whether the offeror's approach demonstrates the capability to operate as a team.

The Government will evaluate the offeror's phase-in plan for continuity and effectiveness in ensuring a smooth transition with the incumbent contractor. The Government will evaluate how clearly the phase-in plan demonstrates an ability to assume full responsibility on the effective date of the contract, including timely processing of Personal Identify Verification (PIV) requirements, and the thoroughness of the plan in specifically addressing how ongoing work will be maintained, including proposed management organization, schedule, orientation and training of personnel. The Government will also evaluate for reasonableness, the extent of involvement of NASA personnel during the 90-day phase-in period. If the phase-in plan assumes any dependency upon the incumbent contractor, the Government will evaluate the reasonableness of the proposed assumptions. In addition, the offeror's phase-in plan will be evaluated for effectiveness in accomplishing the following:

- a.) Establishment of required services to support the Fellows on tenure, including a payroll system, worker's compensation insurance and a travel service meeting Federal travel regulations.
- b.) Ability to process administrative functions necessary for all Fellows on tenure to begin transition from the incumbent's administration to the offeror's

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administration within 30 days of the start of the phase-in/transition period for approximately 200 Fellows; which will include ensuring all visas for non-U.S. Fellows on tenure will be transferred from the sponsorship of the incumbent to that of the Contractor.

- c.) The offeror's ability to provide full support for the Fellows at the end of the phase-in period.

The Government will evaluate the offeror's proposed recruitment package options for the ability to attract and retain highly qualified Fellows.

The Government will evaluate the effectiveness of the offeror's proposed staffing plan including type of personnel/skill levels that are currently available and for its ability to recruit and retain qualified personnel, to include incumbent workforce (if proposed) as needed. The Government will also evaluate the effectiveness of the offeror's plans for attracting, recruiting and training staff not currently employed within the company. The Government will evaluate the effectiveness of the offeror's backup staffing plan that describes the approach you would take if your primary staffing approach was not successful.

The Government will evaluate the offeror's Total Compensation Plan including fringe benefits for reasonableness and its ability to contribute to attracting and retaining highly skilled staff.

The Government will evaluate the written position qualifications for the specific labor categories envisioned for this requirement. The Government will evaluate how the minimum requirements in the position description are addressed, including the necessary experience, summary of duties and responsibilities, specific requirements/licensing, minimum education and minimum experience required for the position.

The Government will evaluate the type of personnel the offeror intends to provide as direct labor to perform and meet the requirements identified in the RTO. The Government will also evaluate the effectiveness of the positions which the offeror considers are most significant to manage/perform the contract. If known, the Government will evaluate the proposed point person's credentials such as: a. the position's responsibility for the performance of the work; b. educational Background; c. summary of general work experience; d. summary of specialized, professional experience relevant to this contract; e. professional accomplishments in terms of honors, awards, relevant publications, significant and relevant project completions etc. If the point person is not known, the Government will evaluate the effectiveness of the offeror's hiring plans to perform and meet the requirements.

Subfactor C – Small Business Utilization (SBU)

The evaluation of Small Business Subcontracting Plan, as required by FAR clause 52.219-9 (Deviation)--Alternate II, "Small Business Subcontracting Plan," applies to all offerors, except small businesses. The evaluation of Commitment to Small Business Program applies to all offerors.

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(a) Small Business Subcontracting

(1) The Small Business Subcontracting Plan will be evaluated in terms of the offeror's proposed subcontracting goals (overall subcontracting goals and individual subcontracting goals by category) in comparison to the Contracting Officers assessment of the appropriate subcontracting goals for this procurement. The offeror's Small Business Subcontracting Plan will also be evaluated in terms of meeting the requirements of FAR 19.704 Subcontracting Plan Requirements. NASA will consider the amount of work being retained for performance by the prime contractor in-house when determining whether a subcontracting plan is acceptable. The evaluation of the Small Business Subcontracting Plan will be on the basis of IDIQ Maximum Ordering Value.

(2) For purposes of small business that are not required to submit subcontracting plans, NASA will evaluate the amount of work proposed to be done by a small business either at the prime level or at the first tier subcontract level. The proposed amount of work to be done by the prime small business and first tier small business subcontractors will be evaluated against the Contracting Officer's assessment of the overall subcontracting goal for this procurement. Individual subcontracting goals by small business categories will not be evaluated for small business primes and their first tier subcontractors.

(b) Commitment to Small Businesses

(1) NASA will evaluate the extent to which the work performed by a small business subcontractor(s) is defined as "high technology". NASA also will evaluate the extent of commitment to use the subcontractor(s) (enforceable vs. non-enforceable commitments).

(2) NASA will evaluate the extent to which the identity of the small business subcontractor is specified in the proposal as well as the extent of the commitment to use small businesses. (For small business offerors, NASA will evaluate this only if there subcontracting opportunities exist.)

(3) NASA will evaluate the offeror's established or planned procedures and organizational structure for small disadvantaged business (SDB) outreach, assistance, counseling, market research and SDB identification, and relevant purchasing procedures. (For large businesses offerors, this information should conform to its submitted Small Business Subcontracting Plan. For small business offerors, NASA will evaluate this only if subcontracting opportunities exist.)

(4) NASA will evaluate the offeror's participation and/or proposed participation in the Mentor Protégé program and their planned commitment to enter into mentor-protégé agreements to provide appropriate developmental assistance to enhance the protégé's ability to perform successfully under contracts and/or subcontracts.

2. Evaluation Findings

The Government will evaluate proposals by classifying findings as strengths, weaknesses,

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significant strengths, significant weaknesses, or deficiencies using the following:

Weakness – a flaw in the proposal that increases the risk of unsuccessful contract performance

Significant Weakness – a proposal flaw that appreciably increases the risk of unsuccessful contract performance

Deficiency – a material failure of a proposal to meet a Government requirement or a combination of significant weaknesses in a proposal that increases the risk of unsuccessful contract performance to an unacceptable level

Strength (not in FAR/NFS) – a proposal area that enhances the potential for successful performance or contributes toward exceeding the contract requirements in a manner that provides additional value to the government (this could be associated with a process, technical approach, materials, facilities, etc.).

Significant Strength (not in FAR/NFS) – a proposal area that greatly enhances the potential for successful performance or contributes significantly toward exceeding the contract requirements in a manner that provides additional value to the government.

3. Weights and Scoring

In accordance with NFS 1815.304-70(b)(1), the Mission Suitability factor will be weighted and scored on a 1000 point scale.

The weights (points) associated with each Mission Suitability subfactor are as follows:

	<u>Points</u>
Subfactor A – Technical Approach	550
Subfactor B – Management Approach	400
Subfactor C – Small Business Utilization	<u>50</u>
Total	1000

The Mission Suitability subfactors will be evaluated using the adjectival rating, definitions, and percentile ranges at NFS 1815.305(a)(3)(A). The maximum points available for each subfactor will be multiplied by the assessed percent for each subfactor to derive the score for the particular subfactor. For example, if a subfactor has possible 200 points and receives a percent rating 80, then the score for that subfactor would be 160 points.

(End of provision)

M.4 COST EVALUATION FACTOR (GSFC 52.215-322) (JUN 2014)

The proposed costs of the Representative Task Order (RTO) and the rates proposed in Attachment B, Direct Labor Rates, Indirect Rates and Fee Matrices, will be assessed to determine reasonableness and cost realism. The evaluation will be conducted in accordance with

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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”.

Both the “proposed and probable cost” will typically reflect the Offeror’s proposed fee amount. Proposed fee will be corrected to resolve mathematical errors, if any. Proposed fee will not be adjusted as a result of any cost realism adjustments to establish probable cost.

The total FFP Phase-In price and the proposed and probable RTO costs will be presented to the Source Selection Authority (SSA) as well as any cost risk associated with the proposal. The costs for the Fellows is based on a Government estimate and will not be presented to the SSA; however, if any pass through (burden) costs are proposed for the Fellows they will be presented as part of the proposed and probable RTO costs.

(End of provision)

**M.5 PAST PERFORMANCE EVALUATION FACTOR (GSFC 52.215-330)
(MAR 2012)**

An offeror’s past performance will be evaluated based on FAR Part 15 and the evaluation criteria in this provision. All past performance references must meet the “recent” and minimum average annual cost/fee expenditures criteria provided below for both prime contractor references and significant subcontractor references in order to be evaluated.

For purposes of past performance, the term “offeror” refers to a prime contractor and its significant subcontractors. Accordingly, the past performance of significant(s) subcontractors shall also be evaluated and attributed to the offeror. The past performance of a significant subcontractor will be compared to the work proposed to be performed by that subcontractor, and weighted accordingly in assigning the overall past performance adjectival rating to the offeror. The past performance of the prime contractor will be weighted more heavily than any significant subcontractor or combination of significant subcontractors in the overall past performance evaluation.

A “recent” contract is a contract that is ongoing or completed less than 3 years prior to the issuance of this RFP. Contracts completed more than 3 years prior to issuance of this RFP will not be considered recent and will not be considered or evaluated.

A “relevant” contract depends on the size and content of the contract with respect to this acquisition.

For a prime contractor’s contract reference(s) to be considered at least minimally “relevant”, it must meet/exceed an average annual cost/fee incurred of at least \$1M.

A proposed significant subcontractor for this procurement is defined as any proposed subcontractor that is estimated to meet/exceed an average annual cost/fee of \$1M. *Note, the*

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definition of significant subcontractor for the past performance evaluation may be different than for the cost evaluation.

For a significant subcontractor's contract reference(s) to be considered at least minimally "relevant", it must meet/exceed an average annual cost/fee incurred of at least 25% of that portion of this procurement that the subcontractor is proposed (or estimated) to perform.

If the contract is deemed recent and meets the above minimum average annual cost/fee expenditures criteria, the Government will then determine the degree of relevance - ie., level of pertinence - of the contract based on size and content. Content is more important than size in the evaluation of relevance. The term "content" means the type and complexity of services, work, or supplies, in comparison to the requirements of this solicitation. The Government may consider past quantities and periods of performance in evaluating overall relevance.

The performance evaluation will be based primarily on customer satisfaction and/or contract data in meeting technical, schedule, cost, and management requirements. Additional performance factors may include contract administration, occupational health, safety, security, subcontracting plan goals and small disadvantaged business participation targets, if applicable, and other contract requirements.

The Government may review and consider past performance information on other contracts that it is aware of or that are made available from other sources and inquiries with previous customers. These contracts (if any) must meet the above "recent" and minimum average annual cost/fee expenditures criteria to be evaluated.

As part of the past performance evaluation, the Government may attribute the experience or past performance of a parent or affiliated or predecessor company (including a parent or affiliated company that is being otherwise proposed as a subcontractor on this effort) to the proposed prime contractor and/or significant subcontractor(s) where the proposal demonstrates that the resources of the parent or affiliate or predecessor company will affect the performance of the proposed prime contractor and/or significant subcontractor(s). The Government will take into consideration whether the resources of the parent or affiliate or predecessor company (its workforce, management, facilities or other resources) will be provided or relied upon for contract performance such that the parent or affiliate will have meaningful involvement in contract performance. These contracts (if any) must meet the above "recent" and minimum average annual cost/fee expenditures criteria to be evaluated.

An Offeror shall not be rated favorably or unfavorably if the offeror does not have a record of "recent" and "relevant" past performance or if a record of past performance is unavailable. In such cases the offeror will receive a "Neutral" rating. However, an offeror with favorable, recent, and relevant past performance that meets the minimum average annual cost/fee expenditures indicated above may be considered more favorably than an offeror with no relevant past performance information.

The Government will consider an Offeror's explanation of any problems encountered on any identified contracts, and any corrective actions taken by the offeror.

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The overall confidence rating assigned to an Offeror's Past Performance (see below) will reflect a subjective evaluation of the information contained in the oral presentation, if applicable; written narrative; past performance evaluation input provided through customer questionnaires; and other references, if any, that the Government may contact for additional past performance information.

Past Performance Ratings – The level of confidence ratings set forth below will be used to evaluate the Past Performance factor for each Offeror.

Each of the adjective ratings below has a "performance" component and a "relevance" component as discussed above. As used in the ratings below, the term "pertinent" is equivalent to the term "relevant." The following adjectival rating guidelines will be used when subjectively assessing both components.

Very High Level of Confidence

The offeror's relevant past performance is of exceptional merit and is very highly pertinent to this acquisition; indicating exemplary performance in a timely, efficient, and economical manner; very minor (if any) problems with no adverse effect on overall performance. Based on the offeror's performance record, there is a very high level of confidence that the offeror will successfully perform the required effort.

High Level of Confidence

The offeror's relevant past performance is highly pertinent to this acquisition; demonstrating very effective performance that would be fully responsive to contract requirements with contract requirements accomplished in a timely, efficient, and economical manner for the most part with only minor problems with little identifiable effect on overall performance. Based on the offeror's performance record, there is a high level of confidence that the offeror will successfully perform the required effort.

Moderate Level of Confidence

The offeror's relevant past performance is pertinent to this acquisition, and it demonstrates effective performance; fully responsive to contract requirements; reportable problems, but with little identifiable effect on overall performance. Based on the offeror's performance record, there is a moderate level of confidence that the offeror will successfully perform the required effort.

Low Level of Confidence

The offeror's relevant past performance is at least somewhat pertinent to this acquisition, and it meets or slightly exceeds minimum acceptable standards; adequate results; reportable problems with identifiable, but not substantial, effects on overall performance. Based on the offeror's performance record, there is a low level of confidence that the offeror will successfully perform the required effort. Changes to the offeror's existing processes may be necessary in order to

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achieve contract requirements.

Very Low Level of Confidence

The offeror's relevant past performance does not meet minimum acceptable standards in one or more areas; remedial action required in one or more areas; problems in one or more areas which adversely affect overall performance. Based on the offeror's performance record, there is a very low level of confidence that the offeror will successfully perform the required effort.

Neutral

In the case of an offeror without a record of relevant past performance or for whom information on past performance is not available, the offeror may not be evaluated favorably or unfavorably on past performance [see FAR 15.305(a) (2) (ii) and (iv)].

(End of provision)