BAA W56KGU-22-R-0ESI
ATTACHMENT 03

OTHER TRANSACTION AGREEMENTS- PROTOTYPE PROPOSAL PREPARATION, SUBMISSION, AND EVALUATION

The following instructions pertain to preparing a proposal for an **OTA Prototype ONLY**.

(1) Preparation

(i) Prototype Proposals are requested by invitation only. Invitation to submit a full prototype proposal will be made by the assigned C5ISR Center representative via Request for Proposal email message. The anticipated due date and time for proposals will be included in the Request for Prototype Proposal (RPP).

(ii) The Government will extend an RPP for submission of proposals for those WP submissions that merit further consideration. Proposals shall expand on the WP submission.

(iii) The Government reserves the right to fund all, some, one, or none of the proposals received under this BAA. Not all proposals requested and received will result in a contract award.

(iv) In preparing proposals, it is important that the Offeror keep in mind the characteristics of a suitable proposal acceptable for formal evaluation. The proposal must include how the prototype project is directly relevant to enhancing the mission effectiveness of military personnel and the supporting platforms, systems, components, or materials to be proposed to be acquired or developed by the DoD, or to improvement of platforms, systems, components, or materials in use by the Armed Forces. It should include all the information specified in this announcement in order to avoid delays in evaluation. Offerors are advised that the quality of the information presented in the proposal is significantly more important than the quantity.

(v) Proposals must reference the topic number for the specific research topic title and should be valid for at least 180 days.

(vi) The technical and cost aspects of an Offerors submission will be evaluated at the same time. Proposals shall be broken into three (3) volumes, Volume I – Technical, Volume II – Cost, and Volume III – Statement of Work. Offerors are requested to limit their Volume I to 60 pages, with 12-size font; Volume II and Volume III have no page limit.

(vii) The Cover Page, Table of Contents, and an Acronym List do not count towards the total page count/limitation. Both technical and cost information must be provided for the proposal to be considered.

(viii) The proposal is the primary vehicle available to the Offeror for receiving consideration for award. The Offeror's proposal must stand on its own merit, as the information provided within each submitted proposal will be used in the Technical Evaluation process, leading to an award; as well as outside demonstration(s) and test results, as applicable to the specific topic.

(ix) Proposals should be prepared simply and economically, providing a straightforward and concise delineation of the Offeror's scientific and technical merit, necessary capabilities, and overall ability to adequately support the technological challenges identified per topic,

and, achieve the Offeror's proposed objective(s).

(2) Format: The proposal should include a (i) Transmittal Letter, (ii) Summary, (iii) Volume I – Technical, and (iv) Volume II – Cost. as identified herein:

(i) Transmittal Letter: On your organization's letterhead stationery, provide the following:

- Legal Name and Address of your Organization;
- Cage Code;
- Type of Organization (*e.g.*, Large Business, Small Business, Small Disadvantage Business, *etc.*);
- Applicable BAA Topic No.;
- Title of the Proposed Research;
- Proposal Reference No.;
- Place of Performance;
- PoP;
- Estimated Cost;
- Type of Contract Proposed (*e.g.*, Resource sharing, expenditure based, Fixed plus production, *etc.*);
- Name and Title of the Principal Investigator or Project Director; and,
- Name, Title and Signature of an Official authorized to legally bind the Organization.
- Statement whether or not foreign nationals/non US Citizens are proposed to be working on this project.

(ii) **Summary and Statement of Work (SOW): All proposals shall contain a brief summary describing the proposed research. It shall include a concise statement of work (SOW) and a basic approach to be utilized in the effort. This should be unclassified and non-proprietary in nature.**

The SOW shall provide a detailed task breakdown, citing specific tasks and their connection to the interim milestones and program metrics. A definition of all deliverables (e.g., data, reports, software) to be provided to the Government in support of the proposed tasks/subtasks. At the minimum, the SOW shall include the following sections:

SOW Format/Sections

1. Introduction
2. Background Information
3. Performance Objective and Standards
4. Applicable documents
5. Special Requirements/Constraints
6. Deliverables

Break down all research tasks and subtasks and indicate the proposed classification for each task and subtask.

(iii) **Volume I – Technical: The technical portion shall include, but is not limited to details regarding:**

(A) A detailed background, discussions, and/or descriptions relative to the work proposed. An indication that the Offeror understands the topical area should be exhibited.

(B) A clear, concise definition of the program objectives and the approach(s) to meet them.

(C) A reasonably complete discussion which details the feasibility and the methodology of the proposed approach(s) and identifies the level of effort to be employed. Technical uncertainties shall be identified.

(D) Proposed innovative approaches, unique capabilities, and/or specialized experience should be identified.

This following technical portions for (i) Program Management, (ii) Past Performance, and, (iii) Intellectual Property (IP) shall be included in Offeror's proposal submissions:

(1) Program Management

The program management portion shall include the following:

(i) Offeror Capabilities: Proposal shall address the areas of personnel, facilities, management, and structure of the organization proposed.

(ii) Key Personnel: Resumes of key personnel shall be included in this section, including the name and resume of the Principal Investigator. If the Principal Investigator or other key personnel sever their connection with the organization, or become unable to continue active participation, the Agreements Officer must be immediately notified and the USG has the option to terminate the Agreement. Proposal shall list if any foreign nationals or duel citizens will be proposed. If no foreign nationals or duel citizens will be proposed, state: No Foreign Nationals or Dual Citizens shall be proposed under this effort.

(iii) Project Management Approach: The approach to managing and integrating the various aspects of the required work shall be described in sufficient detail so that the U.S. Government may assess associated risks. The Offeror shall identify significant milestones, decision points, and the processes that will be used to evaluate program status and progress. The Offeror shall include a description of any functional oversight. The Offeror shall present mechanisms for interactions/communications between Program Management and the U.S. Government, to include how processes will be updated (e.g., managing and interfacing with key Subcontractors and the U.S. Government). The Offeror shall include a description of management relationships or techniques that will be used to supplement day-to-day processes and procedures.

(iv) Milestone Schedule: Proposal shall address schedule, milestones, and deliverables. The following format is a sample and should be updated accordingly:

Category	FY20				FY21				FY22				FY23				FY24			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
(Task 1/Sub-Product 1)																				
(Task 2/Sub-Product 2)																				
(Task x/Sub-Product x)																				
Deliverables																				

Legend:

Meeting Title — Meetings

Demo# — Demo = Demonstration

— Technology Readiness Level

Work performs vendor

(v) Conflict of Interest: Identify any potential organizational conflictsof interest, including any prior federal employment of research personnel within two years from the date of proposal submission. If there are no such potential conflicts of interest, this should be so noted in the proposal. In the event organizational or personal conflicts of interestare identified, a conflict of interest mitigation plan shall besubmitted as part of the Offerors proposal.

(2) Past Performance: The Offeror shall provide past performance information for the same or similar work, as referenced above. Each referenced contract for the past performance section will contain contract numbers and Government POCs, dollar amounts, PoP, and services provided.

(3) Intellectual Property (IP): The Offeror's assertions, including the assertions of its subcontractors or suppliers or potential subcontractors or suppliers, shall be submitted as an attachment to its offer in the following format, dated and signed by an official authorized to contractually obligate the Offeror:

(4) Identification and Assertion of Restrictions on the Government's Use, Release, or Disclosure of Technical Data or Computer Software.

The Offeror asserts for itself, or the persons identified below, that the Government's rights to use, release, or disclose the following technical data or computer software should be restricted:

A sample list for complying with this request is as follows:

Technical Data Computer Software To be Furnished With Restrictions[1]	Basis for Assertion[2]	Asserted Rights Category[3]	Name of Person Asserting Restrictions[4]
(LIST)[5]	(LIST)	(LIST)	(LIST)

(1) For technical data (other than computer software documentation) pertaining to items, components, or processes developed at private expense, identify both the deliverable technical data and each such item, component, or process. For computer software or computer software documentation identify the software or documentation.

(2) Generally, development at private expense, either exclusively or partially, is the only basis for asserting restrictions. For technical data, other than computer software documentation, development refers to development of the item, component, or process to which the data pertain. The Government's rights in computer software documentation generally may not be restricted. For computer software, development refers to the software. Indicate whether development was accomplished exclusively or partially at private expense. If development was not accomplished at private expense, or for computer software documentation, enter the specific basis for asserting restrictions.

(3) Enter asserted rights category (e.g., government purpose license rights from a prior contract, rights in SBIR data generated under another contract, limited, restricted, or government purpose rights under this or a prior contract, or specially negotiated licenses).

(4) Corporation, individual, or other person, as appropriate.

(5) Enter “none” when all data or software will be submitted without restrictions.

Date, Printed Name and Title and Sign assertions

An offeror's failure to submit, complete, or sign the notification and identification required by the previous paragraph with its offer may render the offer ineligible for award. If the Offeror is awarded a contract, the assertions identified in the above paragraph shall be listed in an attachment to that contract. Upon request by the Agreements Officer, the Offeror shall provide sufficient information to enable the Agreements Officer to evaluate any listed assertion.

(iv) **Volume II – Cost/Price:**

(A) The objective of the Price Proposal is to provide sufficient information to substantiate that the overall proposed price is realistic, reasonable and complete for the proposed work. The Price Proposal should provide enough information to ensure that a complete and fair evaluation of the reasonableness and realism of the price can be conducted and reflect the best price for the Project. The Price Proposal must be consistent with information provided in the realism form below (NOTE: Proposals that deviate substantially from these guidelines or that omit substantial parts or sections may be found unresponsive and may be eliminated from further review and funding consideration.) Offeror shall also state that a price analysis has been performed on all team members/subcontractors and their proposed costs found to be fair and reasonable.

(B) Price Narrative

The price narrative section shall give substantiation and written explanation of proposed prices. Breakdowns shall be as accurate and as specific as possible. For all offerors/team members/subcontractors/consultants without Government-approved rates, proposed rates shall represent the most favored customer rates. The price narrative shall include the following details for each category:

(1) Labor Rates. The offeror(s) shall identify the position title of all personnel and hourly rate, and show hours to include the direct labor rate for each labor category proposed. Please identify if the rates are fully burdened. Please note that rate and pricing information is required to properly perform the price analysis of a proposal. Proposals without this information cannot be properly evaluated and may be eliminated from selection for award.

(2) Team Members/Subcontractors. A cost element breakout for each of the team members/subcontractors proposed shall be provided. Team member/subcontractor proposals should be as detailed as possible, but at a minimum should include the following: labor categories, rates and hours specified, list of material/equipment and other direct costs, travel detail, lower tier subcontractors/consultants identified, indirect costs, and fee. In the price narrative, please provide a list of all team members/subcontractors and a total price for each team member.

(3) Offeror shall identify and propose key personnel. Offerors are required to submit letters of commitment and/or contingent letters of offer from the key personnel and acceptance counter-signed by the employer and the prospective employee. Key Personnel must be qualified to perform the work and are required to remain on the job, six (6) months after contract award, except for a catastrophic event (e.g., illness, accident, or death).

(4) Consultants. As applicable, a cost by cost element breakout (i.e. labor categories, associated hours, travel, other direct costs, etc.) for each of the consultants proposed must be provided in the price proposal. In the price narrative, provide a list of all consultants and a total price for each consultant.

(5) Material/Equipment. An itemized list of the material/equipment

proposed (i.e. a bill of materials) must be provided in excel format in the price proposal. Additionally, a copy of the basis of cost documentation (i.e., three vendor quotes for each material purchase, catalog pricing data, past purchase orders, etc.) for each piece of proposed material/equipment with a unit price greater than or equal to $25,000 shall be included in the offeror's price proposal. The value of equipment should be prorated according to the share of total use dedicated to carrying out the proposed work. Include a brief explanation of the prorating methodology used. Offerors must submit an affirmative statement that all proposed material/equipment was proposed in accordance with its approved pricing procedures.

(6) Product Cost Goals. Contractor shall propose how they will meet or exceed the recurring product goals listed in the full technical requirements. If recurring cost goals cannot be met the contractor shall provide their recurring product cost estimate with supporting technical information.

(7) Travel. The offeror must provide details for the travel required for the proposed effort broken out by participant (i.e. offeror's and any team member's/consultant's travel schedule).The offeror shall provide the number of people, trips (listed in day or partial day increments), per diem, airfare, rental car, mileage, and any other incidental costs proposed as necessary in performance of this requirement. Travel costs shall be in accordance with Joint Travel Regulations (JTR).

(8) Other Direct Costs. The offeror must identify and provide a detailed description of any other direct costs that do not fit into the cost categories above, including the basis for determining those costs (i.e., vendor quotes, catalog pricing data, company estimating procedures, etc.)

(9) Indirect Costs. Provide an estimate of the indirect costs and provide data to support your indirect cost rates by one of the following methods:

(i) Provide a copy of certification from a Federal agency indicating these indirect rates are approved by the Federal agency; or

(ii) Provide a letter from your Administrative Agreements Officer, in lieu of a rate certificate, stating these indirect rates are approved by a Federal agency; or

(iii) If you do not have approved rates, provide detailed supporting data to include pools of expenses and allocation bases for the base year and out years, if applicable for:

- Indirect rates and all pricing factors that were used;
- Methodology used for determining the rates (e.g.,

current experience in your organization or the history base used) and,

- All forecasted rates, by year, applied to derive the proposed rates should be based on assumptions and or facts. If computer usage is determined by a rate, identify the basis and rational used to derive the rate.

(10) Fee/Profit. Fee/Profit is allowable for the effort being conducted when cost share is not being contributed by a member entity. The fees shall be specific to the individual prototype project and negotiated on a project by project basis.

(11) Cost Sharing Arrangements. The contractor shall provide detailed funding arrangements to finance the contract.

(C) Price Element Breakout

A table (the following is an EXAMPLE format) shall be provided detailing each cost element of price included in the price narrative section. All elements of price shall be totaled and summed up to derive an overall total price for the proposed effort. Additional information shall be included as necessary to support the proposed price of each cost element.

Realism Form		
Cost Element	Total Proposed Price	Description/Explanation
Labor	$100,000.00	*750 hrs of engineering and 250 hours of program management*
Labor Hours	1,000	
Subcontractors	$50,000.00	*Sub A - $25,000; 250 engineering hours* *Sub B - $25,000; 250 hours of Testing*
Subcontractor Hours	500	
Consultants	$10,000.00	Design engineer -supporting all tasks
Consultants Hours	100	
Materials/Equipment	$75,000.00	Steel, modeling software
Other Direct Costs	$1,000.00	Ship testing materials to lab
Travel	$5,000.00	2 trips 2 day to Picatinny from Charleston, for 2 people
Indirect Costs	$48,200.00	Approved by DCAA 30 Sept 08
Total Price	$289,200.00	
Fee	$14,460.00	5% of Total Price
Cost Share (if cost share is proposed then fee is unallowable	$100,000.00	
Total Project Price	$403,660.00	
*Items in italics are provided as samples only. Offeror must complete table with the applicable information.		

(3) Submission

(i) Proposals shall be submitted via email to the AMT Mailbox, with a CC to the respective TPOC. Additional or detailed submission instructions may be included within the RFP.

(ii) If the submission will be classified, Offerors should contact the ESI AMT and KO for instruction on how to submit the proposal via appropriate methods/channels. The KO shall be informed, in writing, that a classified proposal has been submitted, its title and to whom it was submitted.

(iii) Offerors shall ensure: (1) correct e-mail addresses are provided at the time of submission, (2) e-mail notifications reach the intended recipient(s), and (3) the e-mail is not blocked by the use of 'spam blocker' software or other means that the recipient's Internet Service Provider may have implemented as a means to block the receipt of certain e-mail messages.

(4) Evaluation

(i) Proposals will be evaluated by a process of peer and/or scientific and technical review.

(ii) After a preliminary review of the proposal, if it is determined that the proposed cost volume is outside the constraints of the C5ISR Center funding profile, <u>no further evaluation will be completed</u>.

(iii) The awards will be made based on the proposals that are determined to be most beneficial to the Government with appropriate consideration given to the evaluation factors and order of importance. The following criteria in descending order of importance are:

Factor A - Overall Scientific and Technical Merits
Factor B - Potential Contributions and Relevance to DoD Mission
Factor C - IP and Data Rights,
Factor D - Program Management
Factor E - Past Performance
Factor F - Cost/Price.

Proposals will not be evaluated against other proposals in the same general research area. Awards will be made on the merit and relevance of the specific research proposal as it relates to overall ESI Directorate program needs.

(iv) Each Contracting Officer will determine if negotiations or discussions are required.

(v) Offerors are advised that only properly warranted Government Contracting Officers or Agreements Officers are legally authorized to contractually bind or otherwise commit the Government. The Government reserves the right to request any additional, necessary documentation once it makes the award instrument determination. Offerors may be removed from award consideration should the parties fail to reach agreement on award terms, conditions and cost/price within a reasonable time, or if the Offeror fails to timely provide requested additional information.

(vi) **Non-Government Advisors:**

The Government may utilize Non-Government advisors in the source selection process when necessary. These individuals will be authorized access only to those portions of the proposal data and discussions that are necessary to enable them to perform their

respective duties. The Non-Government advisors will not have access to the non-sanitized cost/price volumes of the proposals. Such firms are expressly prohibited from competing on the subject acquisition.

Companies will be identified with each individual data call that is released through SAM.gov. If the Government decides to utilize a Non-Government Advisor to evaluate a white paper submitted outside of a call, the individual offeror will be notified and approvals completed prior to evaluation commencing.

In accomplishing their duties related to the evaluation process, the aforementioned firms serving as Non-Government Advisors may require access to proprietary information contained in the Offerors proposals. Therefore, pursuant to FAR 9.505-4, these Non-Government Advisor firms must execute an agreement with each Offeror that statesthat they will (1) protect the Offerors information and (2) refrain from using the information for any purpose other than that for which it was furnished. To expedite the evaluation process, each Offeror must contact the above companies to effect execution of such an agreementprior to submissions of proposals. Each Offeror shall submit copies of the agreement with their proposal.

The companies identified above in paragraph (i) are prohibited from submitting proposals, either as a Prime Contractor or Subcontractor, at any tier or partner, and from entering into contractual arrangements as Subcontractors at any tier or as Consultants or partners in response to the topics listed in Section 0, herein.

(5) Evaluation Factors:

Proposals submitted in response to this BAA will be evaluated as received, using the following factors:

Factor A - Overall Scientific and Technical Merits

The scientific and/or technical merits of the proposal and its relevance to the area of interest addressed, including how the proposal meets the FAR requirements for scientific study and experimentation directed toward advancing the state-of-the-art or increasing knowledge or understanding, rather than focusing on a specific system or Hardware solution. This includes the approach proposed to accomplish the scientific and technical objective or the merit of the ideas or concepts proposed, and pertinent novel ideas in the specific branch of science and technology involved. It should demonstrate the Offeror's understanding of the scope and research requirements identified herein for the specific Topic being proposed, and/or specifications addressed IAW the applicable Data Call. This is the most important factor for evaluation.

Factor B - Potential Contributions and Relevance to DoD Mission

The potential contributions of the effort to the mission of the C5ISR Center and the extent to which the research effort will contribute to the overall goals of the C5ISR Center ESI Directorate's technology base programs. This factor is more important than factors (C), (D), (E), and (F).

Factor C - IP and Data Rights

The proposed IP and Data Rights assertions will be evaluated based on compliance with RPP instructions, as well as based on the Government's ability to competitively re-procure the

proposed deliverables using third parties.

Factor D - Program Management

Offeror Capabilities: The Offeror's capabilities, related experience, facilities (research, test, laboratories, or shop facilities), techniques, or unique combinations of these which are integral factors for achieving the proposal objective.

Key Personnel: The qualifications, experience, and availability of the proposed principal investigator, team leader and other key personnel who are critical to achievement of the proposed objectives.

Project Management Approach: Proposed management approach will be evaluated as acceptable or not acceptable.

Milestones: Proposed milestones will be evaluated to determine reasonableness and effectiveness of overall contract success.

Factor E - Past Performance

An Offeror's past performance will be used to evaluate the likelihood of success on this BAA. The Government reserves the right to use self-submitted past performance data, questionnaires, or the CPARS to properly evaluate an Offeror's past performance information. The evaluators will also consider a record of accomplishment in specific topic areas, including patents and publications.

Factor F - Cost/Price

The proposed cost/price must reflect the actual needs of the proposed work and be fully justified so that the U.S. Government can evaluate and determine the cost to be fair and reasonable and commensurate with the complexity and nature of the work proposed.