

NNH15CN76C_HALO Flowdowns_04-03-2023

U.S. GOVERNMENT CLAUSES

Prime Contract Number: NNH15CN76C
Modification/Rev. Number: Rev E
Date of Creation: April 03, 2023
DPAS Rating: DO-C9

The following customer contract requirements apply to any Purchase Order referencing the above U.S. Government prime contract number and are hereby incorporated into the Purchase Order by full text or by reference with the same force and effect as if they were given in full text. The terms and conditions of the versions of the “Flowdown of U.S. Government Contract Clauses Under U.S. Government Contracts” and “Flowdown Updates” documents in effect on the date of the particular Order shall also apply. These documents are made available at the RTX Supplier Site. The full text of FAR/DFARS clauses may be accessed at <https://www.acquisition.gov/>.

In all provisions and clauses listed herein, terms shall be revised to suitably identify the party to establish Supplier’s obligations to Buyer and to the Government, and to enable Buyer to meet its obligations under the prime contract. Without limiting the generality of the foregoing, and except where further clarified or modified below, the term “Government” and equivalent phrases shall mean “Buyer”, the term “Contracting Officer” shall mean “Buyer’s Purchasing Representative”, the term “Contractor” or “Offeror” shall mean “Supplier”, “Subcontractor” shall mean “Supplier’s Subcontractor” under this Purchase Order, and the term “Contract” shall mean this “Purchase Order”. For the avoidance of doubt, the words “Government” and “Contracting Officer” do not change: (1) when a right, act, authorization or obligation can be granted or performed only by the Government or the prime contract Contracting Officer or duly authorized representative, such as in FAR 52.227-1 and FAR 52.227- 2 or (2) when title to property is to be transferred directly to the Government. Supplier shall incorporate into each lower tier contract issued in support of this Purchase Order all applicable FAR and DFARS provisions and clauses in accordance with the flow down requirements specified in such clauses. Nothing in this Purchase Order grants Supplier a direct right of action against the Government. If any of the following FAR or DFARS clauses do not apply to this Purchase Order, such clauses are considered to be self-deleting.

Buyer or Buyer Affiliates reserve the right to add or update any FAR or DFAR clause or special contract provision based on customer contract directives

Capitalized words used herein and not otherwise defined shall have the meanings ascribed to them in the Terms and Conditions.

The requirements below are in accordance with the U.S. Government prime contract and are not modified by Buyer for each individual Supplier. Supplier will remain at all times responsible for providing to any government agency, Buyer, or Buyer’s customer, evidence of compliance with the requirements herein or that such requirements are not applicable to the extent satisfactory to the requesting party. Certified cost and pricing data may be required per FAR 52.215-12. In the event certified cost and pricing data is required by the Government and the Government does not elect to conduct an audit of Supplier’s certified cost and pricing data, Supplier agrees to allow a third party to audit Supplier’s financial information and certified cost and pricing data in order to ensure compliance with any requirements under FAR 52.215-12.

CLAUSES INCORPORATED BY REFERENCE:

FAR CLAUSES

Clause	Title and Date
52.203-6	Restrictions on Subcontractor Sales to the Government. (Sep 2006) [FLDN - Applicable to Subcontracts exceeding \$150K., Alt 1 Applies to Commercial Item Purchases].
52.203-7	Anti-Kickback Procedures. [FLDN - Applicable to Subcontracts exceeding \$150K.] [*]
52.203-12	Limitation on Payments to Influence Certain Federal Transactions. [FLDN - Applicable to Subcontracts exceeding \$150K.] [*]
52.203-13	Contractor Code of Business Ethics and Conduct. [FLDN - Applicable to Subcontracts performed in the U.S. in excess of \$5M with a period of performance more than 120 days.] [*]
52.203-14	Display of Hotline Poster(s). [FLDN - Applicable to Subcontracts performed in the U.S. in excess of \$5M.] [*]
52.203-17	Contractor Employee Whistleblower Rights and Requirement To Inform Employees of Whistleblower Rights. [FLDN - Applicable to Subcontracts over the Simplified Acquisition Threshold.] [*]
52.204-2	Security Requirements. [FLDN - Applicable to Subcontracts that require access to classified information.] [*]
52.204-9	Personal Identity Verification of Contractor Personnel. [FLDN - Applicable where the Subcontractor will have physical access to a federally-controlled facility or access to a federal information system.]
52.204-14	Service Contract Reporting Requirements. [FLDN: Applicable to 1st Tier subcontractors providing services at or above the thresholds prescribed at 4.1703 (a) (2), except for commercial items.]
52.204-21	Basic Safeguarding of Covered Contractor Information Systems. [FLDN: Applicable to subcontracts (including subcontracts for the acquisition of commercial items, excluding COTS items).]
52.204-23	Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities (Jul 2018) [FDNC: Insert the substance of this clause, including paragraph (d), in all subcontracts, including subcontracts for the acquisition of commercial items.]
52.204-25	Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment. [FLDN - insert the substance of this clause, including this paragraph (e), in all subcontracts and other contractual instruments, including subcontracts for the acquisition of commercial items.]
52.209-6	Protecting the Governments Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment. [FLDN - Applicable to Subcontracts exceeding \$30K] [*]
52.211-15	Defense Priority and Allocation Requirements. [FLDN - Applicable if a DPAS Rating is identified in the Prime Contract.]
52.215-2	Audit and Records -- Negotiation. [FLDN - Applicable to Subcontracts over \$150K and in accordance with subparagraph (g) of the clause.] [*]
52.215-10	Price Reduction for Defective Certified Cost or Pricing Data. [FLDN - Applicable if submission of Subcontractor cost or pricing data is required. Rights and obligations under this clause shall survive completion of the Work and final payment under the Subcontract.] [*]
52.215-12	Subcontractor Certified Cost or Pricing Data. (Class Deviation 2018-O0015) [FLDN - Applicable if submission of Subcontractor cost or pricing data is required. Rights and obligations under this clause shall survive completion of the Work and final payment under the Subcontract.] [*]

Clause	Title and Date
52.215-14	Integrity of Unit Prices. [FLDN - Applicable to Subcontracts exceeding the Simplified Acquisition Threshold.] [*]
52.215-18	Reversion or Adjustment of Plans for Postretirement Benefits (PRB) Other Than Pensions. [FLDN - Applicable to Subcontracts that require submittal of cost or pricing data, or to which any pre-award or post-award cost determination will be subject to FAR Part 31.] [*]
52.215-19	Notification of Ownership Changes. [FLDN - Applicable to Subcontracts that require submittal of cost or pricing data, or to which any pre-award or post-award cost determination will be subject to FAR Part 31.] [*]
52.219-8	Utilization of Small Business Concerns. [FLDN - Applicable to Subcontracts exceeding the Simplified Acquisition Threshold, except for subcontracts to small business. If the Subcontract exceeds \$700K, the Subcontractor must include 52.219-8 in lower tier subcontracts that offer subcontracting opportunities.]
52.219-9	Small Business Subcontracting Plan. (DEVIATION 2018-O0018, and 2019-O0005) [FLDN - Applicable to Subcontracts over \$650K with further subcontracting opportunities. Not required when 52.212-5 applies, or Subcontractor provides a commercial item subject to the clause at 52.244-6.]
52.222-21	Prohibition of Segregated Facilities. [FLDN - Applicable to Subcontracts subject to the Equal Opportunity clause of the Prime Contract.]
52.222-26	Equal Opportunity. [FLDN - Applicable to Subcontracts in accordance with (c) (11) of the clause.]
52.222-35	Equal Opportunity for Veterans. [FLDN - Applicable if Subcontract value exceeds \$100K.]
52.222-36	Equal Opportunity for Workers with Disabilities. // Was: Affirmative Action for Workers With Disabilities. [FLDN - Applicable to Subcontracts exceeding \$15K.]
52.222-37	Employment Reports on Veterans. [FLDN - Applicable to Subcontracts exceeding \$100K.] [*]
52.222-50	Combating Trafficking in Persons. [FLDN - Applicable to Subcontracts in accordance with subparagraph (i) of the clause.]
52.222-54	Employment Eligibility Verification. [FLDN - Applicable to Service Subcontracts - except for commercial services that are part of the purchase of COTS item - performed by the COTS provider in the U.S. in excess of \$3K.] [*]
52.223-18	Encouraging Contractor Policies to Ban Text Messaging While Driving. [FLDN - Applicable to Subcontracts exceeding the micro-purchase threshold.]
52.225-8	Duty-Free Entry. [FLDN - Applicable to Subcontracts, if Supplies identified in the Schedule to be accorded duty-free entry will be imported into the customs territory of the United States; or Other foreign supplies in excess of \$15K may be imported into the customs territory of the United States.] [*]
52.225-13	Restrictions on Certain Foreign Purchases. [FLDN - Applicable to all Subcontracts.]
52.227-1	Authorization and Consent. [FLDN - Applicable to Subcontracts exceeding the Simplified Acquisition Threshold.] [*]
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement. [FLDN - Applicable to Subcontracts exceeding the Simplified Acquisition Threshold.] [*]
52.227-14	Rights in Data -- General. [FLDN - Applicable to Subcontracts where subcontractor data rights are necessary to perform prime contract.]
52.228-5	Insurance -- Work on a Government Installation. [FLDN - Applicable if Subcontractor is involved with work on a Government installation.]
52.244-6	Subcontracts for Commercial Items.

Clause	Title and Date
	[FLDN - Applicable to all Subcontracts. Include the additional flow-down clauses as specified in (c) (1) of this clause in Subcontracts for commercial items.]
52.245-1	Government Property. [FLDN - Applicable to Subcontracts which required possession of Government Property by the Subcontractor.]
52.245-9	Use and Charges. [FLDN - Applicable to Subcontracts under subparagraph (b) (2) of the clause.]
52.246-4	Inspection of Services -- Fixed-Price. [FLDN - Applicable to Subcontracts in accordance with subparagraph (d) of the clause.]
52.246-7	Inspection of Research and Development -- Fixed-Price. [FLDN - Applicable to Subcontractors in accordance with subparagraph (c) of the clause].
52.246-11	Higher-Level Contract Quality Requirement. [FLDN - Applicable to Subcontracts in accordance with subparagraph (b) of the clause.]

NASA FAR CLAUSES:

Clause	Title and Date
1852.204-76	Security Requirements for Unclassified Information Technology Resources. [FLDN - Applicable to Subcontracts that process, manage, access or store NASA Electronic Information in support of the mission of the Agency.]
1852.208-81	Restrictions on Printing and Duplicating. [FLDN - Applicable to Subcontracts which may involve a requirement for any printing, duplicating, and copying in excess of the limits specified in paragraph (c) of this clause, a provision substantially the same as this clause, including this paragraph (f).]
1852.219-75	Individual Subcontracting Reports // Was: Small Business Subcontracting Reporting. [FLDN - Applicable to Subcontracts that include the clause at FAR 52.219-9.]
1852.223-74	Drug- and alcohol-free workforce. [FLDN - Applicable to Subcontracts in which work is performed by an employee in a sensitive position, except subcontracts for commercial items (see FAR Parts 2 and 12).]
1852.225-70	Export Licenses. [FLDN - Applicable to Subcontracts, ensure the provisions of this clause apply to subcontractors.]
1852.227-70	New Technology-Other than a Small Business Firm or Nonprofit Organization. // Was: New Technology. [FLDN - Applicable to Subcontracts in accordance with subparagraph (h) of the clause.]
1852.227-71	Requests for Waiver of Rights to Inventions. [FLDN Applicable to Subcontracts when 1852.227-70 applies.]
1852.227-72	Designation of New Technology Representative and Patent Representative. [FLDN - Applicable to Subcontracts requiring a "New Technology" clause or "Patent Rights--Retention by the Contractor (Short Form)" clause, unless otherwise authorized or directed by the Contracting Officer.]
1852.227-85	Invention Reporting and Rights--Foreign. [FLDN - Applicable to Subcontracts where the performance of research, experimental design, engineering, or developmental work is contemplated, the Contractor shall include this clause and the name and address of the Contracting Officer.]
1852.227-88	Government-furnished computer software and related technical data. [FLDN: Applicable to all subcontracts, regardless of tier, which involve use of the GFCS and/or related technical data.]
1852.228-76	Cross-Waiver of Liability for International Space Station Activities. [FLDN - Applicable to Subcontractors (i.e. Related Entity) if the Work is performed in support of Protected Space Operations as defined by the clause.]
1852.237-72	Access to Sensitive Information. [FLDN - Applicable to Subcontracts all subcontracts that may involve access to sensitive information.]

Clause	Title and Date
1852.237-73	Release of Sensitive Information. [FLDN - Applicable to Subcontracts that may require the furnishing of sensitive information.]
1852.242-72	Denied Access to NASA Facilities. // Was: Observance of Legal Holidays [FLDN - Applicable to Subcontracts that require Work to be performed at a NASA installation.]
1852.244-70	Geographic Participation in the Aerospace Program. [FLDN - Applicable to Subcontracts of \$100,000 and over.]
1852.245-73	Financial Reporting of NASA Property in the Custody of Contractors. [FLDN - Applicable to Subcontracts when subcontractor possesses NASA property during performance of the contract.]
1852.245-74	Identification and Marking of Government Equipment. [FLDN - Applicable to Subcontracts that require delivery of equipment.]
1852.246-73	Human Space Flight Item. [FLDN - Applicable to Subcontracts in support of this contract, without exception as to amount or subcontract level.]