

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE U	PAGE OF PAGES 1 26
2. AMENDMENT/MODIFICATION NO. 0005	3. EFFECTIVE DATE 08-Dec-2016	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO.(If applicable)
6. ISSUED BY COMMANDER, SPACE AND NAVAL WARFARE SYSTEMS COMMAND 02 CONTRACTS 4301 PACIFIC HIGHWAY SAN DIEGO CA 92110-3127	CODE N00039	7. ADMINISTERED BY (If other than item 6) See Item 6		
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code)		X	9A. AMENDMENT OF SOLICITATION NO. N00039-14-R-0001	
		X	9B. DATED (SEE ITEM 11) 30-Sep-2015	
			10A. MOD. OF CONTRACT/ORDER NO.	
			10B. DATED (SEE ITEM 13)	
CODE		FACILITY CODE		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input checked="" type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input checked="" type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning <u>1</u> copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.				
12. ACCOUNTING AND APPROPRIATION DATA (If required)				
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.				
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.				
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).				
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:				
D. OTHER (Specify type of modification and authority)				
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.				
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) The purpose for this amendment is to provide administrative changes in response to Q&A dated 6 December 2016 and extending the final proposal revision v2 to 3 January 2017.				
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.				
15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Heidi Radaford		
		TEL:	EMAIL:	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY _____ (Signature of Contracting Officer)		16C. DATE SIGNED 08-Dec-2016

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION L - INSTRUCTIONS, CONDITIONS AND NOTICES TO BIDDERS

The following have been modified:

L-317.1 INTRODUCTION

This Request for Proposal (RFP) is for **Network Tactical Common Data Link (NTCDL)**.

L-317.2 OFFEROR QUESTIONS REGARDING SOLICITATION

Offerors may submit questions concerning, or request clarification of, any aspect of this RFP. Questions shall only be provided in writing via email to the following email address: heidi.radaford@navy.mil. The Government may make available to the general public any offeror questions and requests for clarifications and any Government responses to such questions and requests for clarifications; therefore, offerors are hereby instructed not to submit comments of a proprietary nature. Offerors are also advised that the Government may not respond to questions and requests for clarifications.

L-317.3 TIME & DATE FOR RECEIPT OF PROPOSALS

The deadline for the Government's receipt of proposals is 10:00AM PST on **3 January 2017**. Submissions are subject to the late proposal provisions of FAR 52.215-1, "Instructions to Offerors-Competitive Acquisition". All times are local time in San Diego, California.

L-317.4 REQUIREMENTS

L-317.4.1 The offeror shall print or type its name on the Schedule and each continuation sheet of the RFP thereof on which page an entry is made.

L-317.4.2 Proposals submitted in response to this RFP must contain comprehensive information on all pertinent aspects of the effort being offered to enable the Government to evaluate the offeror's understanding of, and capability to accomplish, all the stated requirements covered in the NTCDL System Performance Specification (SPS) and Statement of Work (SOW). Throughout the proposal, the offeror shall provide sufficient detail to substantiate the validity of all stated claims. Proposals shall be submitted in accordance with the instructions herein. Non-conformance with the RFP requirements may render the proposal unresponsive and removed from further consideration. An offeror's proposal is presumed to represent their best efforts to respond to the solicitation. The proposal must demonstrate how the offeror proposes to comply with the requirements of the RFP. Clarity, completeness and conciseness are essential, and the overall quality of the proposal will be evaluated in the context of being representative of the offeror's capabilities. Responses must adequately address all RFP requirements.

L-317.4.3 The proposal should only contain material that is directly related to the SPS and SOW or is in response to the RFP. Statements such as "the offeror understands," and "the offeror shall/can comply," along with responses that paraphrase the RFP, are considered inadequate. Phrases such as "standard

procedures will be employed” or “well known techniques will be used,” without a specific Government or industry reference, will be considered inadequate and unacceptable.

L-317.4.4 Unnecessarily elaborate presentations, elaborate artwork, expensive paper, and expensive visual aids are not desired and may be considered as an indication of the offeror’s lack of cost consciousness.

L-317.4.5 Validity of Proposals. Proposals submitted in response to this solicitation shall be valid for **180 days** from the solicitation closing date.

L-317.4.6 The offeror is to identify its cognizant Defense Contract Audit Agency (DCAA) and Defense Contract Management Agency (DCMA) Offices in the Volume II Cost Proposal, providing the following for each cognizant office:

Point of Contact Name,
Address,
Telephone Number,
Email Address, and
FAX Number.

The offeror shall submit one (1) identical copy of the cost/price proposal to their DCAA Office.

L-317.5 PROPOSAL ORGANIZATION

The offeror’s proposal submitted in response to this solicitation shall be unclassified and consist of three (3) separate Volumes:

Volume I: Technical Proposal
Volume II: Cost Proposal
Volume III: Contract Documents

Offerors shall submit an electronic copy as specified below at L-349 “Electronic Submission of Proposal.

L-317.6 ELECTRONIC SUBMISSION

Electronic proposal, in accordance with L-349, must contain separate files for Cost and Technical/Management files. Electronic submission of the proposal shall be submitted as follows:

1. **Format**: The proposal shall be on 8 1/2" × 11" with single-spaced typed lines, including figures, glossaries, table of contents, and cover sheets. 11" × 17" may be used for IMS or drawings, and shall count as two pages towards the page count limitations identified below. Type size shall be Times New Roman and no smaller than 12 point in the text, 10 point in spreadsheets, and 6 point on drawings, figures, and tables. Standard margins shall be a minimum of one inch, excluding header and footer. The volumes shall contain a glossary of abbreviations and acronyms used and an explanation of each. No pen and ink changes are allowed.
2. **Numbering**: Pages shall be numbered consecutively within each section, showing volume, section, and page. As an example, page 19 of Volume I, Section 3 would be numbered I-3-19.

L-317.7 PROPOSAL FORMAT

In addition to all other requirements of this solicitation, each offeror shall demonstrate its capability by means of a detailed written proposal in each of the areas indicated under Section M – Evaluation Factors for Award. **Proposals submitted for consideration for award must address the full scope of the solicitation. Proposals which address only part of the solicitation will be considered unacceptable.**

Offerors' proposal volumes shall include the following:

ITEM	LIMITATIONS
VOLUME I: TECHNICAL PROPOSAL	
Factor 1. Technical Approach	Fifty-eight (58) pages maximum
Subfactor 1: Waveforms	12 pages
Subfactor 2: Radio Frequency (RF) Performance	22 pages
Subfactor 3: Scalability and Modularity	7 pages
Subfactor 4: System-Level Design	17 pages
Factor 2. Management Approach	Thirty-one (31) pages maximum (excluding Subfactor 4 (Small Business Utilization))
Subfactor 1: Program Management	12 pages
Subfactor 2: Integrated Master Schedule	12 pages
Subfactor 3: Data Rights	7 pages
Subfactor 4: Small Business Utilization	No page limit
Factor 3. Past Performance	Prime/Sub contractors: Three (3) pages per reference maximum of 3 total references. No page limitation on PPIRS or CPARS.

VOLUME II: COST PROPOSAL	
Factor 4. Cost/Price Proposal	Cost/Price information compatible with Microsoft Excel 2007

VOLUME III: CONTRACT DOCUMENTS	
Section A: Letter of Transmittal, Completed Standard Form (SF) 33, and Completed RFP Sections B through K	Three (3) pages maximum, excluding SF 33 and Section B-K of the RFP
Section B: Exceptions To The RFP	No page limit
Section C: Security clearance levels as required by DD Form 254	No page limit
Section D: Organizational Conflict of Interest Mitigation Plan(s)	No page limit
Section E: Small Business Subcontracting Plan	No page limit
Section F: Response to Mandatory Requirement	No page limit

Note: Failure to submit complete information in the manner above may be considered a "no response" and may result in the exclusion of the proposal from further consideration.

All material in excess of the page limits will neither be read nor evaluated.

Do not include cost information in Volume 1 Technical Proposal.

MANDATORY REQUIREMENT

In the event that a proposal contains a deficiency in the following mandatory area, the proposal SHALL be determined to be unacceptable and not considered for further evaluation. Offerors shall use the nine (9) Government provided link budget use cases listed in the NTCDL SPS para 3.2.2.1 and Appendix 2 using the Link Budget v5.3 tool. Offerors shall provide Link Budget Data file (lbd) and plain text file (txt) using the Link Budget v5.3 tool using the instructions provided in RFP Attachment 9, NTCDL RF Use Case Instructions. For all use cases, the number of links listed in NTCDL SPS Table 3-3 Variant A column shall meet the performance provided in the link budget data files while simultaneously meeting all other NTCDL SPS threshold requirements. The Link Margin SHALL be greater than or equal to 2.0dB to meet mandatory requirement for all nine (9) link budget use cases.

L-317.8 MINIMUM REQUIREMENT PROPOSAL CONTENT

Each volume of the proposal shall be submitted in accordance with L-317.4 “Requirements”, L-317.5 “Proposal Organization”, and L-349 “Electronic Submission of Proposals” to permit a detailed evaluation. Proposals are to be neat, legible and orderly. Content is more important than quantity.

Proposals shall correlate directly and sequentially with the following specific proposal preparation instructions. Proposals shall be complete and self-sufficient, relate exactly to what is requested and proposed, and strictly adhere to the requirements of this solicitation. Use of documentation by reference, and not incorporated into the proposal, will not be allowed. Where cross-referencing is used, the volume, attachment, exhibit and paragraph numbers, as appropriate, shall be referenced.

Tables of contents, blank pages, coversheets, requirements compliance matrices, lists of tables, lists of drawings, lists of figures, glossaries, and lists of proprietary data do not count against the page limitations.

TECHNICAL PROPOSAL (VOLUME I)

General Guidelines for Content

Each offeror shall submit a technical proposal to enable the Government to make a thorough evaluation and arrive at a sound determination as to whether or not the proposed approach/services will meet the requirements of the Government. To this end, each technical proposal shall be so specific, detailed, and complete as to clearly and fully demonstrate that the prospective contractor has a thorough knowledge and understanding of the requirements and has valid and practical solutions for any technical problems. Each proposal must be sufficiently adequate to demonstrate how it is proposed to comply with the requirements of the SPS and SOW, with a full explanation of techniques and procedures. The contractor’s discussion in each section must include sufficient detail to allow the Government to adequately evaluate the contractor’s ability to accomplish the proposal requirements in accordance with Section M.

Wherever relevant, the offeror is encouraged to use cross-references to the applicable sections of the proposal rather than repeating that information in the several sections of this Volume. **No cost/price**

information shall be included in this technical proposal. Proposals that do not present sufficient information to permit complete technical evaluation by the Government may be rejected.

Offerors shall prepare Volume I in three (3) separate Factors as follows:

Factor 1.	Technical Approach
Factor 2.	Management Approach
Factor 3.	Past Performance

VOLUME 1 – FACTOR 1: TECHNICAL APPROACH

The Offeror shall describe how its proposed system architecture and system design, including hardware, software and associated subassemblies, meet the performance, environmental, and interface requirements as provided in the Network Tactical Common Data Link (NTCDL) System Performance Specification (SPS) and the NTCDL Statement of Work (SOW). The Technical Approach includes the following four (4) Subfactors:

Factor 1 – Technical Approach Subfactors are as follows:

<u>SUBFACTOR</u>	<u>TITLE</u>
1.1	Waveforms
1.2	Radio Frequency (RF) Performance
1.3	Scalability and Modularity
1.4	System-Level Design

Subfactor 1.1 - Waveforms. The Offeror shall describe how its proposed radio implementation satisfies the waveform requirements of SOW Section 3.2.8.1 and SPS Section 3.2.3. The Offeror shall describe subsystems required for waveform implementation, CDL design verification, CDL interoperability validation as set forth in the SPS Sections 4.2.1 and 4.2.2 – to include over-the-air testing as per SPS Section 4.3.2.3.

Subfactor 1.2 – Radio Frequency (RF) Performance. The Offeror shall provide supporting documentation (e.g. calculations, measurements, specifications of components, component modeling and simulation artifacts, and rationale) of RF performance. RF performance parameters to be documented may include:

- a. RF chain analysis
- b. Effective Isotropic Radiated Power (EIRP) over all scan angles
- c. Gain/System Noise Temperature (G/T) over all scan angles
- d. Antenna Gains
- e. Antenna polarizations
- f. Antenna axial ratios
- g. Antenna half-power beamwidths
- h. Antenna sidelobes
- i. System noise figures
- j. System minimum power densities
- k. System maximum power densities
- l. System dynamic ranges
- m. 3rd order intercept (IP3)

The Offeror shall describe, how the proposed NTCDL system meets the RF threshold requirements and any objective requirements of SPS Sections 3.2.2.1 and 3.3.1 using the minimum possible Size, Weight, Power and Cooling (SWAP-C).

In addition to meeting the mandatory requirement, the contractor shall provide all modified link budgets in their entirety and substantiate rationale for the contractor modified parameters.

The Offeror shall provide documentation (i.e. RF chain analysis, system dynamic ranges, and survivability) describing how the system meets the required RF performance in conjunction with the requirements cited in SPS Section 3.9.2 "Electromagnetic Environmental Effects", EMI and EMC tests in SPS Section 4.3.9.2 (Verification) and SOW Section 3.2.8.3.4, including MIL-STD-464 requirements.

Subfactor 1.3 - Scalability and Modularity. The Offeror shall describe the means by which the NTCDL subsystems, racks and/or components are modular, scalable, interchangeable, and provide parts commonality through Variants A-C in accordance with SPS Section 3.2.2, SOW Sections 3.2.9, and 3.2.3.1. The Offeror shall describe how it intends to interconnect the above deck equipment used for each identified band (i.e., S, C, X, Ku) to the below deck equipment to include the internal interfaces that will be documented per SPS Section 3.4.1. The Offeror shall include the ability for future expansion and integration of 3rd party NTCDL internal interface compliant subsystems as per SPS Section 3.3.5.

Subfactor 1.4 – System-Level Design. The Offeror shall depict and describe its proposed system-level design (NTCDL SPS Section 3.3), internal and external interconnections (NTCDL SPS Section 3.4). The Offeror shall describe and provide supporting documentation of the maturity of the proposed system, in terms of the Technology Readiness Level (TRL) (NTCDL SOW 3.2.3) of each subsystem. The Offeror shall describe how this architecture and implementation meet the threshold requirements and any objective requirements with emphasis on the following sections:

Section 3.3.3 – Radio Terminal Subsystem
 Section 3.3.4 – CDL COMSEC Subsystem
 Section 3.3.5 – Link Control Subsystem
 Section 3.5 – Physical Characteristics
 Section 3.10 – Reliability, Maintainability and Availability

VOLUME 1 – FACTOR 2: MANAGEMENT APPROACH

Factor 2 – Management Approach. The Offeror shall describe its proposed Management Approach and its proposed resources. The Offeror shall describe how its proposed resource utilization reflects a sufficient understanding of the technical requirements of the SPS and SOW. The description of the management approach shall include information at the prime and subcontract level for the Basis of Estimate (BOE) and Bill of Materials (BOM). The Management Approach includes the following four (4) Subfactors:

<u>SUBFACTOR</u>	<u>TITLE</u>
2.1	Program Management
2.2	Integrated Master Schedule
2.3	Data Rights
2.4	Small Business Utilization

Subfactor 2.1 – Program Management .

The Offeror shall describe its proposed approach for managing and directing the NTCDL efforts in accordance with SOW Section 3.1. This description shall include an explanation of how the Offeror will align its program management organization with the requirements of the NTCDL SOW, as well as a description of the procedures processes and controls the Offeror will utilize to manage the program, schedule, performance, and risk. The Offeror's proposed approach shall describe its organizational structure, and identify the lines of responsibility, authority, and communication through which the NTCDL efforts will be managed, including the approach for managing subcontractor efforts. The Offeror shall describe its approach for managing staffing and for integration of the functional teams who will support NTCDL. The Offeror shall clearly identify any major technical risks and planned mitigation efforts.

The Offeror shall describe its production management approach in both the development (e.g. EDMs) and LRIP phases of the contract. The Offeror shall describe the facilities required to perform production, production acceptance testing and operational support for the NTCDL program. The Management Approach shall address the assessment of status and the generation of the required Technical Performance Measures (TPMs) (SOW Section 3.1.6.3). The Management Approach shall also address the following SOW sections which will be covered under the required Program Management Plan (PMP) (SOW Section 3.1.1) and the Software Development Plan (SDP) (SOW Section 3.2.3.3), including (not listed in order of importance):

- Hardware and software development processes
- Integration approaches
- Test methodologies
- Risk management
- Quality Assurance

Subfactor 2.2 - Integrated Master Schedule.

The Offeror shall provide an Integrated Master Schedule (IMS) as required in SOW Section 3.2.2 that identifies all activities and deliverables associated with the base period (Engineering Development Model development). The schedule shall depict the critical path required from the time of contract award to the completion of Functional Configuration Audit (FCA)/Physical Configuration Audit (PCA) for the two (2) Engineering Development Model (EDM) assets as required by SOW Section 3.2.8.5, Configuration Audit. The IMS shall be delivered in MS Project (version 2010 and backward compatible to MS Project 2007). The Offeror shall extend the Government Provided Work Breakdown Structure (WBS) (as provided at Attachment 8 to the RFP) and provide justification for the extensions. **No cost information shall be provided in the IMS.**

Subfactor 2.3 - Data Rights.

The Government desires “Government Purpose Rights” as defined in DFARS 252.227-7013 and DFARS 252.227-7014 for all noncommercial Technical Data/Computer Software (TD/CS) deliverables. For each item of noncommercial TD/CS that the Offeror asserts should be delivered with Specifically Negotiated License Rights (SNLR) or other non-standard rights (as discussed at DFARS 252.227-7013 “Rights in Technical Data – Noncommercial Items”, the Offeror shall set forth a complete description of all such proposed non-standard restrictions on the Government’s ability to use, modify, release, perform, display, or disclose such noncommercial TD/CS.

Similarly, the Government desires the commercial equivalent of “Government Purpose Rights” for all commercial TD/CS deliverables. These rights would include the Government’s right to disclose the commercial TD/CS to third parties outside the Government, for transactions where the Government is a party (including future procurements), but the third party recipient must sign an NDA that prevents any further use of the TD/CS. For all commercial TD/CS that the Offeror (including its sub-Offerors or suppliers, or potential sub-Offerors or suppliers, at any tier) intends to deliver with commercial license rights that are less than these rights, the Offeror shall provide: (1) identification of the TD/CS; (2) basis for asserting restrictions; and (3) asserted rights category.

The Offeror shall provide a completed copy of the Section K certification DFARS 252.227-7017, “Identification and Assertion of Use, Release, or Disclosure Restrictions,” identifying what, if any, restrictions to the Government’s rights to use, release or disclose the technical data that will exist for each and every CDRL to be delivered under this contract. The Offeror shall also provide a completed copy of the Section K certification DFARS 252.227-7028, “Technical Data or Computer Software Previously Delivered to the Government” (JUN 1995), identifying all noncommercial technical data that it intends to deliver with other than Government Purpose Rights and that are identical or substantially similar to technical data that the Offeror has delivered to, or is obligated to deliver to, the Government under any contract or subcontract. **The Offeror shall also complete Section K-99, Pre-Award Identification And Assertion Of Restrictions On Commercial Technical Data And Commercial Computer Software (MARCH 2014).**

If there are any costs associated with receipt of Government Purpose Rights for noncommercial TD/CS, noncommercial SNLR TD/CS, or costs associated with commercial TD/CS deliverables, the Offeror shall provide those proposed costs in the Cost Volume. If the costs are associated with SNLR, the Offeror shall also include a fully developed special license describing the SNLR TD/CS being offered, the scope of the SNLR being offered, the cost for the SNLR rights, and when the costs will be incurred. The Offeror shall NOT list license terms in the '7017 list, the '7028 list or the K-99 list. The Government may, but is not obligated to, modify the resulting contract to include those costs as an Option CLIN to Section B of the RFP.

The Offeror shall also complete and provide with its proposal the Data Rights table set forth in Section B as part of their response to this Subfactor. The table in Section B delineates the Government's technical data documentation rights by CDRL item. If there are any costs associated with receipt of noncommercial Government Purpose Rights, noncommercial SNLR, or costs associated with rights to commercial TD/CS deliverables, the table in Section B shall list the type of rights and costs in the CDRL line item under which the TD/CS with the associated costs is being delivered. The rights classification would only be applicable to the extent the CDRL item or parts thereof meet the definition of technical data, computer software, or computer software documentation.

The Offeror shall describe how the Offeror's system design minimizes reliance on proprietary, vendor unique, or closed software and/or hardware elements and the extent to which the use of proprietary, vendor unique or closed elements hinder the Government's ability to do the following (see list below).

- Enable Government to separately purchase its own equipment and assemble NTCDL configurations in Government labs;
- Enable third party Government or contractor teams to integrate additional hosted applications;
- Enable hand off of design documents, install documents, and software to the Full Rate Production contractor for production; and
- Enable hand off of design documents and software to the Full Rate Production contractor for modifying and extending NTCDL design and NTCDL software.

If offeror proposes less than GPR, then the offeror shall include the following in its proposal:

- (1) Approach and methodology to achieve interoperability with the NTCDL system.
- (2) Approach to achieving open systems architecture in accordance with SOW 3.2.3.1.
- (3) A description of whether the offeror is proposing to deliver constrained items, as that term is defined below.
 - a) A "constrained item" includes: each item of non-commercial technical data (TD), computer software (CS), or computer software documentation (CSD) the offeror lists in DFARS 252.227-7017 with rights having more constraints than Government Purpose Rights (GPR), and each item of commercial TD, CS, or CSD listed in K-99 associated with interface and training deliverables with rights having more constraints than rights similar to GPR. The phrase "similar to GPR" means the Government's rights to:
 - i. Use, modify, reproduce, release, perform, display, or disclose the commercial TD, CS, or CSD within the Government without restriction; and,
 - ii. Release or disclose the commercial TD, CS, or CSD to third parties outside the Government for United States Government purposes and authorize third parties to whom release or disclosure has been made to use, modify, reproduce, release, perform, display, or disclose that commercial TD, CS, or CSD for transactions where the Government is a party (including procurements), provided the third party recipient signs a Non-Disclosure Agreement consistent with DFARS 227.7103-7.
 - b) For each constrained item, the offeror shall describe how, without any additional support from the offeror, that delivery approach does not interfere with the Government's objectives for the performance of the following activities by the Government or an authorized third party:
 - i. Operation and maintenance in the sustainment of the NTDCL system;
 - ii. Modifying interfaces when necessary;
 - iii. Cybersecurity and software assurance, including access to and scans of the NTCDL system firmware and software code; and

- iv. Training on the NTCDL system solution throughout the program lifecycle.
- c) If an offeror proposes to deliver Constrained items as defined in paragraph (b) above, the onus is on the Offeror to convince the Government that the Government can still meet its stated objectives despite the delivery of the Constrained Item.

Notwithstanding the above, an Offeror will not be deemed non-responsive if it offers to provide rights more restrictive than Government Purpose Rights on any portion of the technical data, and/or software to be delivered under this contract for which it is entitled to assert those restrictions pursuant to the DFARS 252.227-7013 and 252.227-7014; nor is the Government's goal of acquiring Government Purpose Rights a condition of award; rather, it is a factor in the source selection decision.

Subfactor 2.4 - Small Business Utilization.

Offerors, unless otherwise exempt due to being a small business* concern or a company performing outside of any state, territory, or possession of the United States, the District of Columbia, and the Commonwealth of Puerto Rico, shall, in accordance with FAR 19.7 and FAR 52.219-9, submit (1) Small Business Subcontracting Plan; (2) Evidence that subcontracting goals were met on previous contracts; and (3) Table with proposed first tier subcontractors.

Failure to submit a Small Business Subcontracting Plan shall make the offer ineligible for award of a contract.

Small Business Category	SPAWAR Target (Based upon percentage of subcontracted amount)
Total Small Business (including the below)	37%
Small Disadvantaged Business	5%
Women-Owned Small Business	5%
Veteran-Owned Small Business	3%
HUB Zone	3%
Service-Disabled Veteran-Owned Small Business	1%

*Small Businesses include Small Disadvantaged Businesses, Women-Owned Small Businesses, Veteran-Owned Small Businesses, Service-Disabled Veteran-Owned Small Businesses, HUBZone Small Businesses and Historically Black Colleges or Universities and Minority Institutions.

Large Business Concerns shall describe the extent to which their companies have identified and committed to provide for participation by Small Business Concerns, Small Disadvantaged Concerns, Women-Owned Small Business Concerns, Veteran-Owned Small Business Concerns, HUBZone Small Business Concerns and Service-Disabled Veteran-Owned Small Business Concerns in the performance requirements addressed within this solicitation. The Offeror shall provide sufficient information to demonstrate that the tasks assigned the selected Small Business subcontractors are meaningful in the overall success of the program and also broaden the subcontractor's technical capability. The Offeror shall describe their management approach for enhancing Small Disadvantaged, Women-Owned Small Business, Veteran-Owned Small Business, HUBZone Small Business, and Service-Disabled Veteran-Owned Small Business subcontractor's technical capability. Of special interest is the amount and type of work to be performed by the subcontractor(s). The Offeror shall explain the reasons for and advantages of selecting particular subcontractors.

Large Business Concerns shall also provide evidence of the extent to which they have met small business subcontracting goals on previous contracts/orders. To demonstrate previous goal achievement, the Offeror shall submit the two most recently filed Individual Subcontract Reports (ISR) (formerly SF 294) for each of their prime contracts identified in Factor 3 Past Performance.

A table that lists all their proposed first tier subcontractors individually by name and cage code with their addresses and their business type (large, small, small disadvantaged, women-owned, HUB Zone, veteran-owned, service-disabled veteran-owned small) as determined by the SBA size standard for the specific work being subcontracted. The table shall also include:

- a. The principal service being provided by the subcontractor, and
- b. The complexity of the service provided. A brief narrative on complexity of subcontract services must describe advanced professional skills or application of innovative technologies.

A sample table is provided below:

Name of 1 st Tier Subcontractor	Subcontractor Cage Code	Subcontractor Address	Type of Business (Large, SB, HUB Zone, SDB (incl. HBCU/MI), WOSB, VOSB, SDVOSB) List all Applicable Categories	Principal Supply/Service Provided	Complexity of Product/Service Provided (Brief Narrative)
XYZ Corp.	1X234	123 Main St. Anytown, NY 01345	Large	Castings	Manufactured to .01 tolerance
Acme, Ltd.	2X345	456 First Ave. Somewhere, NY 54321	SB, SDB, VOSB	Logistics Software	Utilizing ISO 9000 and S100D standards with XML

The System for Award Management (SAM) (<https://www.sam.gov>) database will be viewed to verify the small business category or categories of the proposed small businesses in the table. The Offeror shall list all applicable business types for which each subcontractor qualifies. The definition of a small business concern is as set forth in 13 CFR 121.105.

NOTE 1: This information is for source selection evaluation purposes only. The Small Business Subcontracting Plan shall be submitted by the Offeror in accordance with FAR 52.219-9 stating cumulative subcontracting goals in both dollars and percentages of total subcontracted amount.

NOTE 2: Offerors are reminded that all goals accepted and incorporated into the resulting contract will be subject to FAR Clause 52.219-16, "Liquidated Damages-Subcontracting Plan."

NOTE 3: Offerors are reminded that the Small Business Subcontracting Plan (required from large businesses only) shall correlate with the proposal information on small business participation.

VOLUME I - FACTOR 3: PAST PERFORMANCE

Factor 3 – Past Performance

Using the format provided with Attachment 7, Relevant Experience Form, offerors (prime and/or major subcontractors) are to provide relevant experience information on current contracts performed by the offeror and/or its proposed major subcontractors for efforts similar and relevant to the requirements of this Request for Proposal. This data shall be submitted for the (3) three most current and relevant references (prime and/or major subcontractors not to exceed a total of three). A major subcontractor is defined as a subcontractor whose proposed cost is greater than 10% of the total of the prime contractor's cost (excludes all subcontractors costs). Current is defined as a contract performed within the last (7) seven years.

For each relevant experience, the offeror shall list and provide contract information for the Contracting Officer and Program Manager. The offeror shall ensure that the contact information is current, accurate, and complete. The offeror shall define and describe how each reference meets the design, development, production, integration, testing, and procurement experience to the requirements described in the NTCDL SPS and SOW.

In addition, the offeror must submit CPARS evaluation, if available, for each relevant experience. If CPARS is not available, complete and provide Attachment 6, Past Performance Questionnaire.

Offerors that have no record of past performance (e.g., new businesses) must submit a signed and dated statement to that effect.

The Government does not assume the duty to search for data to cure the problems it finds in the information provided by the offeror. The burden of providing thorough and complete past performance information remains with the offeror.

The Government reserves the right to use past performance information obtained from sources other than those identified by the offeror. The Government reserves the right to contact references for verification or additional information. This past performance information will be used for the evaluation of past performance.

The submitted Contractor Performance Assessment Reporting System (CPARS) or Past Performance Information Retrieval System (PPIRS) reports shall not count against the page limitations established for this proposal volume.

FACTOR 4 - COST PROPOSAL (VOLUME II)

INTRODUCTION: This volume shall contain cost/price information only. The guidelines and requirements in this section are provided to (1) aid Offerors in preparing their cost volume, and (2) aid the Government in reviewing and evaluating those proposals as described in Section M. The Government's intent is to provide instructions that will allow the Offerors to develop clear, concise and comprehensible proposals and to minimize data requests by the Government during the evaluation process.

ORGANIZATION: The cost/price proposal instructions outlined in this section shall be followed in developing the proposed costs and prices for all CLINs listed in Section B – Supplies/Services and Prices/Cost of this RFP. Offerors shall complete Section B and provide it in this volume with an additional copy to be provided in the Contractual Document Volume III. Offerors shall complete Section B (including all of its associated tables) by proposing:

- (a) NTCDL System Design and Development Phase (CLINs 0001). An estimated cost and fixed fees calculated in accordance with the instructions set forth in Section B of the RFP;
- (b) Engineering/Fielding Services (Option CLINs 0004, 1003, and 2003, if options are exercised.). The Offeror shall provide an estimated cost and cost plus fixed fee calculated using the Government Not to Exceed amounts. In addition, the offeror shall provide an estimate of the labor hours.
- (c) NTCDL LRIP Systems. (Option CLINs 1001, and, 1004, if options are exercised.) The Offeror shall insert individual unit prices and total prices for the quantities identified in the Pricing tables provided in Section B of the RFP.
- (d) Procuring Items Ordered (PIO). (Option CLINs 1002, and 2002, if options are exercised.) The Government has determined a ceiling amount for each of the CLINs, which the offeror shall include in the total value of the contract effort.
- (e) PROPOSED DATA RIGHTS (if applicable) - If there are any costs associated with receipt of "Government Purpose Rights" the Offeror shall provide those proposed costs in the Cost Volume, and the Government may modify the resulting contract to include those prices as firm fixed price option CLIN(s) to Section B of the RFP. The offeror shall also complete and provide with its proposal the Data Rights table as set forth in Section B. The table in Section B delineates the Government's technical data, computer software, and computer software

documentation rights by CDRL item. The rights classification applies only to the extent the CDRL item or parts thereof meet the definition of technical data, computer software, or computer software documentation.

Cost Proposal Format

The Offeror's cost/price proposal shall be divided into two sections: (1) Cost, and (2) Price.

(1) Cost Section: The Offeror shall populate the Government provided cost templates (Attachment 8), which is a product-oriented WBS and will identify breakout between non-recurring and recurring costs.

Cost Templates. The Offeror shall populate the cost templates to at least Work Breakdown Structure (WBS) level 5 for hardware and software, and level 3 for all other elements. **The Offeror shall insert the actual WBS name wherever placeholder names are used (e.g., "Component A" and "Subcomponent 1").** The Offeror-completed templates shall each contain the same WBS elements and names (that is, the same WBS shall exist in each of the worksheets within a workbook, and across workbooks). If there are no costs associated with a certain WBS element, the Offeror shall place a zero in the appropriate cell(s) as a placeholder. This data shall be provided in Microsoft Excel spreadsheet format with all formulas in place to perform the necessary summing functions. Formulas between worksheets shall also be maintained. For example, if the labor hour worksheet directly supports the labor dollars worksheet, the formula used to develop that cost/price shall be preserved. Traceability among/between worksheets and WBS elements shall be maintained.

The Offeror may modify rows and columns to expand WBS detail. However, the WBS structure shall be identical across all worksheets within Attachment 8. When WBS elements are added, they shall follow the numbering sequence. WBS names shall be descriptive and be product-oriented as provided by MIL-HDBD-881A. Additionally, the Offeror may adjust page breaks, margins, orientation, and page size to accommodate a logically flowing, easy to follow cost proposal. Again, the intent is to aid the Government in reviewing and evaluating the proposal.

Cost Breakdown (Applicable to CLINs 0001, 0005, 0004, 1003, and 2003)

The cost breakdown shall indicate the Offeror's total estimated proposed cost. Any information submitted must support the costs proposed. Include sufficient detail or cross references to clearly establish the relationship of the information provided to the cost proposed. Support any information provided by explanations or supporting rationale, as needed, to permit the Contracting Officer and authorized representatives to evaluate the documentation.

The cost breakdown shall indicate the Offeror's total proposed cost (broken down by labor hours, rates, and dollars; material dollars, Other Direct Cost (ODC) dollars, and subcontract dollars) including applicable overheads, indirect rates and dollars, General and Administrative (G&A), Facilities Capital Cost of Monies (FCCM), and fee. **Any Major Subcontractor's (greater than 10% of prime Offeror's proposed cost) shall be provided in complete detail with cost breakout.** Any information submitted must support the costs proposed. Include sufficient detail or cross references to clearly establish the relationship of the information provided to the cost proposed. Support any information provided by explanations or supporting rationale, as needed, to permit the Contracting Officer and authorized representatives to evaluate the documentation.

Each spreadsheet shall be formatted in Microsoft Excel 2007 and contain cells with working formulas and calculations. Each spreadsheet shall be structured so as to show separate totals per CLIN.

Substantiation. Substantiation is required for all costs included in the cost volume. The requirements outlined in this section shall apply equally to the prime and any expected major subcontractors. As mentioned before, general statements such as "estimates were derived from engineering analysis for judgment" are unacceptable. Statements that simply describe a historical program and the associated labor hours and material costs do not substantiate a cost estimate. The relationship of that program to the proposed system must be demonstrated and justified as outlined in this section. If a "new or improved" sensor or engineering or manufacturing process is the basis for projecting cost savings over historical systems, the Offeror shall provide a description of the improvements, the relationship to the previous process, and a summary of how these improvements will be achieved. Specific savings in work hours and

material must be documented and justified with regard to the content and practicality of these improvements. Estimates for level of effort tasks shall include the following: task duration, time-phased hours and associated costs, and the relationship between the historical system and the proposed system. If a Commercial Off-the-Shelf (COTS) software product is used to estimate program components, all supporting documentation shall be provided.

If the Offeror provides information in other Proposal Volumes that the Offeror believes will significantly assist the Cost Team in evaluating and/or understanding the Cost Volume, the Offeror shall provide a cross-reference matrix in the Cost Volume that indicates the Proposal Volume, page number where the information can be located, and its merit in evaluating the Cost Volume.

Basis of Estimate (BOE). The Offeror shall provide a BOE for every WBS element that shall include the following.

- Estimating methodology employed (e.g. parametric technique, bottoms-up technique, analogy technique).
- Complete description of the tasks to be performed. Battery testing and certification shall be included.
- Task duration.
- Product resulting from the task (drawings, analyses, etc.).
- Labor hours (by labor category) required to complete the task.
- Number of man-hours required to support the task from various support groups (such as the Technical Laboratory, Materials, Computer Programming, Drafting, Reliability, and Quality).
- Material dollars.
- ODC dollars.
- Subcontract dollars.
- Basis of the labor hour, ODC, and material estimates.
- Historical data, adjustments made, (if man-hours estimate is based on previous work experience for a similar task) and cross-checks.
- Trace to the IMS and CWBS

The BOE shall include reasons and justification for any adjustments made to programmatic, technical and actual cost data for the historical system. The Offeror shall provide the basis and document any adjustments applied to the historical data, such as complexity factors and normalization methods, to reflect the characteristics of the proposed system. The BOE shall also include an audit trail "sufficient" for the Government to reconstruct the proposed estimate and judge the credibility of data application. The BOE shall include the estimating methodology and application of the cost data. Substantiation is required for all costs included in the cost proposal. The requirements outlined in this section shall apply equally to the prime and any expected major subcontractors as prescribed in FAR 15.404-3 (in excess of 10% of the prime Offeror's cost proposal). Regardless of which cost estimating approach/methodology is utilized, general statements such as "estimates were derived from engineering analysis for judgment" are unacceptable. Statements that simply describe a historical program and the associated labor hours and material costs are also unacceptable. The BOE shall contain all pertinent technical and programmatic information used to develop the cost. For example, if analogy was used, the BOE shall include descriptive and comparative information between the proposed and analogous system. Additionally, it would contain information that explains why the analogy is appropriate, such as: program/mission descriptions; comparisons of operating and performance characteristics; and other comparative characteristics such as size, weight, power, clock speed, throughput, etc. The BOE shall provide sufficient information to allow Government cost estimators and system engineers to understand how and why the systems are analogous. It should also provide sufficient information and follow a logical flow so that the estimate is repeatable and easily understandable.

In all circumstances, the equation used to develop costs shall be provided in all BOEs. Information contained within the BOE shall support the provided equation.

The following subsections provide further clarification on the requirements of the above elements.

Labor. For each WBS element, the Offeror shall provide a description of the work to be performed, the total hours proposed, and the basis for the estimate. Descriptions of work to be performed must be explicit regarding what

work will or will not be included in the effort. The Offeror shall distinguish between recurring and nonrecurring efforts. Identify the various labor categories required/intended for use under this contract (e.g., Sr. Engineer, Jr. Engineer) including the number of labor hours and total cost for each labor category proposed. The labor specified under this category shall be for the prime contractor's direct labor and shall also include any subcontracted labor. If the subcontractor will not release this information to the prime contractor, then the subcontractor shall submit this information under separate cover directly to the Contracting Officer. If this solicitation requires work to be performed at both the contractor and a Government site, then the proposal must include your company policy concerning any stipulations as to when on/off-site rates are effective. If standard hours are used as the basis for an estimate, the Offeror shall provide any factors applied to the standard hours (i.e., realization factor), the method of calculation, the total proposed hours, the basis of the factors, and the process flows for each WBS element. Hours for the functional labor categories shall be shown separately and broken down according to the WBS elements. If standard hours were not used as the basis for an estimate, the Offeror shall provide the detailed estimates as developed, as well as substantiation, in terms of history from other programs to demonstrate that the proposed hours are reasonable. In addition, any cross-checks used to verify the reasonableness of the estimate shall be provided. The Offeror shall also provide a list of units and partial units, if any, built under the engineering labor category and the hours proposed for these units. The Offeror shall provide definitions of all functional labor categories referred to in this proposal.

Uncompensated Overtime and Professional Employees. Proposals that include hourly rates for exempt employees which are based on more than a 2,080 hour work-year shall be identified as Uncompensated Overtime as defined in the FAR 52.237-10 "Identification of Uncompensated Overtime" provision in this solicitation and evaluated in accordance with the "Uncompensated Overtime Evaluation" provision in Section M. Offerors are advised that the above plan will be used regardless of the methodology proposed or name given to the compensation plan (i.e., Total Time Accounting, Competitive Time Accounting, Compensated Overtime, or Standard Workweek). If an Offeror decides to include uncompensated effort in their proposal, the following requirements shall be met and reflected in the proposal:

- (a) The Offeror must have an established cost accounting system, determined Adequate by Defense Cost Accounting Agency (DCAA) that records all hours worked, including uncompensated hours, for all employees, and regardless of contract type. Failure to meet this requirement may result in the proposal being removed from consideration for contract award.
- (b) Uncompensated hours, for all employees and regardless of contract type, shall be included in the Offeror's base for allocation of indirect costs and meet the requirements of Cost Accounting Standard (CAS) 418 "Allocation of Direct and Indirect Costs."
- (c) The proposed shall clearly identify hours of uncompensated effort proposed by labor category.
- (d) The proposal shall clearly identify the amount of uncompensated effort that will be performed without supervision and without support personnel and shall assess the productivity of such effort. Additionally, clearly identify the means by which the Offeror controls or schedules uncompensated overtime for its employees as well as where the uncompensated effort will be accomplished.
- (e) The proposal shall describe the extent to which employees are required or encouraged to perform uncompensated effort and the impact the use of uncompensated effort has on work effectiveness.
- (f) The proposal shall include a copy on the corporate policy addressing the uncompensated effort.
- (g) The proposal shall include a separate, complete, cost breakdown, to the same level of detail as the breakdown supporting the cost proposal. The breakdown shall include direct labor rates for all direct labor categories based on the division by 2,080 of exempt employees actual annual salary, to represent a standard (as deemed by Fair Labor Standards Act) 40-hour week or 2,080 hour standard year. In addition, the breakdown shall include overhead rates and other costs based on employees working a standard 40-hour workweek or a 2,080 hour standard year. **IT IS THIS COST BREAKDOWN THAT WILL BE USED TO PERFORM THE COST REALISM PORTION OF THE PROPOSAL EVALUATION.**

(h) The requirements stated in paragraphs (a) through (g) above shall be met for each subcontract which has uncompensated effort included in the proposal.

Material. The Offeror shall provide a list of the Bill of Material (BOM) broken out according to the WBS. The BOM should be complete and represent the configuration on which the offeror bases the cost, i.e., the BOM should also include major subcontractor costs and any Inter-Division Transfers (IDT). Equivalent offeror formats may be used for information required in the BOM template below, however, precise instructions must be provided by the offeror showing traceability to the Government BOM below. Identify proposed material items, purchased parts or subcontracted materials including the basis for the proposed amount (e.g., engineering estimate, vendor quote, catalog item). The offeror shall provide a detailed BOM including the following:

- WBS Number
- WBS Element Description
- Item Description
- Unit of Measure
- Vendor Identification
- Basis of Price (i.e. Written quote, Verbal quote, Estimate, Analogy, etc.)
- Basis of Requirement - how do you know you need this item? (i.e. drawing, engineering estimate, similar program)
- Identification of whether the part is make, sole source or competitively procured
- Identification of Cost Category (i.e., Raw Material, Purchased Part, Purchased Equipment, Subcontract, and IDTs)
- Quantity
- Unit price
- Total Recurring, Non-Recurring, and Extended \$ without burden
- Burden dollars
- Total material dollars burdened without G&A and Fee

Additional Material Information. The offeror shall provide an explanation of any factors applied to the material costs. Examples of these factors include panstock, scrap, rework, yields, escalation, learning curves, freight, quantity adjustments, and negotiation decrements. Substantiation, including the historical data to support these factors, shall also be provided. The offeror shall also distinguish, for both, if separate factors are applied to purchased parts, subcontracts, and Inter-division Transfers (IDTs).

For all items that constitute the top 80% of the BOM costs (this includes IDTs for materials) for the offeror and major subcontractors, the following additional information shall be provided:

- (a) A narrative summary that gives the approach for estimating material.
- (b) A description of the system being proposed and the name of the offeror proposing the system.
- (c) How the offeror estimated the cost of the system (i.e., analogy, ROM, model, CER, etc.), and data substantiation in accordance with Section 1 - General Instructions. If a cost or price model was used, provide all information (i.e., all assumptions, inputs, etc.) necessary to duplicate the estimate and determine its reasonableness.
- (d) The offeror's or major subcontractor's evaluation of any quote estimates (i.e., rationale used to determine the reasonableness).

Minor Subcontracts. The offeror shall provide a list of subcontracts, if any, which are not included in the BOM. This includes IDTs for services.

Other Direct Costs (ODC). Within each BOE, include the following for support for ODC items:

- (a) Dollars
- (b) A narrative summary that gives the approach for the estimate

- (c) How the offeror estimated the cost (i.e., analogy, Rough Order of Magnitude (ROM), model, Cost Estimating Relationship (CER), etc.). If a cost or price model was used, provide all information (i.e., all assumptions, inputs, etc.) necessary to duplicate the estimate and determine its reasonableness
- (d) The offeror's or major subcontractor's evaluation of any quote estimates (i.e., rationale used to determine the reasonableness)
- (e) Explain any factors applied. Examples of these factors include panstock, scrap, rework, yields, escalation, learning curves, freight, quantity adjustments, and negotiation decrements. Substantiation, including the historical data to support these factors, shall also be provided. The offeror shall also distinguish, for both, if separate factors are applied to purchased parts, subcontracts, and Interdivisional Transfers (IDTs)
- (f) For travel, include: (1) destination; (2) number of personnel; and (3) duration

Major Subcontractor Rates. The Offeror and each major subcontractor shall provide the rates used in the proposed cost in accordance with the format described in this section. Due to the proprietary nature of company rates, this information may be presented separately for each Offeror and major subcontractor. A trace to the cost reimbursable CLINs shall be included to ensure the proper application of the rates.

Indirect Rates. The Offeror and major subcontractors shall submit the indirect rates used in the proposal. Sample indirect rate accounts are listed below.

- Engineering Overhead
- Manufacturing Overhead
- General & Administrative (G&A)
- Material Handling Overhead
- Facilities Capital Cost of Money (FCCM)

The Offeror and major subcontractors shall include a projection of indirect rates that assumes the award and inclusion of the NTCDL contract in the business base. Any changes to the current Forward Pricing Rate Agreement (FPRA) indirect rates due to variation of the business base or other factors impacting the rates shall be fully described and justified.

The Offeror and major subcontractors shall describe and substantiate the development of composite indirect rates that represent a combination of company labor categories, functional elements, or calendar year accounts. Furthermore, the Offeror and major subcontractors shall submit detailed definitions for each indirect rate account (overhead pool). Definitions shall identify for each account: (1) the specific costs that accrue to it and (2) a breakout of the top 80% of the costs.

Direct Rates. The Offeror and major subcontractors shall provide the most current rates, for each cost center, that are in effect at the time of proposal submission. This shall include the current FPRA direct labor rates, the projected direct labor rates assuming contract award, the current company labor categories, and the mix of company labor categories proposed for this contract. The Offeror and major subcontractors shall document the development of composite direct rates, which represent a combination of company labor categories, functional elements, or calendar year accounts. In addition, the Offeror and major subcontractors shall submit detailed definitions for each direct labor category. The Offeror and major subcontractors shall also include the basis for any projected annual increases and any other factors applied to direct rates.

Fee. Subcontractor fee will not be billed as a separate direct cost on any voucher submitted by the contractor to the Government, but will be paid to the subcontractor by the prime contractor from the fee billed from the incentive fee pool.

Cost to Sell Equations. The Offeror and major subcontractors shall submit the methodology used to transfer the cost data (i.e., direct labor hours or material direct dollars) into a sell price to the Government (i.e., fully burdened with fee). The following is an example of a material cost to sell equation where the sell price (Material Sell\$) equals direct material (Material Direct\$) times one plus the overhead rate (1+OH Rate) times one plus the G&A rate (1+G&A) times one plus fee or profit (1+Fee or Profit).

$$\text{Material Sell\$} = \text{Material Directs\$} \times (1 + \text{OH Rate}) \times (1 + \text{G\&A}) \times (1 + \text{Fee or Profit})$$

The equation indicates the type and order in which the indirect rates, profit, etc., shall be applied to direct costs to determine the sell price. Also included in this description is the base (Material Direct\$) against which each of the overhead pools is applied. Note that this is an example of the level of documentation required. The Offeror and major subcontractors must document their method of developing the Cost to Sell Equation.

Sensitivity Analysis. The Offeror and major subcontractors shall also explain the sensitivity of the cost estimate to changes in the business base and production rate.

(2) Low Rate Initial Production (LRIP) Phase

The contractor shall populate the table below and provide the completed table in the Price Section of the contractor's Volume II Cost Proposal. The price in the table below shall match that which the contractor priced in Section B for the corresponding quantities. The "Estimated Quantity" ("EST QTY") column reflects an estimate of what to the Government may acquire, over the life of this contract. The Government does not guarantee that it will actually exercise options for the quantities and types of products listed below. The current estimate is provided for the contractor's information and the Government's use in evaluating proposals. Pricing Information for NTCDL System hardware (Applicable to Option CLINs 1001, and 1002, if options are exercised.)

CLIN	EST. QTY (A)	UNIT PRICE (B)	TOTAL EVALUATED PRICE (A * B)
1001	2		
2001	2		

The price for each NTCDL System includes all material costs, subcontract costs, other direct costs (to include license fees for use of commercial components, if applicable), direct and indirect engineering and manufacturing labor costs, inclusive of, but not limited to, systems engineering, program management, and configuration and data management activities, other indirect costs, and profit.

CONTRACT DOCUMENTS (VOLUME III)

General Guidelines for Content

Offerors shall prepare Volume III: Contract Documents in five (5) Sections as follows:

Section A	Letter of Transmittal, Completed Standard Form (SF) 33, and Completed RFP Sections B through K
Section B	Exceptions To The RFP
Section C	Security Clearance Levels as Required by DD Form 254
Section D	Organizational Conflict of Interest Mitigation Plan(s)
Section E	Small Business Subcontracting Plan
Section F	Response to Mandatory Requirement

VOLUME III - SECTION A: LETTER OF TRANSMITTAL, COMPLETED STANDARD FORM (SF) 33, AND COMPLETED RFP SECTION B THROUGH K

The offeror's proposal shall include a cover letter on the offeror's letterhead stationery and signed by an executive of the company who possesses authority to contractually bind the offeror. The cover letter shall

acknowledge receipt of all amendments (if any are issued) to the RFP. The submittal letter shall identify all enclosures being transmitted as part of the response to the RFP. The letter shall reference the RFP number and acknowledge that it transmits an offer in response to the RFP. It shall state: (1) Commercial and Government Entity (CAGE) number, (2) Data Universal Numbering System (DUNS) Number, (3) Taxpayer Identification Number (TIN), (4) address(es) of the location(s) at which the offeror intends to perform the proposed effort, (5) the name, address and telephone number of the cognizant DCAA audit office, (6) the name, address and telephone number of the cognizant DCMA office, and (7) a statement that the proposal is valid for no less than **180** calendar days after the date established for receipt of offers. The above listed information (items 1-7) shall also be provided for proposed first tier subcontractors. If subcontracting with another company(ies) is proposed, a copy of the subcontractor agreement(s) shall be provided as an enclosure(s) to the cover letter.

The offeror's proposal shall provide a completed RFP to include completed SF33 and Sections B and K.

VOLUME III - SECTION B: EXCEPTIONS TO THE RFP

The offer shall identify any exceptions to the RFP.

VOLUME III – SECTION C: SECURITY CLEARANCE LEVELS AS REQUIRED BY DD FORM 254

Offerors shall document that all facilities and personnel proposed to perform this contract possess at a minimum the security clearance levels required by the RFP (DD Form 254).

VOLUME III – SECTION D: ORGANIZATIONAL CONFLICT OF INTEREST MITIGATION PLAN(S)

The Offeror shall submit draft versions of any required OCI Mitigation Plans, consistent with the guidance contained in L-339 "Notice of Organizational Conflict of Interest".

VOLUME III – SECTION E: RESPONSE TO SMALL BUSINESS SUBCONTRACTING PLAN

Offerors shall provide its Small Business Subcontracting Plan.

VOLUM III – SECTION F: RESPONSE TO MANDATORY REQUIREMENT

Each Offeror shall provide its response to the Mandatory Requirement in data file (lbd) and plain text file (txt) using the Link Budget v5.3 tool.

(End of provision)

SECTION M - EVALUATION FACTORS FOR AWARD

The following have been modified:

M-307 EVALUATION CRITERIA AND BASIS FOR AWARD (BEST VALUE) (DEC 1999)

(a) The contract resulting from this solicitation will be awarded to that offeror whose offer, conforming to the solicitation requirements, is determined to provide the “best value” to the Government. The “best value” determination will be based on the merits of the offer and the offeror’s capability. The “best value” may not necessarily be the proposal offering the lowest cost, nor receiving the highest technical rating. As specified in FAR 52.215-1, “Instructions to Offerors--Competitive Acquisition,” the Government intends to evaluate proposals and award a contract without discussions. An offer must be acceptable for the offeror to be eligible for award.

(b) **Mandatory Requirement** - Offers that take exception to, or do not conform to the requirements stated herein or do not respond to the mandatory requirement will be determined unacceptable and will be rejected without further evaluation. Accordingly, the Government will evaluate whether the offeror’s proposal meets the mandatory requirement as specified in Section L of the RFP.

(c) Proposals will be rated and ranked on the Evaluation Factors listed below. It should be noted that cost is not a numerically weighted Factor. Although non-cost Factors, when combined, are significantly more important than cost, cost is an important Factor and should be considered when preparing responsive proposals. The importance of cost as an Evaluation Factor will increase with the degree of equality of the proposals in relation to the remaining Evaluation Factors. When the offerors within the competitive range are considered essentially equal in terms of technical capability, or when cost is so significantly high as to diminish the value of the technical superiority to the Government, cost may become the determining Factor for award. In summary, cost/technical trade-offs will be made, and the extent to which one may be sacrificed for the other is governed only by the tests of rationality and consistency with the established evaluation factors.

(d) Minimum Requirements - List of Factors and Subfactors

FACTOR 1: TECHNICAL APPROACH

Subfactor 1.1: Waveforms

Subfactor 1.2: Radio Frequency (RF) Performance

Subfactor 1.3: Scalability and Modularity

Subfactor 1.4: System-Level Design

FACTOR 2: MANAGEMENT APPROACH

Subfactor 2.1: Program Management

Subfactor 2.2: Integrated Master Schedule

Subfactor 2.3: Data Rights

Subfactor 2.4: Small Business Utilization

FACTOR 3: PAST PERFORMANCE

FACTOR 4: COST/PRICE

Relative Importance of Evaluation Factors/ Subfactors

- Factors 1 – 4 are in descending order of importance. Factors 1 – 3 combined are significantly more important than Factor 4.
- All subfactors for FACTORS 1 and 2 are in descending order of importance.

(e) Evaluation of an offeror’s proposal shall be based on the information presented in the proposal and information available to the contracting office from sources deemed appropriate. Sources typically considered include the DCAA and DCMA offices, other contracts with the same firms for similar items or services, known commercial sources such as Data Resources, Inc., Standard and Poor’s, etc. Subjective judgment on the part of the Government evaluators is implicit in the entire process.

PROPOSAL EVALUATION

The Government’s evaluation will consist of an analysis of offerors’ proposals as follows:

FACTOR 1: TECHNICAL APPROACH

There are two types of NTCDL requirements addressed: Threshold requirements and Objective requirements. Threshold requirements, identified in the SPS must be met by the NTCDL system. Objective requirements identified in the SPS are goals of NTCDL system. The Government will evaluate the extent to which the proposed system architecture and system design (including hardware, software and associated subassemblies) meet and/or exceed the performance, environmental, and interface requirements as provided in the NTCDL SPS, SOW, and the relevant incorporated references cited therein. In making this evaluation, the Government will evaluate the following four (4) Subfactors:

Subfactor 1.1 - Waveforms. The Government will evaluate the extent to which the Offeror's proposed NTCDL radio implementation satisfies the multiple waveform requirements as stated in Section L of the RFP. The Government will evaluate the effectiveness of the methods the Offeror plans to employ to insure Over the Air (OTA) interoperability of the waveforms. The Government will evaluate the completeness, maturity, and effectiveness of the Offeror's proposal to support the radio and waveform interoperability verification as stated in Section L of the RFP.

Subfactor 1.2- Radio Frequency (RF) Performance. The Government will evaluate the extent to which the Offeror's proposed NTCDL RF performance satisfies the threshold requirements and any objective requirements as stated in Section L of the RFP. The Government will evaluate the materials presented in support of the RF performance requirements as stated in Section L of the RFP. The Government will evaluate the extent to which the Offeror's proposed solution minimizes SWAP-C and top-side locations as well as design and implementation measures taken to ensure operation in a Maritime E3 environment as stated in Section L of the RFP. The Government may give strength(s) for providing higher Link Margin greater than or equal to 4.0 dB.

Subfactor 1.3 - Scalability and Modularity. The Government will evaluate the extent to which the Offeror's proposed NTCDL subsystems, racks and/or components interchangeably scale between Variants A-C as stated in Section L of the RFP. The Government will evaluate the effectiveness and modularity of the Offeror's proposed system architecture to include documented internal interfaces, the methods chosen to interconnect subsystems, and extensibility for future expansion of 3rd party internal interface compliant subsystems with minimal impact on the existing system as stated in Section L of the RFP. The Government will evaluate how the Offeror's approach provides parts commonality between Variant A-C configurations as stated in Section L of the RFP.

Subfactor 1.4 – System-Level Design. The Government will evaluate the extent to which the Offeror's system-level design meets the performance requirements, maturity, and TRLs as stated in Section L of the RFP.

FACTOR 2: MANAGEMENT APPROACH

The Government will evaluate the extent to which the offeror's management approach demonstrates its ability to meet the requirements of the SPS and SOW in accordance with Section L of the RFP with respect to the following four (4) Subfactors:

Subfactor 2.1 - Program Management

The Government will evaluate the extent to which the offeror's proposal has demonstrated the ability to provide and implement a comprehensive management approach, to include management of risks, covering all aspects of this program as identified in Section L of the RFP.

Subfactor 2.2 - Integrated Master Schedule

The Government will evaluate the extent to which the offeror's proposed IMS meets the requirements identified in Section L of the RFP.

Subfactor 2.3 - Data Rights

The Government will evaluate the offeror's Sections B and K to determine the Technical Data/Computer Software (TD/CS) rights proposed for this contract and the extent to which "Government Purpose Rights" for Non-Commercial deliverables, and the Commercial equivalent of Government Purpose Rights (GPR) for commercial TD/CS, are provided to the Government. "Government Purpose Rights" are as defined in DFARS 252.227-7013 & 252.227-7014. The offeror may receive higher consideration for proposing to provide greater than "Government Purpose Rights" for Commercial and Non-Commercial TD/CS, and computer documentation delivered under this contract.

If offeror proposes less than GPR, then the Government will evaluate design based on the following:

- (1) The likelihood that the offeror's proposed approach will achieve interoperability and allow for sustainment of the NTCDL by the Government.
- (2) The extent to which the proposed solution utilizes open systems architecture to allow for ease of integration of new capabilities, modules, into NTCDL. Solutions employing OSA to the maximum extent possible are of more benefit to the Government.
- (3) The extent to which the Offeror's data rights delivery approach will meet the objectives identified in Section L of the RFP.

The Government will evaluate the extent to which the Offeror's system design minimizes reliance on proprietary, vendor unique, or closed software and/or hardware elements as identified in Section L. In the event that proprietary, vendor unique, or closed elements are included in the Offeror's system design, the Government will evaluate the Offeror's justification for selection of such components.

Subfactor 2.4 - Small Business Utilization

The Government will evaluate the extent to which the proposal documents (ISR formerly SF 294) the offeror's commitment to meet the stated small business subcontracting goals, identified in Section L of the RFP. The Government will evaluate the extent to which the proposal documents that the tasks assigned the selected Small Business subcontractors are meaningful in the overall success of the program and also broaden the subcontractor's technical capability. The Government will evaluate the extent to which the offeror has met small business subcontracting goals on prior contracts/orders.

The Government may consult various sources, including CPARS Assessments, Past Performance Questionnaires, the PPIRS and Electronic Subcontracting Reporting System (eSRS) databases, or any other relevant sources deemed appropriate to verify proposal statements. The evaluation of an offeror's history of meeting subcontracting goals on prior contracts/orders will be evaluated under the past performance Factor 3.

If the Offeror is a small business concern they will receive a "neutral" rating for this subfactor. Furthermore, the small business Offeror is not required to submit a small business subcontracting plan. *The Small Business Subcontracting Plan is a separate requirement and is in addition to the information required to evaluate this Subfactor.*

FACTOR 3: PAST PERFORMANCE

The Government will assess an overall performance confidence assessment rating for the past performance of each offeror and/or proposed major subcontractor. The assessment will be an unbiased judgment about the quality of an offeror's relevant past performance. The Government will use its subjective assessment to make a comparative assessment of an offeror's capability. Past performance is a measure of the degree to which an offeror satisfied its customers in the past and complied with the statement of work, contract schedule, and contract terms and conditions. Past performance is also a measure of the risk of performance associated with the offeror.

There are two (2) aspects to the past performance evaluation. The first is to evaluate the offeror's past performance to determine how relevant a recent effort accomplished by the offeror is to the effort to be acquired through this source selection. With respect to relevancy, more recent and relevant past performance will typically be a stronger indicator of future success and have more influence than the past performance of lesser relevancy and recency.

The second aspect of the past performance evaluation is to determine how well the contractor performed on prior relevant experiences. With respect to quality, the Government will consider the degree to which an Offeror satisfied its customers in the past and complied with the SPS and/or SOW and contract terms and conditions.

The Government may solicit information from an offeror's customers and business associates; Federal, state and local government agencies; and from other persons and organizations. The Government reserves the right to limit the number of references it decides to contact and to contact references other than those provided by the offeror. The evaluation will take into account the same type of information regarding major subcontractors proposed in the offeror's proposal.

Offerors that have no record of past performance (e.g., new businesses) must submit a signed and dated statement to that effect. If an offer submits a certification statement and the Government has no information available regarding the offeror's past performance, that offeror will receive a Unknown Confidence (neutral) rating (i.e., the offeror is evaluated neither favorably nor unfavorably) for past performance. If offerors (prime and major subcontractors) provide reference information that is not relevant and current, the offeror will receive a Unknown Confidence (neutral) past performance rating for those contracts.

FACTOR 4: COST/PRICE

The Government's evaluation of the offerors' proposed cost/price will include Cost analysis, Cost Realism analysis, and Price analysis. The Government will arrive at a total evaluated proposed cost/price for each contractor by adding: (1) the total evaluated costs for the cost reimbursable CLINs derived from the Cost Analysis and Cost Realism analysis with target and incentive fee added as applicable, (2) the total evaluated prices for all of the Firm Fixed Price CLINs, and (3) the total Not To Exceed (NTE) costs for those cost reimbursable CLINs.

(1) Cost Analysis and Realism

In accordance with FAR 15.404-1(c), the offeror's cost proposal, including all options, will be evaluated to determine a fair and reasonable price. The Government's objective is to assess how well the amount of effort proposed correlates to the proposed costs. Each offeror's evaluated cost (to include any subcontract effort) shall be computed by adding all Cost Reimbursable CLINs with incentive fee and fixed fee added as applicable.

Cost realism will be performed as part of the proposal evaluation process. Cost realism analyses will be conducted in accordance with FAR 15.404-1(d) to determine probable costs. Cost realism analysis is the process of independently reviewing and evaluating specific elements of each contractor's proposed cost estimate to determine whether the estimated proposed cost elements are realistic for the work to be performed; reflect a clear understanding of the requirements; and are consistent with the unique methods of performance and materials described in the contractor's proposal. In accordance with FAR 15.404-1(d) the Government may adjust the contractor's proposed cost based on its determination of the most probable costs to be incurred under the contract. The probable cost may differ from the proposed cost. The probable cost is determined by adjusting each offeror's proposed cost, and fee when appropriate, to reflect any additions or reductions in cost elements to realistic levels based on results of the cost realism analysis. The probable cost shall be used in purposes of evaluation to determine the best value.

Uncompensated Overtime Evaluation

i) The use of uncompensated overtime is defined in FAR 52.237-10 "Identification of Uncompensated Overtime" is discouraged by the Government. Based upon our assessment of the technical services required herein, it is unrealistic to expect long-term employees to continually work in excess of the industry norm of 40 hours per week. Therefore, the use of uncompensated overtime in this acquisition presents a significant risk to the Government.

ii) Contractors are advised that if uncompensated overtime is proposed, the alternate cost breakdown specified in Section L, paragraph 2.3.4.2.1.2 "Uncompensated Overtime and Professional Employees", will be used for cost

evaluation purposes. **THUS, NO EVALUATION ADVANTAGE WILL RESULT WHEN UNCOMPENSATED OVERTIME IS PROPOSED.**

(2) Price Analysis (Firm Fixed Price CLINs)

Price analysis will be performed in accordance with FAR 15.404-1(b)(2)(i) on all of the Firm Fixed Price CLINs including all priced options. The Government will arrive at a single total evaluated price by adding the prices from:

(1) The completed table at Section L as determined by multiplying the Quantity Column A with Unit Price Column B to arrive at a Total Evaluated Price for that CLIN, and then adding all of those evaluated prices for all CLINs (in so doing the Government will also verify that the unit price for that given quantity in table is also the same price for that quantity in Section B), and

(2) The Firm Fixed Price CLINs in Section B not already included in Section L,

ADJECTIVAL RATINGS

In evaluating proposals, the Government will assign a rating of Outstanding, Good, Acceptable, Marginal, or Unacceptable or Neutral (Past Performance only). Risk will be integrated at the Factor level.

The adjectival ratings for Factor 1 Technical Approach and Factor 2 Management Approach are defined below:

A) OUTSTANDING: Proposal meets requirements and indicates an exceptional approach and understanding of the program goals/objectives, resources, schedules, and other aspects essential to performance of the program. Strengths far outweigh any weaknesses. Risk of unsuccessful performance is very low.

B) GOOD: Proposal meets requirements and indicates a thorough approach and understanding of the program goals/objectives, resources, schedules, and other aspects essential to performance of this requirement. Proposal contains strengths which outweigh any weaknesses. Risk of unsuccessful performance is low.

C) ACCEPTABLE: Proposal meets requirements and indicates an adequate approach and understanding of the program goals/objectives, resources, schedules, and other aspects essential to the performance of this requirement. Strengths and weaknesses are offsetting or will have little or no impact on contract performance. Risk of unsuccessful performance is no worse than moderate.

D) MARGINAL: Proposal does not clearly meet requirements and has not demonstrated an adequate approach and understanding of the program goals/objectives, resources, schedules, and other aspects essential to the performance of this requirement. The proposal has one or more weaknesses which are not offset by strengths. Risk of unsuccessful contract performance is high.

E) UNACCEPTABLE: Proposal does not meet requirements and contains one or more deficiencies. Proposal is unawardable.

The adjectival ratings for Factor 3 Past Performance are defined below:

Past Performance Relevancy Ratings

There are two aspects to the past performance evaluation. The first is to evaluate the offeror's past performance to determine how relevant a recent effort accomplished by the offeror is to the effort to be acquired through the source selection.

There are four levels of relevancy as shown below. With respect to relevancy, more relevant past performance will typically be a stronger predictor of future success and have more influence on the past performance confidence assessment than past performance of lesser relevance.

A) Very Relevant: Present/past performance effort involved essentially the same scope and magnitude of effort and complexities this solicitation requires.

B) Relevant: Present/past performance effort involved similar scope and magnitude of effort and complexities this solicitation requires.

C) Somewhat Relevant: Present/past performance effort involved some of the scope and magnitude of effort and complexities this solicitation requires.

D) Not Relevant: Present/past performance effort involved little or none of the scope and magnitude of effort and complexities this solicitation requires.

The second aspect of the past performance evaluation is to determine how well the contractor performed on the contracts. The past performance evaluation process gathers information from customers on how well the offeror performed those past contracts. Requirements for considering history of small business utilization is outlined at FAR 15.304(c)(3)(ii) and DFARS 215.305(a)(2). In conducting a performance confidence assessment, each offeror shall be assigned one of the ratings below.

Performance Confidence Assessments

A) Substantial Confidence: Based on the offeror's recent/relevant performance record, the Government has a high expectation that the offeror will successfully perform the required effort.

B) Satisfactory Confidence: Based on the offeror's recent/relevant performance record, the Government has a reasonable expectation that the offeror will successfully perform the required effort.

C) Limited Confidence: Based on the offeror's recent/relevant performance record, the Government has a low expectation that the offeror will successfully perform the required effort.

D) No Confidence: Based on the offeror's recent/relevant performance record, the Government has no expectation that the offeror will be able to successfully perform the required effort.

E) Unknown Confidence (Neutral): No recent/relevant performance record is available or the offeror's performance record is so sparse that no meaningful confidence assessment rating can be reasonably assigned.

Definitions

The following provide details on the pertinent definitions used with evaluation ratings:

Major Strength: A benefit that appreciably increases the ability to successfully perform contract requirements.

Strength: A benefit in the proposal that increases the ability to successfully perform the contract. It is that part of a response, which enhances the Offeror's ability to meet the Government's requirements or results in efficient or effective performance. Strengths are typically above-average quality personnel, facilities, organizational experience, management, past performance, and technical capabilities that may cause the Offeror to perform the work more cost-effectively and successfully meet requirements.

Weakness: A flaw in the proposal that increases the risk of unsuccessful contract performance. It is that part of a response, which detracts from the Offeror's ability to meet the Government's requirements or results in inefficient or ineffective performance. Weaknesses are typically less-than-average quality personnel, facilities, organizational experience, management, past performance, and technical capabilities that may cause the Offeror to perform the work less cost-effectively or not to meet requirements.

Significant Weakness: A flaw that appreciably increases the risk of unsuccessful contract performance.

Risk. Risk is the potential for unsuccessful contract performance. The consideration of risk assesses the degree to which an offeror's proposed approach to achieving the technical factor or subfactor may involve risk of disruption of schedule, or degradation of performance, and the need to increased Government oversight.

Deficiency. Any part of a response that fails to meet a material Government requirement as established in the solicitation (e.g., omits data making it impossible to assess compliance with the evaluation factors, or contains ambiguities which must be resolved before an assessment of compliance can be made, takes exception to any of the terms and conditions of the solicitation; thereby, rendering the offer unacceptable or offers something that does not meet the RFP requirements), or a combination of major weaknesses in a proposal that increases the risk of unsuccessful contract performance to an unacceptable level.

(End of provision)

(End of Summary of Changes)