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\*\*\*\* (USE THE FOLLOWING IN ALL RFP's AND CONTRACTS.) \*\*\*\*

**PART II - CONTRACT CLAUSES**

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\*\*\*\* (USE THE FOLLOWING IN ALL RFP's AND CONTRACTS.) \*\*\*\*

**SECTION I - CONTRACT CLAUSES**

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**ARTICLE I.1. GENERAL CLAUSES FOR A COST-REIMBURSEMENT SBIR PHASE II CONTRACT**

*This contract incorporates the following 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 as follows: FAR Clauses at: <http://www.acquisition.gov/far/> . HHSAR Clauses at: <http://www.hhs.gov/policies/hhsar/subpart352.html> .*

**a. FEDERAL ACQUISITION REGULATION (FAR) (48 CFR CHAPTER 1) CLAUSES:**

<u>FAR</u>	<u>DATE</u>	<u>TITLE</u>
<u>CLAUSE NO.</u>		
52.202-1	Jun 2020	Definitions (Over the Simplified Acquisition Threshold)
52.203-3	Apr 1984	Gratuities (Over the Simplified Acquisition Threshold)
52.203-5	May 2014	Covenant Against Contingent Fees (Over the Simplified Acquisition Threshold)
52.203-6	Jun 2020	Restrictions on Subcontractor Sales to the Government (Over the Simplified Acquisition Threshold)
52.203-7	Jun 2020	Anti-Kickback Procedures (Over the Simplified Acquisition Threshold)
52.203-8	May 2014	Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity (Over the Simplified Acquisition Threshold)
52.203-10	May 2014	Price or Fee Adjustment for Illegal or Improper Activity (Over the Simplified Acquisition Threshold)
52.203-12	Jun 2020	Limitation on Payments to Influence Certain Federal Transactions (Over the Simplified Acquisition Threshold)
52.203-17	Jun 2020	Contractor Employee Whistleblower Rights and Requirements to Inform Employees of Whistleblower Rights (Over the Simplified Acquisition Threshold)
52.203-19	Jan 2017	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements
52.204-4	May 2011	Printed or Copied Double-Sided on Postconsumer Fiber Content Paper(Over the Simplified Acquisition Threshold)

<u>FAR</u>	<u>DATE</u>	<u>TITLE</u>
<u>CLAUSE NO.</u>		
52.204-10	Jun 2020	Reporting Executive Compensation and First-Tier Subcontract Awards
52.204-13	Oct 2018	System for Award Management Maintenance
52.204-25	Aug 2020	Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment
52.209-6	Nov 2021	Protecting the Government's Interest When Subcontracting With Contractors Debarred, Suspended, or Proposed for Debarment
52.215-2	Jun 2020	Audit and Records - Negotiation
52.215-8	Oct 1997	Order of Precedence - Uniform Contract Format
52.215-10	Aug 2011	Price Reduction for Defective Certified Cost or Pricing Data (Over \$750,000)
52.215-12	Aug 2020	Subcontractor Certified Cost or Pricing Data
52.215-14	Nov 2021	Integrity of Unit Prices (Over the Simplified Acquisition Threshold)
52.215-15	Oct 2010	Pension Adjustments and Asset Reversions (Over \$750,000)
52.215-18	Jul 2005	Reversion or Adjustment of Plans for Post-Retirement Benefits (PRB) other than Pensions
52.215-19	Oct 1997	Notification of Ownership Changes
52.215-21	Nov 2021	Requirements for Certified Cost or Pricing Data and Data Other Than Certified Cost or Pricing Data - Modifications
52.215-23	Jun 2020	Limitations on Pass-Through Charges (Over the Simplified Acquisition Threshold)
52.216-7	Aug 2018	Allowable Cost and Payment
52.216-8	Jun 2011	Fixed Fee
52.219-6	Nov 2020	Notice of Total Small Business Set-Aside
52.219-8	Aug 2018	Utilization of Small Business Concerns (Over the Simplified Acquisition Threshold)
52.219-14	Mar 2020	Limitations on Subcontracting
52.222-2	Jul 1990	Payment for Overtime Premium (Over the Simplified Acquisition Threshold) (Note: The dollar amount in paragraph (a) of this clause is \$0 unless otherwise specified in the contract.)
52.222-3	Jun 2003	Convict Labor
52.222-21	Apr 2015	Prohibition of Segregated Facilities
52.222-26	Sep 2016	Equal Opportunity
52.222-35	Jun 2020	Equal Opportunity for Veterans (\$150,000 or more)
52.222-36	Jun 2020	Equal Opportunity for Workers with Disabilities
52.222-37	Jun 2020	Employment Reports on Veterans (\$150,000 or more)
52.222-40	Dec 2010	Notification of Employee Rights Under the National Labor Relations Act (Over the Simplified Acquisition Threshold)
52.222-50	Nov 2021	Combating Trafficking in Persons

<u>FAR</u>	<u>DATE</u>	<u>TITLE</u>
<u>CLAUSE NO.</u>		
52.222-54	Nov 2021	<i>Employment Eligibility Verification (Over the Simplified Acquisition Threshold)</i>
52.223-6	May 2001	<i>Drug-Free Workplace</i>
52.223-18	Jun 2020	<i>Encouraging Contractor Policies to Ban Text Messaging While Driving</i>
52.225-1	Nov 2021	<i>Buy American - Supplies</i>
52.225-13	Feb 2021	<i>Restrictions on Certain Foreign Purchases</i>
52.227-1	Dec 2007	<i>Authorization and Consent, Alternate I (Apr 1984)</i>
52.227-2	Jun 2020	<i>Notice and Assistance Regarding Patent and Copyright Infringement</i>
52.227-11	May 2014	<i>Patent Rights - Ownership by the Contractor (Note: In accordance with FAR 27.303(b)(2), paragraph (e) is modified to include the requirements in FAR 27.303(b)(2)(i) through (iv). The frequency of reporting in (i) is annual.</i>
52.227-20	May 2014	<i>Rights in Data - SBIR Program</i>
52.232-9	Apr 1984	<i>Limitation on Withholding of Payments</i>
52.232-17	May 2014	<i>Interest (Over the Simplified Acquisition Threshold)</i>
52.232-20	Apr 1984	<i>Limitation of Cost</i>
52.232-23	May 2014	<i>Assignment of Claims</i>
52.232-25	Jul 2013	<i>Prompt Payment, Alternate I (Feb 2002)</i>
52.232-33	Oct 2018	<i>Payment by Electronic Funds Transfer--System for Award Management</i>
52.232-39	Jun 2013	<i>Unenforceability of Unauthorized Obligations</i>
52.233-1	May 2014	<i>Disputes</i>
52.233-3	Aug 1996	<i>Protest After Award, Alternate I (Jun 1985)</i>
52.233-4	Oct 2004	<i>Applicable Law for Breach of Contract Claim</i>
52.242-1	Apr 1984	<i>Notice of Intent to Disallow Costs</i>
52.242-3	May 2014	<i>Penalties for Unallowable Costs (Over \$700,000)</i>
52.242-4	Jan 1997	<i>Certification of Final Indirect Costs</i>
52.242-13	Jul 1995	<i>Bankruptcy (Over the Simplified Acquisition Threshold)</i>
52.243-2	Aug 1987	<i>Changes - Cost Reimbursement, Alternate V (Apr 1984)</i>
52.244-2	Oct 2010	<i>Subcontracts (Over the Simplified Acquisition Threshold), Alternate I (June 2007)</i>
52.244-5	Dec 1996	<i>Competition in Subcontracting (Over the Simplified Acquisition Threshold)</i>
52.244-6	Jan 2022	<i>Subcontracts for Commercial Items</i>
52.245-1	Jan 2017	<i>Government Property</i>
52.245-9	Apr 2012	<i>Use and Charges</i>
52.246-25	Feb 1997	<i>Limitation of Liability - Services (Over the Simplified Acquisition Threshold)</i>
52.249-6	May 2004	<i>Termination (Cost-Reimbursement)</i>

<u>FAR</u>	<u>DATE</u>	<u>TITLE</u>
<u>CLAUSE NO.</u>		
52.249-14	Apr 1984	<i>Excusable Delays</i>
52.253-1	Jan 1991	<i>Computer Generated Forms</i>

*b. DEPARTMENT OF HEALTH AND HUMAN SERVICES ACQUISITION REGULATION (HHSAR) (48 CFR CHAPTER 3) CLAUSES:*

<u>HHSAR</u>	<u>DATE</u>	<u>TITLE</u>
<u>CLAUSE NO.</u>		
352.203-70	Dec 2015	<i>Anti-Lobbying</i>
352.222-70	Dec 2015	<i>Contractor Cooperation in Equal Employment Opportunity Investigations</i>
352.227-70	Dec 2015	<i>Publications and Publicity</i>
352.233-71	Dec 2015	<i>Litigation and Claims</i>
352.237-75	Dec 2015	<i>Key Personnel</i>

*[End of GENERAL CLAUSES FOR A COST-REIMBURSEMENT SBIR PHASE II CONTRACT- Rev. 12/2021].*