

Common Terms and Conditions Guide
Section 5 – Government Contract Requirements

Clause Number: 5064
Effective: 09/22/03
Page: 1 of 5

NAS8-39236(f)
Facilities Contract

- (a) The following contract clauses are incorporated by reference from the Federal Acquisition Regulation and apply to the extent indicated. In all of the following clauses, "Contractor" and "Offeror" shall mean Seller.
- (1) 52.203-6 Restrictions on Subcontractor Sales to the Government (JUL 1985)
 - (2) 52.203-7 Anti-Kickback Procedures (OCT 1988) [excluding subparagraph (c)(1)]. Buyer may withhold from sums owed Seller the amount of any kickback paid by Seller or its subcontractors at any tier if (a) the Contracting Officer so directs, or (b) the Contracting Officer has offset the amount of such kickback against money owed Buyer under the prime contract.
 - (3) 52.203-10 Price or Fee Adjustment for Illegal or Improper Activity (JAN 1997). This clause applies only if this contract exceeds \$100,000. If the Government reduces Buyer's price or fee for violations of the Act by Seller or its subcontractors at any tier, Buyer may withhold or recover from Seller the amount of the reduction.
 - (4) 52.203-11 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (APR 1991). This clause applies only if this contract exceeds \$100,000.
 - (5) 52.203-12 Limitation on Payments to Influence Certain Federal Transactions (JAN 1990). This clause applies only if this contract exceeds \$100,000. In Paragraph(c)(1) "Contractor who requests or receives from an agency a Federal contract shall file with that agency" is changed to "The Seller shall file with the Buyer." In Paragraph(c) (2) "The Contractor shall file" is changed to "The Seller shall file with the Buyer." Seller will promptly submit any disclosure required (with written notice to Buyer) directly to the PCO for the prime contract. Buyer will identify the cognizant Government PCO at Seller's request. Each subcontractor certification will be retained in the subcontract file of the awarding contractor."
 - (6) 52.204-2 Security Requirements (APR 1984) (excluding any reference to the Changes clause of this contract). This clause applies only if access to classified information is required.
 - (7) 52.210-5 New Material (APR 1984). "Contracting Officer" shall mean Buyer.
 - (8) 52.210-7 Used or Reconditioned Material, Residual Inventory, and Former Government Surplus Property (APR 1984). "Contracting Officer" shall mean Buyer.
 - (9) 52.212-8 Priorities, Allocation, and Allotments (APR 1984)
 - (10) 52.212-14 Stop—Work Order—Facilities (Aug 1989)

Common Terms and Conditions Guide
Section 5 – Government Contract Requirements

Clause Number: 5064
Effective: 09/22/03
Page: 2 of 5

- (11) 52.215-1 Examination of Records by Comptroller General (APR 1984).
- (12) 52.215-2 Audit -- Negotiation (APR 1984)--Alternate I (APR 1984).
- (13) 52.215-10 Price Reduction For Defective Cost or Pricing Data (OCT 1997). This clause applies only if this contract exceeds \$550,000 and is not otherwise exempt. In subparagraph (3) of paragraph (a), insert "of this contract" after "price or cost." In Paragraph (c), "Contracting Officer" shall mean "Contracting Officer or Buyer." In Paragraphs (c)(1), (c)(1)(ii), and (c)(2)(i), "Contracting Officer" shall mean "Contracting Officer or Buyer." In Subparagraph (c)(2)(i)(A), delete "to the Contracting Officer." In Subparagraph (c)(2)(ii)(B), "Government" shall mean "Government or Buyer." In Paragraph (d), "United States" shall mean "United States or Buyer."
- (14) 52.215-12 Subcontractor Cost or Pricing Data (OCT 1997). This clause applies only if this contract exceeds \$550,000 and is not otherwise exempt. The certificate required by paragraph (b) of the referenced clause shall be modified as follows: delete "to the Contracting Officer or the Contracting Officer's representative" and substitute in lieu thereof "The Boeing Company or any of its wholly owned subsidiaries."
- (15) 52.215-21 Requirements for Cost or Pricing Data or Information Other Than Cost or Pricing Data - Modifications (OCT 1997). This clause applies only if this contract exceeds the threshold set forth in FAR 15.403-4. The term "Contracting Officer" shall mean Buyer.
- (16) 52.219-8 Utilization of Small, Small Disadvantaged, and Women-Owned Small Business Concerns (APR 1984)
- (17) 52.219-9 Small, Small Disadvantaged, and Women-Owned Small Business Subcontracting Plan (APR 1984). This clause applies only if this contract exceeds \$500,000 and Seller is not a small business concern."Contracting Officer" shall mean Buyer.
- (18) 52.222-1 Notice to the Government of Labor Disputes (APR 1984). "Contracting Officer" shall mean Buyer.
- (19) 52.222-2 Payment of Overtime Premiums (JUL 1990). The word "zero" is inserted in the blank space indicated by an asterisk.
- (20) 52.222-4 Contract Work Hours and Safety Standards Act -- Overtime Compensation (MAR 1986). This clause applies only if this contract exceeds \$100,000. Buyer may withhold or recover from Seller such sums as the Contracting Officer withholds or recovers from Buyer because of liabilities of Seller or its subcontractors under this clause.

Common Terms and Conditions Guide
Section 5 – Government Contract Requirements

Clause Number: 5064
Effective: 09/22/03
Page: 3 of 5

- (21) 52.222-20 Walsh-Healey Public Contracts Act (APR 1984). This clause applies only if this contract exceeds \$10,000.
- (22) 52.222-26 Equal Opportunity (APR 1984)
- (23) 52.222-35 Affirmative Action for Special Disabled and Vietnam Era Veterans(APR 1984). This clause applies only if this contract is for \$10,000 or more.
- (24) 52.222-36 Affirmative Action for Handicapped Workers(APR 1984). This clause applies only if this contract exceeds \$2,500.
- (25) 52.222-37 Employment Reports on Special Disabled and Veterans of the Vietnam Era (JAN 1988). This clause applies only if this contract is for \$10,000 or more.
- (26) 52.223-2 Clean Air and Water (APR 1984). This clause applies only if this contract exceeds \$100,000.
- (27) 52.225-3 Buy American Act – Supplies (JAN 1994)
- (28) 52.225-13 Restrictions on Contracting With Sanctioned Persons (MAY 1989)
- (29) 52.227-1 Authorization and Consent (APR 1984)
- (30) 52.227-2 Notice and Assistance Regarding Patent and Copyright Infringement (APR 1984). This clause applies only if this contract exceeds \$100,000. A copy of each notice sent to the Government will be sent to Buyer.
- (31) 52.230-4 Administration of Cost Accounting Standards (APR 1984).This clause applies only if clause 3050 or 3051 is incorporated in this contract. Add “Buyer and the” before “Contracting Officer” in paragraph (f).
- (32) 52.237-2 Protection of Government Buildings, Equipment, and Vegetation (APR 1984). This clause applies only if this contract requires work on a Government installation.
- (33) 52.244-5 Competition in Subcontracting (APR 1984)
- (34) 52.244-6 Subcontracts for Commercial Items (APR 2003)
- (35) 52.245-2 Government Property
- (36) 52.245-17 Special Tooling (DEC 1989). This clause applies only if tooling is acquired for or furnished by the Government and to be retained for use by the Seller.
- (37) 52.245-18 Special Test Equipment (AUG 1988)

Common Terms and Conditions Guide
Section 5 – Government Contract Requirements

Clause Number: 5064
Effective: 09/22/03
Page: 4 of 5

(b) The following contract clauses are incorporated by reference from the National Aeronautics and Space Administration Federal Acquisition Regulation Supplement and apply to the extent indicated. In all of the following clauses, "Contractor" and "Offeror" shall mean Seller.

(37) 18-52.204-70 Report on NASA Subcontracts (Apr 1984) The term "contract" is not changed; "Contractor" shall mean Buyer in paragraph (c), and paragraph (e) is deleted. The prime contract number will be furnished by Buyer upon request.

(38) 18-52.204-71 NASA Contractor Financial Management Reporting (APR 1984)

(39) 18-52.219-74 Use of Rural Area Small Businesses (SEP 1990). This clause applies only if this contract offers subcontracting possibilities.

(40) 18-52.223-70 Safety and Health (APR 1984). This clause applies only if this contract exceeds \$1,000,000; requires construction, repairs, or alteration in excess of \$25,000; or involves the use of hazardous materials or operations.

(41) 18-52.245-70 Acquisition of Centrally Reportable Equipment (MAR 1989) [excluding paragraph (b)(3)]. "Contracting Officer" shall mean Buyer. If the equipment is to be acquired as Special Test Equipment (STE), Seller shall submit the applicable request 75 days in advance of the date Seller intends to acquire the equipment. No later than 30 September of each year, Seller will provide Buyer a list of all property acquired under this clause. The list will include at a minimum: (1) part number; (2) serial number; (3) modification number, if any; (4) nomenclature; (5) acquisition cost; (6) acquisition date; and (7) the date of the prior year's list.

(42) 18-52.245-73 Financial Reporting of Government-Owned/Contractor-Held Property (May 1989). Delete paragraphs (b) and (d). Seller shall submit an original and four copies of the annual report to Buyer on or before October 10th.

(c) Cost Accounting Standards

(43) The Cost Accounting Standards clause incorporated by clause 3050 is the version dated April 1984 wherein FAR 52.230-2 is deemed to mean FAR 52.230-3.

(d). If goods or services being procured under this contract are for commercial items (as defined in FAR Part 2), the foregoing Government clauses in Sections 1 and 2 above are deleted and the following FAR clauses are inserted in lieu thereof:

52.219-8 Utilization of Small Business Concerns (OCT 2000). Include in all subcontracts that offer further subcontracting opportunities. If a subcontract (except

Common Terms and Conditions Guide
Section 5 – Government Contract Requirements

Clause Number: 5064
Effective: 09/22/03
Page: 5 of 5

subcontracts to small business concerns) exceeds \$500,000 (\$1,000,000 for construction of any public facility), the Seller and any lower tier subcontractor must include 52.219-8 in lower tier subcontracts that offer subcontracting opportunities.

52.222-26 Equal Opportunity (subparagraph (b)(1) through (11)) (APR 2002).

52.222-35 Equal Opportunity for Special Disabled Veterans and Veterans of the Vietnam Era, and Other Eligible Veterans (Dec 2001). This clause applies only if this contract exceeds \$25,000.

52.222-36 Affirmative Action for Workers with Disabilities (JUN 1998). This clause applies only if this contract exceeds \$10,000.