

**ARL PENN STATE
GENERAL PROVISIONS
FOR FIRM FIXED PRICE COMMERCIAL ITEM/SERVICE PURCHASE ORDERS**

The following clauses are applicable unless indicated otherwise and are hereby incorporated by reference into Section GP1 of this purchase order with the same force and effect as if set forth in full text or incorporated into Section GP2 of this purchase order in full text. To the extent that an earlier version of any such clause is included in the prime contract or subcontract under which this purchase order is issued, the date of the clause as it appears in such prime contract or subcontract shall be controlling and said version is incorporated herein. Where necessary to make the context of the Federal Acquisition Regulation (FAR) and Department of Defense Federal Acquisition Regulation Supplement (DFARS) clauses set forth in these General Provisions applicable to this purchase order, the term "Contractor" shall mean "Subcontractor," "Seller," or "Vendor"; the term "Contract" shall mean "Subcontract" or "Purchase Order"; the term "Subcontract" shall mean "Lower-Tier Subcontract"; the term "Government" shall mean "Buyer" or "ARL Penn State"; and the term "Contracting Officer" shall mean "Buyer's Purchasing Agent" or "ARL Penn State Purchasing Agent." It is intended that the referenced clauses shall apply to Seller, the legal entity which contracts with ARL Penn State under this purchase order, in such manner as is necessary to reflect the position of Seller as a subcontractor to ARL Penn State, Buyer and legal entity issuing this purchase order, to insure Seller's obligations to ARL Penn State and to the United States Government; and to enable ARL Penn State to meet its obligations under its prime contract or subcontract.

All of the clauses hereby incorporated by reference may be found in the Federal Acquisition Regulation (FAR) and the DOD Federal Acquisition Regulation Supplement (DFARS). Copies of the Federal Acquisition Regulation and the DOD Federal Acquisition Regulation Supplement may be purchased from the Superintendent of Documents, U.S. Government Printing Office, Washington, DC 20402 or may be accessed through various Uniform Resource Locator sites on the Internet.

SECTION GP1 - FAR and DFARS Clauses Incorporated by Reference

Federal Acquisition Regulation (48 CFR Chapter 1) Clauses Incorporated by Reference

FAR

<u>Clause No.</u>	<u>Title, Date, and Applicability</u>
52.202-1	Definitions (JAN 2012)
52.203-6 and ALT I	Restrictions on Subcontractor Sales to the Government (SEPT 2006) and Alternate I (OCT 1995)
52.212-4	Contract Terms and Conditions - Commercial Items (FEB 2012) (Paragraphs/subparagraphs (b), (d), (g), (i), (s)(2) Assignments, Disputes, Payments, and Invoice, and (s)(7) are hereby deleted from this clause.)
52.212-5	Contract Terms and Conditions Required to Implement Statutes or Executive Orders - Commercial Items (AUG 2012) and ALT I (FEB 2000) (Paragraph (b) FAR clauses applicable to this purchase order and incorporated herein are as follows: 52.203-6 and Alternate I; 52.219-8; 52.222-19; 52.222-21; 52.222-26; 52.222-35; and 52.222-36, 52.223-18; 52.225-1; 52.225-3; 52.225-5; 52.225-13)

FAR

<u>Clause No.</u>	<u>Title, Date, and Applicability</u>
52.219-8	Utilization of Small Business Concerns (JAN 2011)
52.222-3	Convict Labor (JUNE 2003)
52.222-19	Child Labor-Cooperation with Authorities and Remedies (MAR 2012)
52.222-21	Prohibition of Segregated Facilities (FEB 1999)
52.222-26	Equal Opportunity (MAR 2007)
52.222-35	Affirmative Action for Veterans (SEP 2010)
52.222-36	Affirmative Action for Workers with Disabilities (OCT 2010)
52.233-3	Protest after Award (AUG 1996)

DOD Federal Acquisition Regulation Supplement (48 CFR Chapter 2) Clauses Incorporated by Reference

DFARS

<u>Clause No.</u>	<u>Title, Date, and Applicability</u>
252.212-7001	Contract Terms and Conditions Required to Implement Statutes or Executive Orders Applicable to Defense Acquisitions of Commercial Items (JUN 2012) (Paragraph (a) FAR clause 52.203-3 applies to this order and incorporated herein. Paragraph (b) DFARS clauses applicable to this purchase order and incorporated herein are as follows: 252.225-7001; 252.225-7008; 252.225-7009; 252.225-7012; 252.225-7036; 252.247-7023; and 252.247-7024.)
252.225-7001	Buy American Act and Balance of Payments Program (JUN 2012)
252.225-7007	Prohibition on Acquisition of United States Munitions List Items from Communist Chinese Military Companies (SEP 2006)
252.225-7008	Restrictions on Acquisition of Specialty Metals (JUL 2009)
252.225-7009	Restriction on Acquisition of Certain Articles Containing Specialty Metals (JUN 2012)
252.225-7036	Buy American - Free Trade Agreements - Balance of Payments Program (JUN 2012)
252.247-7023	Transportation of Supplies by Sea (MAY 2002)
252.247-7024	Notification of Transportation of Supplies by Sea (MAR 2000)

SECTION GP2 - FAR and DFARS Clauses Incorporated in Full Text

Federal Acquisition Regulation (48 CFR Chapter 1) Clauses Incorporated in Full Text:

52.244-6 Subcontracts for Commercial Items DEC 2010)

(a) *Definitions.* As used in this clause—

“Commercial item” has the meaning contained in Federal Acquisition Regulation 2.101, Definitions.

“Subcontract” includes a transfer of commercial items between divisions, subsidiaries, or affiliates of the Contractor or subcontractor at any tier.

(b) To the maximum extent practicable, the Contractor shall incorporate, and require its subcontractors at all tiers to incorporate, commercial items or nondevelopmental items as components of items to be supplied under this contract.

(c)(1) The Contractor shall insert the following clauses in subcontracts for commercial items:

(i) 52.203-13, Contractor Code of Business Ethics and Conduct (Apr 2010) (Pub. L. 110-252, Title VI, Chapter 1 (41 U.S.C. 251 note)), if the subcontract exceeds \$5,000,000 and has a performance period of more than 120 days. In altering this clause to identify the appropriate parties, all disclosures of violation of the civil False Claims Act or of Federal criminal law shall be directed to the agency Office of the Inspector General, with a copy to the Contracting Officer.

(ii) 52.203-15, Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (Jun 2010) (Section 1553 of Pub. L. 111-5), if the subcontract is funded under the Recovery Act.

(iii) 52.219-8, Utilization of Small Business Concerns (Dec 2010) (15 U.S.C. 637(d)(2) and (3)), if the subcontract offers further subcontracting opportunities. If the subcontract (except subcontracts to small business concerns) exceeds \$650,000 (\$1.5 million for construction of any public facility), the subcontractor must include 52.219-8 in lower tier subcontracts that offer subcontracting opportunities.

(iv) 52.222-26, Equal Opportunity (Mar 2007) (E.O. 11246).

(v) 52.222-35, Equal Opportunity for Veterans (Sep 2010) (38 U.S.C. 4212(a));

(vi) 52.222-36, Affirmative Action for Workers with Disabilities (Oct 2010) (29 U.S.C. 793).

(vii) 52.222-40, Notification of Employee Rights Under the National Labor Relations Act (DEC 2010) (E.O. 13496), if flow down is required in accordance with paragraph (f) of FAR clause 52.222-40.

(viii) 52.222-50, Combating Trafficking in Persons (Feb 2009) (22 U.S.C. 7104(g)).

(ix) 52.247-64, Preference for Privately Owned U.S.-Flag Commercial Vessels (Feb 2006) (46 U.S.C. App. 1241 and 10 U.S.C. 2631), if flow down is required in accordance with paragraph (d) of FAR clause 52.247-64).

(2) While not required, the Contractor may flow down to subcontracts for commercial items a minimal number of additional clauses necessary to satisfy its contractual obligations.

(d) The Contractor shall include the terms of this clause, including this paragraph (d), in subcontracts awarded under this contract.

52.252-2 Clauses Incorporated by Reference (FEB 1998)

This contract incorporates one or more clauses by reference, with the same force and effect as if they were

given in full text. Upon request, the Contracting Officer will make their full text available. Also, the full text of a clause may be accessed electronically at this/these address(es):

FAR clauses & provisions: <https://www.acquisition.gov/far/index.html>

DFARS clauses & provisions: <http://www.acq.osd.mil/dpap/dars/dfarspgi/current/index.html>

NMCARS clauses & provisions: http://acquisition.navy.mil/home/policy_and_guidance/nmcars

52.252-6 Authorized Deviations in Clauses (APR 1984)

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

(b) The use in this solicitation or contract of any Defense Federal Acquisition Regulation Supplement (48 CFR Chapter 2) clause with an authorized deviation is indicated by the addition of "(DEVIATION)" after the name of the regulation.

DOD Federal Acquisition Regulation Supplement (48 CFR Chapter 2) Clauses Incorporated in Full Text: None

*END OF ARL PENN STATE GENERAL PROVISIONS FOR FIRM FIXED PRICE COMMERCIAL
ITEM/SERVICE PURCHASE ORDERS*