FAR and DFARS Flowdown Clauses

Gateway to Readiness

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.

For the purposes of the provisions below, a "Commercial Items Order" is one in which all of the Products are "commercial products" and all of the Services are "commercial services" as defined in FAR 2.101; i.e., the Purchase Order includes only commercial items and no non-commercial items. "Purchase Order Price" price means the total price for all line items on the Purchase Order.

Some of the clauses listed below include information about the circumstances under which they are applicable. If the conditions for applicability provided in parentheses after any such clauses are not met (considering the nature and amount of the Purchase Order and the status of Seller), that clause does not apply to and is not included in that Purchase Order.

FAR Clauses

52.203-6	Restrictions on Subcontractor Sales to the Government (JUN 2020), with Alternate I if the Purchase Order is a Commercial Items Order
52.203-7	Anti-Kickback Procedures (JUN 2020) (Applies if the Purchase Order is not a Commercial Items Order and the Purchase Order Price exceeds $250,000)
52.203-10	Price or Fee Adjustment for Illegal or Improper Activity (MAY 2014) (Applies to any portion of the Purchase Order that is not firm fixed price)
52.203-13	Contractor Code of Business Ethics and Conduct (JUN 2020) (Applies if the Purchase Order Price exceeds $5,500,000 and the Ship By Date for any line item is more than 120 days from the date of the Purchase Order)
52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements (JAN 2017)
52.204-10	Reporting Executive Compensation and First-Tier Subcontract Awards (JUN 2020) (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))

52.204-14	Service Contract Reporting Requirements (OCT 2016) (Applies if the Purchase Order is not a Commercial Item Order, the Purchase Order Price exceeds $500,000, and the Purchase Order includes Services, but requires only that the Seller provide to ADS the information required under Subparagraph (f)(1) promptly on ADS's request)
52.204-15	Service Contract Reporting Requirements for Indefinite-Delivery Contracts (OCT 2016) (Applies if the Purchase Order is not a Commercial Item Order, the Purchase Order Price exceeds $500,000, and the Purchase Order includes Services, but requires only that the Seller provide to ADS the information required under Subparagraph (f)(1) promptly on ADS's request)
52.204-23	Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities (JUL 2018)
52.204-25	Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment (Aug 2020)
52.204-27	Prohibition on a ByteDance Covered Application (JUN 2023)
52.209-6	Protecting the Government's Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment (JUN 2020) (Applies if Purchase Order Price exceeds $35,000 and the Purchase Order includes any Services or Products that are not COTS items (as defined at FAR 2.101))
52.211-5	Material Requirements (AUG 2000) (Applies if the Purchase Order is not a Commercial Item Order)
52.211-15	Defense Priority and Allocation Requirements (APR 2008) (Applies if the Purchase Order states that it is a rated order and provides the DPAS rating)
52.215-2	Audit and Records--Negotiations (JUN 2020) (Applies if the Purchase Order is not a Commercial Item Order, the Purchase Order price exceeds $250,000, and the Purchase Order includes any line items that are not firm fixed price)
52.215-14	Integrity of Unit Prices (JUN 2020) (Applies to Purchase Orders that include Products, have a total price of $250,000 or more, and are not Commercial Items Orders)
52.215-23	Limitations On Pass-Through Charges (JUN 2020) (Applies to Purchase Orders that are not Commercial Items Orders for which the Purchase Order Price exceeds $250,000)
52.219-8	Utilization of Small Business Concerns (OCT 2018)
52.222-35	Equal Opportunity for Veterans (JUN 2020)
52.222-36	Equal Opportunity for Workers with Disabilities (JUN 2020) (Applies if the Purchase Order Price 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 (JUN 2020)
52.222-40	Notification of Employee Rights Under the National Labor Relations Act (DEC 2010)
52.222-50	Combating Trafficking in Persons (OCT 2020)
52.222-54	Employment Eligibility Verification (Oct 2015) (Applies if the Purchase Order Price exceeds $3500, the Purchase Order includes Services that are not incidental to the provision of a COTS Product and normally included with that Product, and any of these Services will be performed in the United States)
52.223-11	Ozone-Depleting Substances and High Global Warming Potential Hydrofluorocarbons (JUN 2016) (Applies if the Products will be delivered in the United States)
52.225-13	Restrictions on Certain Foreign Purchases (JUN 2008)
52.232-40	Providing Accelerated Payments to Small Business Subcontractors (DEC 2013)
52.242-13	Bankruptcy (JUL 1995)
52.244-6	Subcontracts for Commercial Items (JUL 2021)
52.242-15	Stop-Work Order (AUG 1989)
52.245-1	Government Property (JAN 2017) (Applies if Seller's work under the Purchase Order will require the use or development of Government property)
52.246-2	Inspection of Supplies--Fixed-Price (AUG 1996) (Applies to the fixed price line items that include Products of any Purchase Order that is not a Commercial Item Order)
52.246-3	Inspection of Supplies--Cost-Reimbursement (MAY 2001) (Applies to the cost reimbursable line items that include Products of any Purchase Order that is not a Commercial Item Order)

52.246-4	Inspection of Services--Fixed-Price (AUG 1996) (Applies to the fixed price line items that include Services of any Purchase Order that is not a Commercial Item Order)
52.246-5	Inspection of Services--Cost-Reimbursement (APR 1984) (Applies to the cost reimbursable line items that include Products of any Purchase Order that is not a Commercial Item Order)
52.246-11	Higher-Level Contract Quality Requirement (DEC 2014) (If the Purchase Order involves critical and complex items (as defined in FAR 46.203(b) and (c)), or when the Seller's work under the Purchase Order requires (i) control of such things as design, work operations, in-process control, testing and inspection; or (ii) attention to such factors as organization, planning, work instructions, documentation control, and advanced metrology, Seller shall comply with ISO 9001:2015. Seller shall include applicable requirements of this higher-level quality standard and the requirement to flow down such standards, as applicable, to lower-tier subcontracts meeting the foregoing criteria.)
52.246-17	Warranty of Supplies of a Noncomplex Nature (Jun 2003) (Applies if the Purchase Order is not a Commercial Item Order and includes any Products, does not displace Seller's warranty for Products except to the extent that Seller's warranty does not meet the requirements of this clause; the period at Subparagraph (b)(1) is "a minimum of one (1) year unless otherwise indicated on the Purchase Order" and the period at Subparagraph (c)(1) is "seventy (70) days")
52.248-1	Value Engineering (JUN 2020) (Applies if the Purchase Order is not a Commercial Item Order)

DFARS Clauses

252.203-7001	Prohibition on Persons Convicted of Fraud or other defense-Contract-Related Felonies (DEC 2008) (Applies if the Purchase Order is not Commercial Item Order and the Purchase Order Price exceeds $250,000; delete paragraph (g))
252.203-7002	Requirements to Inform Employees of Whistleblower Rights (SEP 2013)
252.203-7003	Agency Office of the Inspector General (AUG 2019)
252.203-7004	Display Of Hotline Posters (AUG 2019) (applies if the Purchase Order is not a Commercial Item Order and the Purchase Order Price exceeds $6 million)
252.204-7012	Safeguarding Covered Defense Information and Cyber Incident Reporting (DEC 2019) (Applies if Seller's performance will require access to covered defense information)
252.204-7015	Notice of Authorized Disclosure of Information for Litigation Support (MAY 2016)
252.204-7018	Prohibition on the Acquisition of Covered Defense Telecommunications Equipment or Services (DEC 2019)
252.204-7020	Notice of NIST SP 800-171 DOD Assessment Requirements (NOV 2020) (Applies if Seller's performance will require access to covered defense information; by accepting a Purchase Order that requires access to covered defense information, Seller represents and warrants that it has completed, within the last 3 years, at least a Basic NIST SP 800-171 DoD Assessment, as described in https://www.acq.osd.mil/dpap/pdi/cyber/strategically_assessing_contractor_implementation_of_NIST_SP_800-171.html, for all covered contractor information systems relevant to its offer that are not part of an information technology service or system operated on behalf of the Government)
252.211-7003	Item Unique Identification and Valuation (MAR 2022) (paragraph (c) is modified to state that unique item identifiers are required for all Products; paragraph (d) is modified to state that Seller must provide to ADS promptly on request the data required in subparagraphs (d)(1) through (d)(14) and retain such information for three (3) years following completion of Purchase Order performance)
252.222-7006	Restrictions On The Use Of Mandatory Arbitration Agreements (DEC 2010) (Applies if the Purchase Order is not a Commercial Item Order and the Purchase Order Price exceeds $1 million)
252.223-7008	Prohibition of Hexavalent Chromium (JUN 2013)
252.245-7001	Buy American and Balance of Payments Program—Basic (DEC 2017)
252.225-7009	Restriction on Acquisition of Certain Articles Containing Specialty Metals (DEC 2019)
252.225-7012	Preference for Certain Domestic Commodities (DEC 2017)
252.225-7013	Duty-Free Entry (DEVIATION 2020-O0019) (JUL 2020) (full text available at https://www.acq.osd.mil/dpap/policy/policyvault/USA001510-20-DPC.pdf)
252.225-7015	Restriction on Acquisition of Hand or Measuring Tools (JUN 2005)

252.225-7021	Trade Agreements-Basic (SEP 2019)
252.225-7036	Buy American-Free Trade Agreements-Balance of Payments Program-Basic (DEC 2017)
252.225-7048	Export Controlled Items (JUNE 2013)
252.227-7013	Rights In Technical Data Noncommercial Items (FEB 2014) (Applies technical data that is not related to Commercial Products or Commercial Services)
252.227-7015	Technical Data - Commercial Items (FEB 2014) (Applies to technical data that is related to Commercial Products or Commercial Services)
252.244-7000	Subcontracts for Commercial Items and Commercial Components (JAN 2021)
252.246-7003	Notification of Potential Safety Issues (JUN 2013) (Applies if the Purchase Order is for parts identified as critical safety items; systems and subsystems, assemblies, and subassemblies integral to a system; or repair, maintenance, logistics support, or overhaul services for systems and subsystems, assemblies, subassemblies, and parts integral to a system; change “5 working days” at 252.246-7003(c)(2) to read “3 working days”.)
252.247-7023	Transportation of Supplies by Sea – Basic (FEB 2019)