

## **FEDERAL CONTRACTOR RIDER**

This Rider is incorporated into and made a part of this Agreement. To the extent of any inconsistency between any of the provisions of the Contract and this Rider, the provisions of this Rider shall prevail.

This Rider incorporates certain provisions and clauses of the Federal Acquisition Regulations (“FAR clauses”) and related regulations by reference with the same force and effect as if they were provided in full text. Such FAR clauses are identified below by their number, title and date. To the extent that the date, title or substance of any of the clauses listed below is different than the date, title or substance of any of the clauses required to be flowed down under the contract between the Company and the Federal Government (the “Prime Contract”) relating to the goods and/or services to be provided under the Contract, the date or substance of the FAR clauses incorporated by the Prime Contract shall apply instead.

Upon request by the Consultant, the full text of the FAR clauses will be made available by the Company. The full text of the FAR clauses may also be accessed at the following websites: <http://www.arnet.gov/far> or <http://farsite.hill.af.mil/>.

Whenever necessary to make the context of the FAR clauses applicable to this Contract and Rider, the terms “Government”, “Agency”, “Ordering Authority” or “Contracting Officer” used in a FAR clause shall be replaced by the term “Company” and whenever the terms “Contractor” or “Prime Contractor” appear in a FAR clause, they shall be replaced by the term “Consultant”. The references to “contractor” and “subcontractor” in certain footnotes below shall refer to “Company” and “Consultant”, respectively.

### **FAR Clauses Applicable Regardless of the Value of the Contract (Except As Noted):**

<b><u>Number</u></b>	<b><u>Title and Date</u></b>	<b><u>Number</u></b>	<b><u>Title and Date</u></b>
<b>52.202-1</b>	Definitions (Nov 2013)	<b>52.233-3</b>	Protest After Award (Aug 1996)
<b>52.203-15</b>	Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (Applies to contracts funded under the American Recovery and Reinvestment Act) (June 2010)	<b>52.242-15</b>	Stop-Work Order (Aug 1989)
<b>52.212-4</b>	Contract Terms and Conditions- Commercial Items (Sep 2013)	<b>52.243-1</b>	Changes-Fixed Price (Aug 1987)
<b>52.212-5</b>	Contract Terms and Conditions Required to Implement Statutes or Executive Orders- Commercial Items (Apr 2012)	<b>52.244-6</b>	Subcontracts for Commercial Items (Jul 2013)
<b>52.222-50</b>	Combating Trafficking in Persons (Feb 2009)	<b>52.247-64</b>	Preference for Privately Owned U.S.-Flag Commercial Vessels (Feb 2006)
<b>52.225-13</b>	Restrictions on Certain Foreign Purchases (June 2008)	<b>52.249-2</b>	Termination for Convenience of the Government (Fixed-Price) (Apr 2012)
<b>52.227-14</b>	Rights in Data- General (Dec 2007)	<b>52.249-8</b>	Default (Fixed-Price Supply and Service) (Apr 1984)
<b>52.228-7</b>	Insurance- Liability to Third Persons (Applies to a cost-reimbursement contract) (Mar 1996)	<b>52.203-10</b>	Price or Fee Adjustment for Illegal or Improper Activity (Applies to contracts for commercial items in an amount less than \$150,000) (Jan 1997)

**FAR Clauses Applicable When the Value of the Contract is Greater than \$3,000:**

<b><u>Number</u></b>	<b><u>Title/Date</u></b>
<b>52.225-1</b>	Buy American Act- Supplies (Feb 2009)

**FAR Clauses Applicable When the Value of the Contract is Greater than \$10,000:**

<b><u>Number</u></b>	<b><u>Title/Date</u></b>	<b><u>Number</u></b>	<b><u>Title/Date</u></b>
<b>52.222-21</b>	Prohibition of Segregated Facilities (Feb 1999)	<b>52.222-27</b>	Affirmative Action Compliance Requirements for Construction (Feb 1999)
<b>52.222-26</b>	Equal Opportunity (Mar 2007)	<b>52.222-40</b>	Notification of Employee Rights Under the National Labor Relations Act (Dec 2010)**

\*In connection with this FAR clause, compliance is required with 41 CFR 60-1.4, including but not limited to 41 CFR 60-1.4(a). **The Equal Employment Opportunity Clause required under Executive Order 11246 and 41 CFR 60-1.4(a), regarding nondiscrimination and affirmative action on the basis of race, color, religion, gender or national origin, is incorporated by reference in this Contract.**

Compliance is also required with the Equal Opportunity Clause applicable to individuals with disabilities under 41 CFR 60-741.5, including but not limited to 41 CFR 60.741.5(a). **This contractor and subcontractor shall abide by the requirements of 41 CFR 60-741.5(a). This regulation prohibits discrimination against qualified individuals on the basis of disability, and requires affirmative action by covered prime contractors and subcontractors to employ and advance in employment qualified individuals with disabilities.**

\*\*In connection with this FAR clause, the provisions of 29 CFR Part 471, Appendix A to Subpart A (relating to the obligation to give notice of employee rights under the National Labor Relations Act and to notify covered subcontractors of their obligation to do so) are incorporated by reference in this Contract.

**FAR Clauses Applicable When the Value of the Contract is Greater than \$15,000:**

<b><u>Number</u></b>	<b><u>Title/Date</u></b>	<b><u>Number</u></b>	<b><u>Title/Date</u></b>
<b>52.222-20</b>	Walsh-Healy Public Contracts Act (Oct 2010)	<b>52.222-36</b>	Affirmative Action for Workers with Disabilities (Oct 2010)

**FAR Clauses Applicable When the Value of the Contract is Greater than \$25,000:**

<b><u>Number</u></b>	<b><u>Title/Date</u></b>
<b>52.225-3</b>	Buy American Act- Free Trade Agreement- Israeli Trade Act (Applies to contracts for supplies in the amount of at least \$25,000 but less than \$202,000) (Nov 2012)

**FAR Clauses Applicable When the Value of the Contract is Greater than \$100,000:**

<b><u>Number</u></b>	<b><u>Title/Date</u></b>	<b><u>Number</u></b>	<b><u>Title/Date</u></b>
<b>52.222-35</b>	Equal Opportunity for Veterans (Sep 2010)*	<b>52.222-37</b>	Employment Reports Veterans (Sept 2010)

\*In connection with this FAR clause, compliance is required with 41 CFR 60-300.5, including but not limited to 41 CFR 60-300.5(a). **This contractor and subcontractor shall abide by the requirements of 41 CFR 60-300.5(a). This regulation prohibits discrimination against qualified protected veterans, and requires**

**affirmative action by covered prime contractors and subcontractors to employ and advance in employment qualified protected veterans.**

**FAR Clauses Applicable When the Value of the Contract is Greater than \$150,000:**

Paragraph (a) of FAR 52.209-5 Certification Regarding Responsibility Matters (Apr 2010) requires certification as to certain matters therein relating to, among other things, disbarment, suspension, and certain criminal and civil offenses. In entering into this Contract, Consultant is hereby confirming that the certification in such paragraph is true and correct in all respects. Such certification is a material representation of fact upon which reliance is placed when making this Contract. If it is later determined that the Consultant knowingly rendered an erroneous certification, in addition to other remedies available to the Company, the Company may terminate this Contract.

<u>Number</u>	<u>Title/Date</u>	<u>Number</u>	<u>Title/Date</u>
52.203-6	Restrictions of Sub-Contractor Sales to the Government (Sept 2006)	52.222-54	Employment Eligibility Verification (Aug 2013)
52.203-7	Anti-Kickback Procedures (Oct 2010)	52.229-3	Federal, State and Local Taxes (Feb 2013)
52.215-2	Audit and Records- Negotiation (Oct 2010)	52.246-2	Inspection of Supplies- Fixed Price (Aug 1996)
52.219-8	Utilization of Small Business Concerns (July 2013)	52.246-16	Responsibility for Supplies (Apr 1984)
52.219-9	Small Business Subcontracting Plan (Aug 2013)		

**FAR Clauses Applicable When the Value of the Contract is Greater than \$202,000:**

<u>Number</u>	<u>Title/Date</u>
52.225-5	Trade Agreements (Nov 2013)

**FAR Clauses Applicable When the Value of the Contract is Greater than \$650,000:**

<u>Number</u>	<u>Title/Date</u>
52.230-2	Cost Accounting Standards (May 2012)

**FAR Clauses Applicable When the Value of the Contract is Greater than \$700,000:**

<u>Number</u>	<u>Title/Date</u>	<u>Number</u>	<u>Title/Date</u>
52.215-10	Price Reduction for Defective Certified Cost or Pricing Data (Aug 2011)	52.214-27	Price Reduction for Defective Cost or Pricing Data- Modifications- Sealed Bidding (Aug 2011)
52.215-11	Price Reduction for Defective Cost or Pricing Data-Modifications (Aug 2011)		

**FAR Clauses Applicable When the Value of the Contract is Greater than \$5,000,000 and the Performance Period is More Than 120 Days:**

<u>Number</u>	<u>Title/Date</u>
52.203-13	Contractor Code of Business Ethics and Conduct (Apr 2010)

The Consultant agrees to include the applicable clauses required above in each subcontract for goods or services interpreted as being utilized in whole or in part in furnishing goods or services to any agency of the Federal Government, modified only if necessary to identify the affected parties.

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