

## **FAR and DFARS Flowdown Clauses - Prime Contract No. SPE1C1-20-D-1259**

The referenced clauses are set forth or referred to in the Federal Acquisition Regulation (FAR) and Defense Federal Acquisition Regulation Supplement (DFARS) and are incorporated by reference and shall predominate in the event of conflict with any other provision of the purchase order or agreement in which they are referenced (the "Purchase Order") unless specifically noted. In order to make these clauses applicable to this Purchase Order unless otherwise specified herein, "Government" shall mean Atlantic Diving Supply, Inc. ("ADS"), "Contractor" shall mean the entity from which ADS is purchasing products and/or services (the "Seller"), "Contract" shall mean the Purchase Order, and "Contracting Officer" shall mean the ADS Purchasing Representative. The terms "Government" and "Contracting Officer" do not change (1) in the phrases "Government Property", "Government-Owned Property", "Government Equipment", "Government-Furnished Property", and "Government-Owned Equipment"; (2) when a right, act, authorization, or obligation can be granted or performed only by the Government or the prime contract Contracting Officer or the contracting officer's duly authorized representative; (3) when access to proprietary financial information or other proprietary data is required; (4) when title to property is to be transferred directly to the Government; (5) in patent rights clauses, if any; (6) where specifically modified as noted below; and (7) in DFARS Clauses 252.204-7000(c), 252.227-7013, 252.227-7015, and 252.227-7037. The full text of FAR clauses can be found at <http://acquisition.gov/comp/far/index.html>. The full text of DFARS clauses can be found at <http://www.acq.osd.mil/dpap/dars/dfarspgi/current/index.html>.

### **FAR Clauses**

52.203-6	Restrictions on Subcontractor Sales to the Government (SEPT 2006), with Alternate I (OCT 1995)
52.203-13	Contractor Code of Business Ethics and Conduct (APR 2010) (Applies if this Purchase Order exceeds \$5,500,000 and the period of performance is more than 120 days.)
52.204-10	Reporting Executive Compensation and First-Tier Subcontract Awards (FEB 2012) (Applies only to the extent that ADS is required to provide information on Seller's executive compensation under 52.204-10(d)(3), and requires only that Seller provide such information to ADS promptly on request))
52.209-6	Protecting the Government's Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment (DEC 2010) (Applies if this Purchase Order exceeds \$35,000 and is not for commercial items.)
52.211-15	Defense Priority and Allocation Requirement (APR 2008). If identified as such on the face of the Purchase Order, this is a rated order certified for national defense, emergency preparedness, and energy program use, and the Seller shall follow all the requirements of the Defense Priorities and Allocations System regulation (15 CFR 700).
52.215-14	Integrity of Unit Prices (OCT 2010) (Applies to Purchase Orders for \$250,000 or more that are not for commercial items)
52.215-21	Requirements for Certified Cost or Pricing Data and Data Other than Certified Cost or Pricing Data - Modifications (OCT 2010)
52.219-8	Utilization of Small Business Concerns (JAN 2011)
52.222-21	Prohibition of Segregated Facilities (FEB 1999)
52.222-26	Equal Opportunity (MAR 2007)
52.222-35	Equal Opportunity for Veterans (SEP 2010)
52.222-36	Affirmative Action for Workers with Disabilities (OCT 2010) (Applies if this Purchase Order exceeds \$15,000; paragraph (b)(2) is revised to delete "and provided by or through the Contracting Officer" and insert "and provided upon request by the Contracting Officer through the Buyer.")
52.222-37	Employment Reports on Veterans (SEP 2010)

- 52.222-40 Notification of Employee Rights Under the National Labor Relations Act (DEC 2010)
- 52.223-18 Contractor Policy to Ban Text Messaging While Driving (AUG 2011)
- 52.225-13 Restrictions on Certain Foreign Purchases (JUN 2008)
- 52.242-13 Bankruptcy (JUL 1995)
- 52.242-15 Stop-Work Order (AUG 1989)
- 52.246-2 Inspection of Supplies – Fixed Price (AUG 1996)
- 52.246-9008 Inspection and Acceptance at Origin (AUG 2007) – DLAD. Full text available on request. Notwithstanding anything in the Terms and Conditions of Purchase to the contrary, title to and risk of loss for the Products shifts to ADS when Seller notifies ADS or the Customer that Products are ready for Customer inspection and acceptance.

### **DFARS Clauses**

- 252.203-7002 Requirements to Inform Employees of Whistleblower Rights (JAN 2009)
- 252.203-7003 Agency Office of the Inspector General (DEC 2011)
- 252.204-7012 Safeguarding Covered Defense Information and Cyber Incident Reporting (DEC 2019), applies only to information provided by ADS to Seller and designated as Covered Defense Information or Controlled Unclassified Information
- 252.225-7012 Preference for Certain Domestic Commodities (JUN 2010)
- 252.247-7023 Transportation of Supplies by Sea (MAY 2002), with Alternate I (MAR 2000)
- 252.247-7024 Notification of Transportation of Supplies by Sea (MAR 2000)