# Department of Homeland Security
# Science and Technology (S&T) Directorate

# OFFICE OF MISSION AND CAPABILITY SUPPORT

# OPEN BROAD AGENCY ANNOUNCEMENT (BAA)

# Screening at Speed Program (SaS)

70RSAT22RB00000001

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# 1. GENERAL INFORMATION

## 1.1 Introduction.

This solicitation is a Broad Agency Announcement (BAA) as contemplated in Federal Acquisition Regulations (FAR) 6.102(d)(2) and 35.016. A formal Request for Proposal (RFP) will not be issued in this matter. This announcement does not request any proposals at this time. Solicitations (or Calls) requesting white papers or proposals will be accomplished via amendments to this BAA. This BAA is issued in support of Department of Homeland Security (DHS) Science and Technology Directorate (S&T) targeted research and development (R&D) projects.

This Screening at Speed (SaS) BAA will be open for five years from the date publicized on the Government's Point of Entry (GPE), SAM.gov website (SAM). The strategy for a five-year BAA with the ability to make Calls throughout the life of the BAA will allow for quick and efficient delivery of practical R&D services to generate potential solutions for each Topic Area.

Periodically during the five years, individual Calls for white papers or proposals responding to the specified SaS program capability need will be solicited on SAM against this BAA. Each Call will (1) identify specific details regarding the Call Topic Area, (2) identify submission instructions in addition to those outlined in this BAA, and (3) contain a common cutoff date for submissions. The Call details will be such that interested and capable contractors can tailor a response and provide a submission in response to the Call.

## 1.2 Program Mission and Objectives.

Evolving threats have created a need for technological improvements to securely screen the growing number of people who pass through security checkpoints each year. The aviation security threat environment is constantly evolving and the DHS and Transportation Security Administration (TSA) must work diligently to overcome novel threats. To meet this challenge, DHS and TSA must invest in emerging technologies with the potential to transform the airport security landscape. The SaS program was developed by DHS S&T to investigate, develop, and efficiently deploy transformational technologies to bolster aviation security while creating a more seamless passenger experience. SaS is developing traditional security checkpoints into a "system of systems" to enable a more efficient and secure holistic threat assessment of passengers and property. This applies to many law enforcement and security agencies at the federal, state, local, tribal and territorial level. As an example, before 9/11, the average aviation checkpoint processed 350 passengers per hour. Today, increased security measures have reduced that number below 150. Limitations in current technology require people to divest, and later collect, some categories of their accessible property (references to carry-on items, personal electronics, and carry-on baggage, here after referred to as "accessible property") prior to transiting the checkpoint. The divestiture and collection process can take significant time (35 seconds and 40 seconds per passenger, respectively), heavily burden TSA resources, and pose a major inconvenience to the traveling public. The Federal Aviation Administration (FAA) forecasts a steady annual increase in passenger volume over the next 20 years, indicating that technology must quickly become more efficient as it becomes more secure.

System limitations also lead to false alarms, requiring additional time and resources to resolve. As

the threat environment continues to evolve, current technology and procedures are limited in their ability to adapt rapidly. Advanced threats have compelled TSA to institute regulations (*e.g.,* '3-1-1' quantity restrictions on liquids/aerosols/gels (LAGs), shoe removal, electronics divestiture) which force people to surrender benign items (such as drinks and cosmetics) and increase the number of discrete items that must be screened. Finally, the Automated Target Recognition (ATR) capability of currently deployed screening systems requires the development of state-of-the-art Machine Learning (ML) algorithms capable of handling high threat levels (lower masses, different form factors, etc.). This is an opportunity for the TSA to leverage an emerging transformational technology to significantly enhance passenger and accessible property screening capabilities.

The primary DHS Component driving requirements for SaS is TSA. However, S&T will work closely with other DHS operational organizations such as United States Secret Service (USSS) and Federal Protective Service (FPS) to identify and incorporate their requirements as funding and time allows. SaS also hopes to develop dual-use technologies that can meet multiple Component requirements as a single capability or a family of related capabilities.

The end goal of the SaS is to develop and demonstrate faster and more robust passenger and personal item / accessible property screening technologies. For the TSA example, technologies are expected to have the following capabilities:

- Detect threats at TSA's highest standards
- Screen 300+ people per lane per hour as well as their accessible property by:
    - Screening people without the divestiture of outerwear, shoes, belts, or headwear
    - Screening LAGs and Powders without removal from accessible property
    - Lifting restrictions on the quantity and size of LAGs and Powders in accessible property
    - Screening personal electronics without removal from accessible property
    - Significantly reducing false alarms
- Integrate future third-party capability upgrades as they become available
- Intuitive operations enabling positive Transportation Security Officer (TSO) and passenger experiences

Other DHS stakeholders' requirements will be similarly centered on throughput of people per hour, characteristics of threats to be detected and systems with which to be integrated. Additional target items that are not directly in the TSA mission space (e.g., narcotics) may also be considered under this BAA.

### 1.3 Foreign Government Participation.

Security is a global concern and DHS has collaborative activities with several countries. As a result, this BAA intends to have foreign government participation, to include access to white papers and proposal submissions for determining joint-funding, as well as joint participation in overseeing projects throughout the contract period of performance. Foreign government participation will be determined by Topic Area for each Call based on DHS collaboration and may include any of the following international partners: (a) the United Kingdom of Great Britain and Northern Ireland; (b) the Government of Australia; (c) the Government of Canada;

(d) the Kingdom of the Netherlands; (e) the European Union; (f) the Government of Germany; (g) the Government of Israel; (h) the Kingdom of Sweden; (i) the Government of New Zealand; and (j) the Government of Singapore.

In addition, foreign government personnel from any one of the aforementioned countries may participate in the evaluation process as technical reviewers of submitted white papers and/or proposals if their respective nation has been identified in the individual Call made under this BAA. Should foreign government personnel participate in the evaluation process, DHS will share white papers and proposals subject to the provisions for handling both "Controlled Unclassified Information" and "Business Confidential Information," as stated in each country's international agreement with the DHS or the U.S. Government. In addition, foreign government personnel are not permitted to release any information to third parties, including others in their organization. By the act of submitting any material in response to this BAA, offerors are therewith consenting to allowing access to financial, confidential, proprietary, and/or trade secret marked information, and any other material contained therein to foreign government personnel.

Intellectual Property Implications: Offerors should note that, in individual Calls where a foreign government is a participant, the technical annex or other governing document may require that the foreign government acquire the same rights as the United States.

**1.4 Agency Name.**

Department of Homeland Security
Science & Technology Directorate
Washington, DC 20528

**1.5 Research Opportunity Title.**

Screening at Speed Research and Development.

**1.6 Program Name.**

Screening at Speed.

**1.7 Research Opportunity Number.**

The number on the cover page of this BAA.

**1.8 Response Dates.**

This announcement does not request any white papers or proposals at this time. Individual Calls will be made against this BAA via solicitations posted on SAM at http://www.sam.gov/. Each individual Call will identify submission requirements for white papers or proposals.

**1.9 Government Representatives.**

Program Office:

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Screening at Speed Program Manager
Office of Mission Capability and Support DHS Science & Technology
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Business:
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Jennifer K. Koons
Contract Specialist
Department of Homeland Security
Office of Procurement Operations
Science & Technology Acquisitions Division, Mailstop 0115
301 7th Street, SW, RM 3051
Washington, DC 20528-0115

### 1.10 Inquiries.

All contractual or technical inquiries to this BAA must be submitted to the BAA Contracting Officer and Contract Specialist. The program and technical staff will not acknowledge, forward, or respond to any inquiries received in any other manner concerning this BAA or Calls issued against this BAA. Contractual questions and answers will be posted periodically in www.sam.gov under the announcement for this BAA. All inquiries must be in writing and will not be answered verbally.

For inquiries regarding use of the DHS S&T Office of Industry Partnerships (OIP) portal, refer to paragraph 10.3 below for information on contacting the portal Help Desk.

## 2. RESEARCH OPPORTUNITY DESCRIPTION

### 2.1 Anticipated Topic Areas (TAs).

The following TAs are representative only**.**

- Passenger Analysis
  - Video Analytics
  - Integrated Sensing / Data Fusion
  - Risk-Based Security
  - Identity Verification / Credential Authentication
- Passenger Screening
  - Millimeter Wave (Active or Passive)
  - Terahertz Wave
  - Enhanced Metal Detection
  - Automatic Threat Recognition

    - Radio Frequency (RF) Material Characterization
- Property Screening
    - Computed Tomography (CT) X-ray
    - Phase Contrast Imaging
    - X-ray Diffraction
    - CT Reconstruction
    - Prohibited Items Detection Algorithms
    - Explosive Detection Algorithms
    - Non-X-ray Sensors (e.g., Neutron Imaging)
- System Architecture and Integration
    - Open Interfaces and Algorithms
    - Curb-to-gate Sensing
    - Network Interconnects and Data Topology
    - Data Storage and Curation
    - Data Fusion Algorithms
    - Seamless Concepts of Operations, Passenger Self-Screening
    - Image Processing and Human Systems
- Enabling Capabilities
    - Trace Explosives Detection (Contact or Non-Contact)
    - Bulk Explosives Detection
    - User Interfaces Including Augmented/Virtual Reality
    - Synthetic Data Generation
    - Rapid Response / Emerging Threat Mitigation
    - Process Optimization and Officer Evaluation
- Test & Evaluation
    - Explainable Artificial Intelligence / Machine Learning
    - Automated Testbeds

The above TAs are provided to help interested offerors understand the potential SaS program technical areas. Specific TAs will be identified in each Call.

### 2.2. Type Classifications.

Calls may include Type Classifications which may specify more specific requirements for a proposed solution under a Call. Type Classifications will depend on the specific program objectives at the Call level. In general, requirements under this BAA may include one or more of

the development strategies depending on the maturity of solutions available, end-user requirements, transition strategies and available funding. Offerors submitting responses will be required to identify which of the Type Classifications, as defined in the Call, align with their submission. DHS S&T may use a phased or stepped approach on Calls, as needed, for various technology levels. Some development strategy examples include:

| Development Strategy | TRL (Start) | TRL (Finish) |
|---|---|---|
| Novel Major Requirements | 3 | 7 |
| Technology Adaptation | 5 | 7 |
| Core R&D | 3 | 6 |
| Transition R&D | 4 | 6 |
| Novel Concept Maturation | 3 | 5 |

Technology Readiness Levels (TRLs) for this BAA roughly correspond to the NASA TRL Definitions: https://www.nasa.gov/pdf/458490main_TRL_Definitions.pdf

## 3. TESTING AND EVALUATION FACILITIES.

Performers for SaS will be required to test and evaluate their technologies with respect to project goals. DHS uses test results from several different venues to assess program capability and maturity:

- Vendor in-house testing to determine status of development and risk mitigation
- Transportation Security Laboratory (TSL) for three levels of Developmental Test and Evaluation (DT&E) for most explosive and threat types
- Tyndall Reactive Materials Group (TRMG) for DT&E of certain explosive types/quantities
- TSA Systems Integration Facility (TSIF) for integration testing, concept of operations development, and Operational Test and Evaluation (OT&E)

Offerors should consider the specific test and evaluation requirements of the proposed technical solutions, identify in the proposal the primary test environment to be used to conduct testing and evaluation, and include a description of the test and evaluation methodology appropriate for the proposal.

## 4. AWARD INFORMATION

### 4.1 Anticipated Funding for the Program.

Subject to official fiscal appropriations, it is anticipated that SaS will have a total of $99M over the next 5 years to support this BAA. The estimated value is not a promise of assured funding in that amount. Funding is uncertain and is subject to change. Government discretion may result in changes in funding availability.

Depending on interest in particular submissions, individual awards may be jointly funded from any of the foreign countries identified in paragraph 1.3 above.

### 4.2 Anticipated Number of Awards.

The total number of awards under this solicitation is unknown. However, one or more awards may be made from each Call issued during the 5-year open period of this BAA.

### 4.3 Anticipated Award Types.

It is anticipated that awards made for each Call issued against this BAA will be in the form of cost reimbursement type contracts. However, the Government reserves the right to award firm fixed price, time and materials, or labor hour contracts, cooperative agreements, Other Transactions (OTs) (if authorized by law at time of award), Cooperative Research and Development Agreements (CRADAs), or interagency agreements to appropriate parties should the situation warrant.

In the event an offeror or subcontractor is a Federally Funded Research and Development Center (FFRDC), Department of Energy National Laboratory, or other Federally funded entity, DHS S&T will work with the appropriate sponsoring agency to issue an interagency agreement pursuant to the Economy Act (31 U.S.C. 1535) or other appropriate authority.

### 4.4 Expected Amount of Individual Awards.

Individual award amounts will vary per Call. Therefore, any specified award per Type Classification will be identified on a Call-by-Call basis.

### 4.5 Anticipated Period of Performance for Individual Awards.

Individual Calls will specify period of performance requirements. No individual award made under any Call may exceed five (5) years.

## 5. ELIGIBILITY INFORMATION

This BAA is open to ALL responsible sources, domestic or foreign. Foreign or foreign-owned offerors are advised that their participation is subject to the foreign disclosure review procedures, applicable export control laws, and other applicable federal laws, regulations, and policies pertaining to foreign entities. It is the intent of R&D contracting to obtain a broad base of the best contractor resources from the scientific and industrial community, to include small businesses. As a result, no portion of this BAA will be set aside pursuant to FAR Part 19.502-2. Offerors may include (but are not limited to):

- Single entities or teams from private-sector organizations;
- Government laboratories;
- FFRDCs, including Department of Energy National Laboratories and Centers, individually or as a team member of an eligible principal Offeror, so long as they are permitted under a sponsoring agreement between the Government and the specific FFRDC.
- Historically Black Colleges and Universities (HBCUs);
- Minority Institutions (MIs);
- Small & Small Disadvantaged Business concerns, including Women-Owned Small Business concerns, Veteran-Owned Small Business concerns, Service-Disabled Veteran-Owned Small Business concerns, and Historically Underutilized Business Zone

(HUBZone) Small Business concerns; and

Any academic institutions or non-profit organizations not included in the above categories.

## 6. DOWNLOAD OF THIS BAA

This BAA should be read in its entirety by any entity considering a submission in response to any Call issued against this BAA. This BAA can be downloaded in its entirety from the SAM website at **http://www.sam.gov**. The BAA will also be available on the DHS S&T Office of Industry Partnerships (OIP) Portal.

## 7. REGISTRATION IN DHS S&T OIP PORTAL (Must be completed prior to uploading any submissions.)

Registration in an S&T electronic interface may be required prior to submission. Instructions for such registration will be provided on the individual Calls.

## 8. PHASE I SUBMISSION REQUIREMENTS

The Government may choose to utilize a multi-step evaluation process which may include one or more phases. Submission instructions and the evaluation process will be determined by individual Calls. The first phase of a Call may include White Papers or another evaluation process. General information on White Paper submissions, if used, is included below.

### 8.1 White Paper Submission Requirements

#### 8.1.1 Calls May Request White Papers.

Calls issued against this BAA may request the submission of white papers. Submission requirements for white papers, when requested, shall be in accordance with this announcement, unless otherwise amended in the individual Call. Offerors should be alert for any amendments to individual Calls that may permit extensions to the submission date or modify the terms and conditions identified in that Call.

#### 8.1.2 Submission Dates and Times.

Submission dates and times will be identified in each Call. White papers WILL NOT BE ACCEPTED after the established due date. There will be no exceptions to the time and date on which responses are due, unless otherwise determined by the Government.

#### 8.1.3 No Classified Documents.

No classified white papers will be accepted.

#### 8.1.4 No Proposal Submission Authorized Without White Paper Submission.

If a Call requests a white paper submission, offerors must submit an evaluable white paper to be considered for participation in proposal submissions. Offerors are not eligible to submit a

proposal for any white paper rejected as non-compliant. For more information regarding non-compliant white paper submissions, refer to Section 8.1.8 below.

**8.1.5 Multiple White Papers.**

Multiple white papers per Call may be submitted. Each submitted white paper must comply with the terms outlined herein.

**8.1.6 White Paper Format.**

White paper format will be specified in the individual Calls. White papers may include narrative, pictures, figures, tables, and charts in a legible size, and must be accompanied by a one-page quad chart.

**8.1.7 Company to Company Agreement with Noblis, Inc (or successor Systems Engineering and Technical Assistance (SETA) contractor).**

This Agreement shall be included in accordance with paragraph 11.4 and does not count against the white paper page count.

**8.1.8 Non-compliant White Papers.**

White papers submitted that do not comply with the white paper submission requirements outlined in this BAA, as well as any additional submission requirements outlined in the respective Call under which the white paper is being submitted, may result in the white paper being determined non-compliant and rejected without evaluation. Examples of non-compliant white papers include, but are not limited to:

- Total contract value proposed in the white paper is greater than the boundaries identified in the respective Call;
- Total number of pages submitted does not comply with the page count limitations identified in the respective Call; or
- Pages within the white paper do not comply with the requirements for font sizes and margins identified in the respective Call; or
- Submission requirements are not met, such as the one-page limitation for the cover page and the quad chart (as required by 8.1.6 above) is exceeded, etc., or the Company to Company Agreement is not submitted.

**8.2 Other Phase I Procedures**

**8.2.1** The Government may identify other Phase I procedures for a multi-step evaluation process. These will be identified at the Call level and may include such procedures as:

- Technical demonstrations
- Oral/virtual presentations

- Written application
- Survey of past experience
- Written quad charts

## 9. PHASE II PROPOSAL SUBMISSION REQUIREMENTS

The Government anticipates full proposal submission to be a requirement for each individual Call, whether or not a multi-phased approach is used. However, the Government may use its discretion to use alternate submission requirements as determined by individual Calls.

### 9.1 Submission Requirements.

Submission requirements for proposals shall be in accordance with this announcement unless otherwise amended in the individual Call. Offerors should be alert for any amendments to individual Calls that may permit extensions to the submission date or modify terms and conditions identified in the Call.

### 9.2 Submission Dates and Times.

Submission dates and times will be identified in each Call. Proposals WILL NOT BE ACCEPTED after the established due date. There will be no exceptions to the time and date on which responses are due, unless otherwise determined by the Government.

### 9.3 No Classified Documents.

No classified proposals will be accepted.

### 9.4 Multiple Proposals.

If only proposals (no white papers) have been requested by the individual Call, then multiple proposals may be submitted. When white papers are requested by the individual Call, then offerors must submit a white paper to be considered for participation in the submission of proposals. Each submitted proposal must comply with the terms outlined herein.

### 9.5 Proposal Format.

Proposal submission formatting will be identified in the individual Calls.

- Assertion of Data Rights.
    - The Assertions Table completed in accordance with this section does not count against the page count for Volume 1 - Technical Proposals.
    - It is anticipated that the proposed Assertion of Data Rights will be incorporated in the resultant award instrument. To this end, proposals must include a severable Assertion of Data Rights (i.e., it will begin on a new page and the following section shall begin on a new page) without any proprietary restrictions, which can be removed from the proposal and attached to the contract or agreement award.

After proposal submission, any changes to this information requested by an offeror may cause a proposal to be re-evaluated or deemed not selectable at the Government's discretion. The format for this section is as follows:

**Assertions Table**

Identify in the table below each deliverable included in the offeror's proposal. For each deliverable listed in the below table, identify any assertion of restriction on the Government's use, release or disclosure of technical data or computer software.

| Deliverable | Technical Data or Computer Software to be Furnished With Restrictions* | Basis for Assertion** | Asserted Rights Category*** | Name of Person Asserting Restrictions**** |
|---|---|---|---|---|
| | | | | |

*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.

**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, enter the specific basis for asserting restrictions.

***Enter asserted rights category (e.g., government purpose rights, limited rights, restricted rights , or specially negotiated licenses).

****Corporation, individual, or other person, as appropriate, or enter "none" when all data or software will be submitted without restrictions.

Completed by:

_____ _____

Signature Date

Printed Name and Title

- Patents. All offerors must include documentation proving ownership or possession of appropriate licensing rights to all patented inventions to be used for the proposed project.

If a patent application has been filed for an invention, but it includes proprietary information and is not publicly available, an offeror must provide documentation that includes: the patent number, inventor name(s), assignee names (if any), filing date, filing date of any related provisional application, and summary of the patent title, with either: (1) a representation of invention ownership, or (2) proof of possession of appropriate licensing rights in the invention (i.e., an agreement from the owner of the patent granting license to the offeror).

- Company to Company Agreement with Noblis, Inc. (or successor SETA contractor). If white papers were not submitted for the Call, this Agreement shall be included in accordance with paragraph 11.4 and does not count against the proposal page count.

Price/Cost Proposal. Price/Cost Proposal will typically consist of a cover page and two parts, Part 1 and Part 2, and cover the following information:

- Cover Page. The words "Price/Cost Proposal" should appear on the cover page in addition to the following information:
    - Respective BAA Call number;
    - DHS S&T OIP Portal Assigned Proposal Number
    - Title of proposal;
    - Name of offeror's organization and offeror's administrative and technical points of contact, including name, address, telephone and facsimile numbers, and email addresses;
    - Whether offeror is U.S. or foreign owned entity;
    - Identity of prime offeror and complete list of subcontractors or consultants, if applicable, otherwise indicate that there are no subcontractors or consultants;
    - Duration of effort. Separately identify the base effort and any options;
    - In accordance with FAR 4.1201, prospective offerors for contracts and for OTs involving prototypes shall state the certifications in SAM database at https://www.sam.gov have been completed and shall provide the certification validity period; and
    - The signature and title of an authorized representative of the entity submitting the proposal.

- Part 1. As stated above in paragraph 4.5, submissions must propose periods of performance in line with the requirements of the BAA Call, not to exceed five (5) years in total. Therefore, Part 1 shall consist of a detailed breakdown of all costs by cost category identified by period of performance in which the costs are expected to occur (e.g., base period, option period 1, etc.). All contractor and subcontractor costs must be provided in United States Dollars (USD). Other currencies may be present in the cost proposal information, however conversion to USD must be included to show the rate of exchange. Cost categories include, at a minimum, the following:

- Direct Labor. Labor hours and ***unburdened*** direct labor rates for each person proposed.

- Indirect Costs Breakdown. Fringe Benefits, Overhead, General & Administrative (G&A), Cost of Money, etc.; ***must show amount and rate for each element.***

- Travel. Number of trips, destinations, durations, etc.
- Materials. Materials should be specifically itemized with costs or estimated costs. Where possible, indicate basis of estimate, (e.g., recent purchase of same or similar item, vendor quote, catalog price, engineering estimate, market survey, etc.).
- Other Directs Costs (ODCs). ODCs, particularly any proposed items of equipment or facilities. Equipment and facilities generally must be furnished by the contractor/recipient. Justifications must be provided when Government funding for such items is sought.

Subcontract(s). A cost proposal ***<u>not less detailed than the Offeror's cost proposal</u>*** will be required to be submitted by the subcontractor. Costs should be clearly marked as "prime" or "subcontractor" costs. If the subcontractor costs cannot be included with the above detailed cost breakdown, then the prime contractor must stipulate on the detailed cost breakdown that the costs presented only represent those from the prime and the subcontractor's costs are provided separately as an attachment to an e-mail sent to *[location to be identified in each individual Call]*. The subject line of the email shall say "Separate Subcontractor Cost Submission – *[insert the white paper or proposal number assigned from the DHS S&T OIP Portal*." The body of the email shall contain the following:

- The prime entity's name which should be the same entity that is registered in the DHS S&T OIP Portal;
- A POC (name and phone number) from the prime entity; and
- For each subcontractor proposal attached, include:
  - The name of the subcontractor for the subcontractor proposal attached; and
  - A POC (name and phone number) from the subcontractor whose proposal is attached.
- The separate subcontractor cost proposal must be not less detailed than the offeror's cost proposal and must be received at the location designated in the individual Call no later than the closing date and time specified by the Call. Note that email transmission time may vary depending on the file size of the attachment(s) included in the email. Therefore, ensure there is adequate time for receipt of the email and any accompanying attachments of the subcontractor(s) cost proposal(s) by the required closing date and time. Acceptance of the email submission is dependent upon the actual date and time the e-mail and any accompanying attachment(s) is **RECEIVED** at the location designated in the Call. **NO SEPARATE SUBCONTRACTOR COST PROPOSALS RECEIVED WILL BE ACCEPTED IF RECEIVED AFTER THE CLOSING DATE AND TIME SPECIFIED IN EACH INDIVIDUAL CALL.**

- Consultant(s). Provide a consultant agreement or other document which verifies the proposed loaded daily/hourly rate.
- Fee/Profit. Identify amount and percentage of Fee/Profit, if proposed.

- Part 2. Part 2 shall consist of the cost breakdown by task/sub-task using the same task numbers in the Statement of Work (SOW). In addition, the task/sub-task breakdown must be identified by period of performance in which it is expected the costs/tasks/sub-tasks to occur (e.g., base period, option period 1, etc.).

**9.6 Non-compliant Proposals.**

Proposals submitted that do not comply with the proposal submission requirements outlined in this BAA and any additional submission requirements outlined in the Call the proposal is responding to may result in the proposal being determined non-compliant and rejected without evaluation. Examples of non-compliant proposals include, but are not limited to:

- Total contract value proposed in the proposal is greater than the boundaries identified in the respective Call;
- Total number of pages submitted does not comply with the page count limitations identified in the respective Call; or
- Pages within the proposal do not comply with the requirements for font sizes and margins identified in the respective Call; or
- Submission requirements are not met, such as the one-page limitation for the cover page, the transmittal letter, or the quad chart is exceeded, or no separate assertions table is provided, etc.

## 10. PROCEDURES FOR SUBMITTING WHITE PAPERS AND PROPOSALS IN THE DHS S&T Office of Industry Partnerships (OIP) Portal

**10.1 Company/Organization Registration.**

- **IMPORTANT**: Before submitting a white paper or proposal for the first time, you must first register your company/organization in the OIP Portal. Note, this registration takes some time; therefore, it is prudent to ensure company registration is completed well before the closing time for either white paper or proposals submissions. It is recommended that the Business Official or an authorized representative designated by the Business Official be the first person to register for your company. Your company's Taxpayer Identification Number (TIN), country and state it is registered in are required during registration. (If your company is registered, other new users may register and associate their information with the company's existing record.) When registration is completed, users can submit and manage their white papers and proposals.
- After the company/organization is registered, new users must register by associating their information with the company/organization's existing record.
- When registration is complete, users can submit and manage white papers and proposals.
- To access the log in/registration page of the DHS S&T OIP Portal:
    - Go to the DHS S&T OIP Portal at https://oip.dhs.gov/
    - Click on the *Profile Login* icon in the top right corner of the OIP program portal

landing page
    - To begin the registration process, check the box to agree to the Terms of Service and DHS Privacy Notice and then click *New User? Register as a public user here* icon at the top of the page.

- For additional step-by-step information regarding registration, on the OIP program home page in the top navigation bar on the far right, click on *Resources*. On the next page, you can review FAQs or download a copy of the *Portal Registration and LRBAA Submission Guide* and review Section 2.

### 10.2 White Paper and Proposal Submissions.

- Each white paper, if requested, and proposal to be uploaded in the DHS S&T OIP Portal will be assigned a white paper and/or proposal number in the portal.
- To upload a white paper or proposal, after logging into the portal, click on the *Funding* menu in the navigation bar and select *Open Funding Opportunities*. On the following search page, click on the *TBAA* tab, locate the open topic of interest and click on *Apply*.

### 10.3 DHS S&T OIP Portal Technical Support.

For any technical assistance with the DHS S&T OIP Portal, you can contact the DHS S&T OIP Portal Technical Support at OIPPortalHelpDesk@hq.dhs.gov or by phone at (571) 446-4869. Support hours are Monday through Friday, 9:00AM to 5:00PM.

## 11. EVALUATION OF WHITE PAPERS AND PROPOSALS

### 11.1 General.

Any submitted white papers and proposals that do not comply with the requirements of this BAA and the individual Call issued under the BAA may be rejected as non-compliant.

The evaluation of all white papers and proposals received that are compliant with the requirements of this BAA and the respective Call issued under this BAA will be accomplished through a technical review panel using the evaluation criteria specified below.

### 11.2 Evaluation Criteria.

The evaluation criteria anticipated to be used for the technical review of both white papers and proposals received in response to each Call issued under this BAA are identified below in descending order of importance. These evaluation criteria will be used unless a Call modifies or changes them.

**Criterion I**: **Quality and Technical Merit:** Presentation of a sound technical and managerial approach to the proposed work that demonstrates a clear, reasonable, and responsive path to provide a solution to the problem presented by each Topic Area associated with the planned 5-year BAA. DHS will assess the soundness of the Offeror's technical and managerial approach to the proposed work and whether the approach demonstrated is reasonable and responsive to the program requirements; demonstrates an understanding of the problem; clearly identifies all risks and associated mitigation approaches; and presents a clear plan and schedule to provide a

solution to the problem presented by each Topic Area associated with the planned 5-year BAA.

**Criterion II**: **Capabilities and Experience**: Demonstration of the qualifications, capabilities and experience needed to achieve the proposal objectives. DHS will assess the Offeror's qualifications, capabilities, and experience to determine if the proposed team has sufficient expertise to perform the proposed work, manage the project cost, and complete the project within the proposed schedule to achieve the proposed objectives.

**Criterion III: Cost Reasonableness[1]:**

- White Papers. The cost evaluation factor for white papers, when requested, is as follows: "Cost. White papers will be evaluated on the reasonableness and affordability of proposed technical work."

  Proposals. Offerors must present accurate, well-founded estimates of all costs related to performance of the proposed effort. Costs of the proposal must be reasonable and provide a high value to the Government. The proposed costs are reasonable (i.e., reflect a sufficient understanding of the technical goals and objectives of the Topic Area, and are consistent with the Offeror's technical/management approach, to include the proposed SOW), and are based on reasonable assumptions. An assessment will be made of the offeror's proposed costs as to whether they are reasonable for the solution proposed.

**11.3 Basis for Phase I and Phase II Selection.**

- The primary basis for identifying Phase I submissions as encouraged to submit Phase II responses, and for selecting responses for award shall be the evaluation criteria listed in 11.2 and funding availability. Cost reasonableness and completeness shall also be considered to the extent appropriate.
- DHS S&T reserves the right to select for award and to fund all, some, or none of the proposals received in response to any Calls issued against this BAA.

**11.4 Confidence Ratings.**
Unless otherwise identified in a BAA Call, awards will be evaluated using the following confidence ratings:

| Confidence Ratings | |
|---|---|
| Rating | Definition |
| High | The Government has high confidence that the Quoter understands the requirement, proposes a sound approach, and will be successful in performing the contract with little or no Government intervention. |
| Some | The Government has some confidence that the Quoter understands the requirement, proposes a sound approach, and will be successful in performing the contract with some Government intervention. |

[1] The Government will evaluate Cost Realism prior to making any cost type awards.

| | |
|---|---|
| Low | The Government has low confidence that the Quoter understands the requirement, proposes a sound approach, and will be successful in performing the contract even with Government intervention. |

**11.5 Evaluation Panel.**

All properly submitted Phase I and Phase II submissions that conform to the BAA requirements will be evaluated by a review panel comprised of Government technical experts drawn from staff within DHS S&T and other federal agencies. All Government personnel are bound by public law to protect proprietary information.

**Important Note: DHS intends to use Noblis, Inc. (or successor SETA contractor) for routine administrative and/or technical support during the evaluation process of both Phase I and Phase II. All Offerors, Prime Contractors only (this applies to all offerors, whether or not the offeror is a company), must submit an executed Company to Company Agreement with Noblis, Inc., found in Appendix A, along with their Phase I submission (or with their proposal submission if white papers are not required). The Agreement found in Appendix A shall not be altered. Submissions that do not include an executed Agreement will be considered non-responsive and will not be considered. To get the Noblis, Inc. Point of Contact information, Offerors are to send an email to the BAA Call Contracting Officer and Contract Specialist and indicate "NDA" in the Subject line. Offerors are encouraged to allow sufficient time to permit agreement execution.**

- Offerors are advised that employees of Noblis, Inc. may serve as administrative and/or technical support to Source Selection Evaluation Board (SSEB) members in the source selection process. These individuals will be authorized access to only those portions of proposal data and discussions that are necessary to enable them to perform their respective duties. Noblis Inc. is expressly prohibited from competing on the subject acquisition and from scoring or rating white papers and proposals or recommending the selection of a proposal for funding. Contractor personnel will not provide subject matter expertise to the SSEB unless the OPO HCA signs a D&F allowing for this support.
- In accomplishing their duties related to the source selection process, Noblis, Inc. employees may require access to proprietary information contained in the offerors' white papers and proposals. Therefore, pursuant to FAR 9.505-4, Noblis, Inc. must execute an agreement with each offeror that states that they will (1) protect the offeror's information from unauthorized use or disclosure for as long as it remains proprietary, 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 Noblis, Inc. to effect execution of an Agreement prior to submission of white papers. Each offeror shall submit copies of the Agreement with its white paper.
- The Noblis, Inc. POC will only address questions relevant to the Company to Company Agreement.

**Foreign Government Participation**. As stated in paragraph 1.3 above, DHS S&T intends to have foreign government participation in the selection process as technical reviewers of

submitted white papers and/or proposals, foreign government access to white papers and proposals for purposes of determining joint-funding, and joint participation (U.S. and foreign government) in overseeing projects throughout the contract period of performance. The following foreign government participation may include the following international partners: (a) the United Kingdom of Great Britain and Northern Ireland; (b) the Government of Australia; (c) the Government of Canada; (d) the Kingdom of the Netherlands; (e) the European Union; (f) the Government of Germany; (g) the Government of Israel; (h) the Kingdom of Sweden; (i) the Government of New Zealand; and (j) the Government of Singapore.

### 11.6 Notification to Offerors of Evaluation Findings.

Once the Phase I technical review process is complete, offerors will be notified via e- mail or in writing, whether the offeror is "encouraged" or "not encouraged" to move to Phase II. Offerors not encouraged to move to Phase II are not prohibited from Phase II. All timely Phase II submissions received will be included in the technical review process.

**11.6.1** Once the Phase II technical review process is complete, offerors will be notified via e-mail or in writing that its proposal has been selected, selected but not funded, or not selected for award.

For those proposals that are selected but are on hold for funding, offerors will be so advised and asked to confirm that their proposals remain valid for funding for a time specified in the notification letter.

**11.6.2 Offerors Feedback.** Offerors not selected for an award may request feedback regarding the technical review findings of submitted proposals. A written request to the Contracting Officer must be received within three calendar days of notification of non-selection. Feedback will not be provided on submitted white papers, or proposals that have been selected or selected but not funded for award.

## 12. OTHER TERMS AND CONDITIONS

### 12.1 NAICS.

The North American Industry Classification System (NAICS) code for this announcement and any Calls issued against this BAA is 541715, with a small business size standard of 1,000 employees.

### 12.2 System for Award Management (SAM).

Successful offerors not already registered in the SAM will be required to register in the SAM prior to award of any contract, cooperative agreement, or OT, if authorized by law at time of award. Information regarding SAM registration is available at https://www.sam.gov.

### 12.3 Information for Respondents.

This BAA is for planning purposes only. It will not be construed as an obligation on the part of the Government to acquire any products or services.

No entitlement to payment of direct or indirect costs or charges by the Government will arise as

a result of submission of responses to any Calls issued against this BAA and the Government's use of such information. Respondents to any Calls issued against this BAA may be requested to provide additional information based on their submittals. Unnecessarily elaborate responses containing extensive marketing materials are not desired.

Technical and cost proposals, or any other material, submitted in response to any Calls issued against this BAA will not be returned.

**12.4 Organizational Conflict of Interest.**

Offerors who have existing or pending contract(s) to provide scientific, engineering, technical and/or administrative support directly to DHS S&T may be considered to have actual or potential conflict of interest, resulting in one or more offerors with the potential to attain an unfair competitive advantage.

If any such conflict of interest is found to exist, the Contracting Officer may (1) disqualify the offeror, or (2) determine that it is otherwise in the best interest of the United States to contract with the offeror and include the appropriate provisions to mitigate or avoid such conflict in the contract awarded. After discussion with the offeror, the Contracting Officer may determine that the actual conflict cannot be avoided, neutralized, mitigated, or otherwise resolved to the satisfaction of the Government, and the offeror may be found ineligible for award.

Disclosure. Each offeror will be required to represent, as part of its proposal and to the best of its knowledge that: (1) It is not aware of any facts which create any actual or potential organizational conflicts of interest relating to the award of this contract; or (2) It has included information in its proposal, providing all current information bearing on the existence of any actual or potential organizational conflicts of interest, and has included the mitigation plan in accordance with the paragraph below, titled: Mitigation/Waiver.

Mitigation/Waiver. If an offeror with a potential or actual conflict of interest or unfair competitive advantage believes it can be mitigated, neutralized, or avoided, the offeror shall submit a mitigation plan to the Contracting Officer for review. Award of a contract where an actual or potential conflict of interest exists shall not occur before Government approval of the mitigation plan.

Other Relevant Information. In addition to the mitigation plan, the Contracting Officer may require further relevant information from the offeror. The Contracting Officer will use all information submitted by the offeror, and any other relevant information known to DHS, to determine whether an award to the offeror may take place, and whether the mitigation plan adequately neutralizes or mitigates the conflict.

Corporation Change. The successful offeror shall inform the Contracting Officer within 30 calendar days of the effective date of any corporate mergers, acquisitions, and/or divestures that may affect this clause.

Flow-down. The contractor shall insert the substance of this clause in each first-tier subcontract that exceeds the simplified acquisition threshold.

**12.5 Export Control**.

Offerors are advised that the export of any goods or technical information from the United States, and the disclosure of technical information to foreign nationals, may require some

form of export authorization from the U.S. Government. Failure to obtain necessary export authorization may result in criminal liability of offerors under U.S. laws.

Offerors are responsible for ensuring compliance with the International Traffic in Arms Regulations administered by the U.S. Department of State (22 C.F.R. Parts 120 to 130), Export Administration Regulations administered by the U.S. Department of Commerce (15 C.F.R. Parts 730 to 774), and Foreign Assets Control Regulations administered by the U.S. Department of Treasury (31 C.F.R. Parts 501 to 598), as warranted, and compliance with all recordkeeping requirements under U.S. export regulations. Offerors are responsible for compliance with any applicable export license, authorization, reporting, or other preapproval requirements by the U.S. Government. DHS neither represents that a license, authorization, or preapproval shall not be required nor that, if required, it shall be issued. Nothing granted herein to offerors provides any such export license or other preapproval.

Offerors shall identify any anticipated export compliance issues in their response to the Call. Specifically, offerors are advised to include information in their response regarding any known equipment, software or technical information that will be developed as a result of work to be performed that is subject to export control restrictions.

To the extent that export-controlled information may be provided to DHS by offerors in response to a Call, offerors are responsible for ensuring that such information is appropriately marked and are responsible for complying with all applicable export controls and regulations in the process of providing such information.

**12.6 Intellectual Property**.

It is desired that all noncommercial software (including source code), software documentation, hardware designs and documentation, and technical data generated under the project be provided as a deliverable with unlimited rights for the Government, or delivered with a mutually agreed to open source license. DHS intends to allow and encourage offerors the opportunity to transition their proposed technologies to the commercial marketplace or other Government entities. The reason for this position is that while DHS would prefer that an offeror commercialize or transition the technology they develop, DHS wants to ensure that it has the right to commercialize or otherwise leverage its technology investments should an offeror choose not to or not have success.

All references to "Unlimited Rights" are intended to refer to the definition set forth in the Federal Acquisition Regulation (FAR) 52.227-14, Rights in Data-General clause.

Specific Intellectual Property terms and conditions will be negotiated for each individual contract award.

**12.7 Publication of Research Results and Award Information**.

As noted in this BAA, resultant contract awards may involve joint, United States and foreign country (as identified in paragraph 1.3 above) funding, pursuant to each country's bilateral, international agreement. To ensure the rights of these international agreements are secured, the following terms and conditions regarding publication of research results will apply to each contract awarded, where DHS plans to apply foreign co-funding, as a result of this BAA:

- Limitation on Contractor's Use of Data. For the purposes of paragraphs (b) (2) (i) and (d) of the Rights in Data-General (FAR 52.227-14) clause of this contract, the Contractor

shall not use, release to others, reproduce, distribute, or publish any data first produced or specifically used in the performance of this contract for private purposes (to include publications) without the prior, written approval of the Contracting Officer.

- Publication of Research Results.
    - For publication of materials based, in whole or part, on data first produced under this contract, the Contractor shall transmit a copy to the DHS Program Manager and Contracting Officer at least **60 days prior** to such desired publication for review by DHS and any other foreign government co-funding the award. In all cases, the Contractor shall supply two copies of the final publications to DHS, in accordance with the requirements of the individual contract award.
    - Any copy of material published under this clause shall contain acknowledgment of DHS's sponsorship of the research effort and a disclaimer stating that the published material represents the position of the author(s) and not necessarily that of DHS.
    - Publication under the terms of this clause does not release the Contractor from the obligation of preparing and submitting to the Contracting Officer a final report containing the findings and results of research, as set forth in the schedule of the contract.

Once an Offeror has been notified that they have been selected for funding, all publication of information of that status, to include press releases and award announcements, are subject to the constraints and processes of HSAR 3052.205-70 Advertisements, Publicizing Awards, and Releases (Sept 2012).

**12.8 Adequate Accounting System for Cost Reimbursement Type Contracts.**

In order to qualify for the award of a cost reimbursement type contract, the offeror must have an adequate accounting system in accordance with FAR 16.301-3(a)(3). If a proposal is selected, the offeror will be required to provide evidence of an adequate accounting system before a cost reimbursement contract will be considered.

Evidence of an adequate accounting system would include a written opinion or other statement from the cognizant federal auditor (CFA) or the cognizant federal agency official (CFAO) that the system is approved or has been determined to be adequate. If available, the offeror will be requested to provide the audit report number and date associated with the accounting system review. If the offeror does not have a copy of the report, the offeror may furnish a copy of the audit report number.

If the offeror does not have an accounting system that has been determined adequate by the CFA or CFAO, but believes its accounting system is adequate, the offeror shall so state in its response to the Government's request for evidence of an adequate accounting system. As part of the pre-award evaluation process, the Government will obtain the necessary review by the CFA. The offeror will be required to allow the CFA to review the accounting system and correct (or have a timely action plan to correct) any issues identified as precluding the system from being adequate. The offeror will provide the CFA name, address and telephone number and the point of contact as part of its proposal.

Offers will be rejected if the offeror does not have an adequate accounting system, unless the Government determines that the Offeror‘s action plan for correcting the accounting system is

timely and acceptable. However, no costs will be paid under the contract until the Contractor's system has been determined adequate.

**12.9 Certificate of Current Cost or Pricing Data.**

Successful contract proposals will require the submission of a Certificate of Current Cost or Pricing Data in accordance with FAR 15.403- 4(b)(2), prior to award.

**12.10 Applicable Provisions and Contract Clauses.**

At the time of any award resulting from any Call issued against this BAA, excluding cooperative agreements and OTs, all FAR and Homeland Security Acquisition Regulation (HSAR) provisions and clauses applicable to the resultant award will be included in the selected offeror's contract. DHS S&T will comply with the requirements of HSAR Class Deviation 15-01 and the HSAM Appendix G Sensitive Information Checklist for individual awards under this BAA. Accordingly, the clauses below may apply to individual Calls and awards under this BAA.

*Safeguarding of Sensitive Information (MAR 2015)*

(a) Applicability. This clause applies to the Contractor and its contractors, its subcontractors, and their employees (hereafter referred to collectively as "Contractor"). The Contractor shall insert the substance of this clause in all subcontracts.

(b) Definitions. As used in this clause—

"Personally Identifiable Information (PII)" means information that can be used to distinguish or trace an individual's identity, such as name, social security number, or biometric records, either alone, or when combined with other personal or identifying information that is linked or linkable to a specific individual, such as date and place of birth, or mother's maiden name. The definition of PII is not anchored to any single category of information or technology. Rather, it requires a case-by-case assessment of the specific risk that an individual can be identified. In performing this assessment, it is important for an agency to recognize that non-personally identifiable information can become personally identifiable information whenever additional information is made publicly available—in any medium and from any source—that, combined with other available information, could be used to identify an individual.

PII is a subset of sensitive information. Examples of PII include, but are not limited to: name, date of birth, mailing address, telephone number, Social Security number (SSN), email address, zip code, account numbers, certificate/license numbers, vehicle identifiers including license plates, uniform resource locators (URLs), static Internet protocol addresses, biometric identifiers such as fingerprint, voiceprint, iris scan, photographic facial images, or any other unique identifying number or characteristic, and any information where it is reasonably foreseeable that the information will be linked with other information to identify the individual.

"Sensitive Information" is defined in HSAR clause 3052.204-71, Contractor Employee Access, as any information, which if lost, misused, disclosed, or, without authorization is accessed, or modified, could adversely affect the national or homeland security interest, the conduct of Federal programs, or the privacy to which individuals are entitled under section 552a of Title 5, United States Code (the Privacy Act), but which has not been specifically authorized under criteria established by an Executive Order or an Act of Congress to be kept secret in the interest of national defense, homeland security or foreign policy. This definition includes the following categories of information:

(1) Protected Critical Infrastructure Information (PCII) as set out in the Critical Infrastructure Information Act of 2002 (Title II, Subtitle B, of the Homeland Security Act, Public Law 107-296, 196 Stat. 2135), as amended, the implementing regulations thereto (Title 6, Code of Federal Regulations, Part 29) as amended, the applicable PCII Procedures Manual, as amended, and any supplementary guidance officially communicated by an authorized official of the Department of Homeland Security (including the PCII Program Manager or his/her designee);

(2) Sensitive Security Information (SSI), as defined in Title 49, Code of Federal Regulations, Part 1520, as amended, "Policies and Procedures of Safeguarding and Control of SSI," as amended, and any supplementary guidance officially communicated by an authorized official of the Department of Homeland Security (including the Assistant Secretary for the Transportation Security Administration or his/her designee);

(3) Information designated as "For Official Use Only," which is unclassified information of a sensitive nature and the unauthorized disclosure of which could adversely impact a person's privacy or welfare, the conduct of Federal programs, or other programs or operations essential to the national or homeland security interest; and

(4) Any information that is designated "sensitive" or subject to other controls, safeguards or protections in accordance with subsequently adopted homeland security information handling procedures.

"Sensitive Information Incident" is an incident that includes the known, potential, or suspected exposure, loss of control, compromise, unauthorized disclosure, unauthorized acquisition, or unauthorized access or attempted access of any Government system, Contractor system, or sensitive information.

"Sensitive Personally Identifiable Information (SPII)" is a subset of PII, which if lost, compromised or disclosed without authorization, could result in substantial harm, embarrassment, inconvenience, or unfairness to an individual. Some forms of PII are sensitive as stand-alone elements. Examples of such PII include: Social Security numbers (SSN), driver's license or state identification number, Alien Registration Numbers (A-number), financial account number, and biometric

identifiers such as fingerprint, voiceprint, or iris scan. Additional examples include any groupings of information that contain an individual's name or other unique identifier plus one or more of the following elements:

(1) Truncated SSN (such as last 4 digits)
(2) Date of birth (month, day, and year)
(3) Citizenship or immigration status
(4) Ethnic or religious affiliation
(5) Sexual orientation
(6) Criminal History
(7) Medical Information
(8) System authentication information such as mother's maiden name, account passwords or personal identification numbers (PIN)

Other PII may be "sensitive" depending on its context, such as a list of employees and their performance ratings or an unlisted home address or phone number. In contrast, a business card or public telephone directory of agency employees contains PII but is not sensitive.

(c) Authorities. The Contractor shall follow all current versions of Government policies and guidance accessible at http://www.dhs.gov/dhs-security-and-training-requirements-contractors, or available upon request from the Contracting Officer, including but not limited to:

(1) DHS Management Directive 11042.1 Safeguarding Sensitive But Unclassified (for Official Use Only) Information
(2) DHS Sensitive Systems Policy Directive 4300A
(3) DHS 4300A Sensitive Systems Handbook and Attachments
(4) DHS Security Authorization Process Guide
(5) DHS Handbook for Safeguarding Sensitive Personally Identifiable Information
(6) DHS Instruction Handbook 121-01-007 Department of Homeland Security Personnel Suitability and Security Program
(7) DHS Information Security Performance Plan (current fiscal year)
(8) DHS Privacy Incident Handling Guidance
(9) Federal Information Processing Standard (FIPS) 140-2 Security Requirements for Cryptographic Modules accessible at http://csrc.nist.gov/groups/STM/cmvp/standards.html
(10) National Institute of Standards and Technology (NIST) Special Publication 800-53 Security and Privacy Controls for Federal Information Systems and Organizations accessible at http://csrc.nist.gov/publications/PubsSPs.html
(11) NIST Special Publication 800-88 Guidelines for Media Sanitization accessible at http://csrc.nist.gov/publications/PubsSPs.html

(d) Handling of Sensitive Information. Contractor compliance with this clause, as well as the policies and procedures described below, is required.

(1) Department of Homeland Security (DHS) policies and procedures on Contractor personnel security requirements are set forth in various Management Directives (MDs), Directives, and Instructions. MD 11042.1, Safeguarding Sensitive But Unclassified (For Official Use Only) Information describes how Contractors must handle sensitive but unclassified information. DHS uses the term "FOR OFFICIAL USE ONLY" to identify sensitive but unclassified information that is not otherwise categorized by statute or regulation. Examples of sensitive information that are categorized by statute or regulation are PCII, SSI, etc. The DHS Sensitive Systems Policy Directive 4300A and the DHS 4300A Sensitive Systems Handbook provide the policies and procedures on security for Information Technology (IT) resources. The DHS Handbook for Safeguarding Sensitive Personally Identifiable Information provides guidelines to help safeguard SPII in both paper and electronic form. DHS Instruction Handbook 121-01-007 Department of Homeland Security Personnel Suitability and Security Program establishes procedures, program responsibilities, minimum standards, and reporting protocols for the DHS Personnel Suitability and Security Program.

(2) The Contractor shall not use or redistribute any sensitive information processed, stored, and/or transmitted by the Contractor except as specified in the contract.

(3) All Contractor employees with access to sensitive information shall execute DHS Form 11000-6, Department of Homeland Security Non-Disclosure Agreement (NDA), as a condition of access to such information. The Contractor shall maintain signed copies of the NDA for all employees as a record of compliance. The Contractor shall provide copies of the signed NDA to the Contracting Officer's Representative (COR) no later than two (2) days after execution of the form.

(4) The Contractor's invoicing, billing, and other recordkeeping systems maintained to support financial or other administrative functions shall not maintain SPII. It is acceptable to maintain in these systems the names, titles and contact information for the COR or other Government personnel associated with the administration of the contract, as needed.

(e) Authority to Operate. The Contractor shall not input, store, process, output, and/or transmit sensitive information within a Contractor IT system without an Authority to Operate (ATO) signed by the Headquarters or Component CIO, or designee, in consultation with the Headquarters or Component Privacy Officer. Unless otherwise specified in the ATO letter, the ATO is valid for three (3) years. The Contractor shall adhere to current Government policies, procedures, and guidance for the Security Authorization (SA) process as defined below.

(1) Complete the Security Authorization process. The SA process shall

proceed according to the DHS Sensitive Systems Policy Directive 4300A (Version 11.0, April 30, 2014), or any successor publication, DHS 4300A Sensitive Systems Handbook (Version 9.1, July 24, 2012), or any successor publication, and the Security Authorization Process Guide including templates.

(i) Security Authorization Process Documentation. SA documentation shall be developed using the Government provided Requirements Traceability Matrix and Government security documentation templates. SA documentation consists of the following: Security Plan, Contingency Plan, Contingency Plan Test Results, Configuration Management Plan, Security Assessment Plan, Security Assessment Report, and Authorization to Operate Letter. Additional documents that may be required include a Plan(s) of Action and Milestones and Interconnection Security Agreement(s). During the development of SA documentation, the Contractor shall submit a signed SA package, validated by an independent third party, to the COR for acceptance by the Headquarters or Component CIO, or designee, at least thirty (30) days prior to the date of operation of the IT system. The Government is the final authority on the compliance of the SA package and may limit the number of resubmissions of a modified SA package. Once the ATO has been accepted by the Headquarters or Component CIO, or designee, the Contracting Officer shall incorporate the ATO into the contract as a compliance document. The Government's acceptance of the ATO does not alleviate the Contractor's responsibility to ensure the IT system controls are implemented and operating effectively.

(ii) Independent Assessment. Contractors shall have an independent third party validate the security and privacy controls in place for the system(s). The independent third party shall review and analyze the SA package, and report on technical, operational, and management level deficiencies as outlined in NIST Special Publication 800-53 Security and Privacy Controls for Federal Information Systems and Organizations. The Contractor shall address all deficiencies before submitting the SA package to the Government for acceptance.

(iii) Support the completion of the Privacy Threshold Analysis (PTA) as needed. As part of the SA process, the Contractor may be required to support the Government in the completion of the PTA. The requirement to complete a PTA is triggered by the creation, use, modification, upgrade, or disposition of a Contractor IT system that will store, maintain and use PII, and must be renewed at least every three (3) years. Upon review of the PTA, the DHS Privacy Office determines whether a Privacy Impact Assessment (PIA) and/or Privacy Act System of Records Notice (SORN), or modifications

thereto, are required. The Contractor shall provide all support necessary to assist the Department in completing the PIA in a timely manner and shall ensure that project management plans and schedules include time for the completion of the PTA, PIA, and SORN (to the extent required) as milestones. Support in this context includes responding timely to requests for information from the Government about the use, access, storage, and maintenance of PII on the Contractor's system, and providing timely review of relevant compliance documents for factual accuracy. Information on the DHS privacy compliance process, including PTAs, PIAs, and SORNs, is accessible at http://www.dhs.gov/privacy-compliance.

(2) Renewal of ATO. Unless otherwise specified in the ATO letter, the ATO shall be renewed every three (3) years. The Contractor is required to update its SA package as part of the ATO renewal process. The Contractor shall update its SA package by one of the following methods: (1) Updating the SA documentation in the DHS automated information assurance tool for acceptance by the Headquarters or Component CIO, or designee, at least 90 days before the ATO expiration date for review and verification of security controls; or (2) Submitting an updated SA package directly to the COR for approval by the Headquarters or Component CIO, or designee, at least 90 days before the ATO expiration date for review and verification of security controls. The 90 day review process is independent of the system production date and therefore it is important that the Contractor build the review into project schedules. The reviews may include onsite visits that involve physical or logical inspection of the Contractor environment to ensure controls are in place.

(3) Security Review. The Government may elect to conduct random periodic reviews to ensure that the security requirements contained in this contract are being implemented and enforced. The Contractor shall afford DHS, the Office of the Inspector General, and other Government organizations access to the Contractor's facilities, installations, operations, documentation, databases and personnel used in the performance of this contract. The Contractor shall, through the Contracting Officer and COR, contact the Headquarters or Component CIO, or designee, to coordinate and participate in review and inspection activity by Government organizations external to the DHS. Access shall be provided, to the extent necessary as determined by the Government, for the Government to carry out a program of inspection, investigation, and audit to safeguard against threats and hazards to the integrity, availability and confidentiality of Government data or the function of computer systems used in performance of this contract and to preserve evidence of computer crime.

(4) Continuous Monitoring. All Contractor-operated systems that input, store, process, output, and/or transmit sensitive information shall meet or exceed the continuous monitoring requirements identified in the Fiscal Year

2014 DHS Information Security Performance Plan, or successor publication. The plan is updated on an annual basis. The Contractor shall also store monthly continuous monitoring data at its location for a period not less than one year from the date the data is created. The data shall be encrypted in accordance with FIPS 140-2 Security Requirements for Cryptographic Modules and shall not be stored on systems that are shared with other commercial or Government entities. The Government may elect to perform continuous monitoring and IT security scanning of Contractor systems from Government tools and infrastructure.

(5) Revocation of ATO. In the event of a sensitive information incident, the Government may suspend or revoke an existing ATO (either in part or in whole). If an ATO is suspended or revoked in accordance with this provision, the Contracting Officer may direct the Contractor to take additional security measures to secure sensitive information. These measures may include restricting access to sensitive information on the Contractor IT system under this contract. Restricting access may include disconnecting the system processing, storing, or transmitting the sensitive information from the Internet or other networks or applying additional security controls.

(6) Federal Reporting Requirements. Contractors operating information systems on behalf of the Government or operating systems containing sensitive information shall comply with Federal reporting requirements. Annual and quarterly data collection will be coordinated by the Government. Contractors shall provide the COR with requested information within three (3) business days of receipt of the request. Reporting requirements are determined by the Government and are defined in the Fiscal Year 2014 DHS Information Security Performance Plan, or successor publication. The Contractor shall provide the Government with all information to fully satisfy Federal reporting requirements for Contractor systems.

(f) Sensitive Information Incident Reporting Requirements.

(1) All known or suspected sensitive information incidents shall be reported to the Headquarters or Component Security Operations Center (SOC) within one hour of discovery in accordance with 4300A Sensitive Systems Handbook Incident Response and Reporting requirements. When notifying the Headquarters or Component SOC, the Contractor shall also notify the Contracting Officer, COR, Headquarters or Component Privacy Officer, and US-CERT using the contact information identified in the contract. If the incident is reported by phone or the Contracting Officer's email address is not immediately available, the Contractor shall contact the Contracting Officer immediately after reporting the incident to the Headquarters or Component SOC. The Contractor shall not include any sensitive information in the subject or body of any e-mail. To transmit sensitive information, the Contractor shall use FIPS 140-2 Security Requirements for Cryptographic Modules compliant encryption methods to protect sensitive information in

attachments to email. Passwords shall not be communicated in the same email as the attachment. A sensitive information incident shall not, by itself, be interpreted as evidence that the Contractor has failed to provide adequate information security safeguards for sensitive information, or has otherwise failed to meet the requirements of the contract.

(2) If a sensitive information incident involves PII or SPII, in addition to the reporting requirements in 4300A Sensitive Systems Handbook Incident Response and Reporting, Contractors shall also provide as many of the following data elements that are available at the time the incident is reported, with any remaining data elements provided within 24 hours of submission of the initial incident report:

(i) Data Universal Numbering System (DUNS);
(ii) Contract numbers affected unless all contracts by the company are affected;
(iii) Facility CAGE code if the location of the event is different than the prime contractor location;
(iv) Point of contact (POC) if different than the POC recorded in the System for Award Management (address, position, telephone, email);
(v) Contracting Officer POC (address, telephone, email);
(vi) Contract clearance level;
(vii) Name of subcontractor and CAGE code if this was an incident on a subcontractor network;
(xiii) Government programs, platforms or systems involved;
(ix) Location(s) of incident;
(x) Date and time the incident was discovered;
(xi) Server names where sensitive information resided at the time of the incident, both at the Contractor and subcontractor level;
(xii) Description of the Government PII and/or SPII contained within the system;
(xiii) Number of people potentially affected and the estimate or actual number of records exposed and/or contained within the system; and
(xiv) Any additional information relevant to the incident.

(g) Sensitive Information Incident Response Requirements.

(1) All determinations related to sensitive information incidents, including response activities, notifications to affected individuals and/or Federal agencies, and related services (e.g., credit monitoring) will be made in writing by the Contracting Officer in consultation with the Headquarters or Component CIO and Headquarters or Component Privacy Officer.

(2) The Contractor shall provide full access and cooperation for all activities determined by the Government to be required to ensure an effective incident response, including providing all requested images, log files, and event information to facilitate rapid resolution of sensitive information

incidents.

(3) Incident response activities determined to be required by the Government may include, but are not limited to, the following:

(i) Inspections,
(ii) Investigations,
(iii) Forensic reviews, and
(iv) Data analyses and processing.

(4) The Government, at its sole discretion, may obtain the assistance from other Federal agencies and/or third-party firms to aid in incident response activities.

(h) Additional PII and/or SPII Notification Requirements.

(1) The Contractor shall have in place procedures and the capability to notify any individual whose PII resided in the Contractor IT system at the time of the sensitive information incident not later than 5 business days after being directed to notify individuals, unless otherwise approved by the Contracting Officer. The method and content of any notification by the Contractor shall be coordinated with, and subject to prior written approval by the Contracting Officer, in consultation with the Headquarters or Component Privacy Officer, utilizing the DHS Privacy Incident Handling Guidance. The Contractor shall not proceed with notification unless the Contracting Officer, in consultation with the Headquarters or Component Privacy Officer, has determined in writing that notification is appropriate.

(2) Subject to Government analysis of the incident and the terms of its instructions to the Contractor regarding any resulting notification, the notification method may consist of letters to affected individuals sent by first class mail, electronic means, or general public notice, as approved by the Government. Notification may require the Contractor's use of address verification and/or address location services. At a minimum, the notification shall include:

(i) A brief description of the incident;
(ii) A description of the types of PII and SPII involved;
(iii) A statement as to whether the PII or SPII was encrypted or protected by other means;
(iv) Steps individuals may take to protect themselves;
(v) What the Contractor and/or the Government are doing to investigate the incident, to mitigate the incident, and to protect against any future incidents; and
(vi) Information identifying who individuals may contact for additional information.

(i) Credit Monitoring Requirements. In the event that a sensitive information incident involves PII or SPII, the Contractor may be required to, as directed by the Contracting Officer:

(1) Provide notification to affected individuals as described above; and/or

(2) Provide credit monitoring services to individuals whose data was under the control of the Contractor or resided in the Contractor IT system at the time of the sensitive information incident for a period beginning the date of the incident and extending not less than 18 months from the date the individual is notified. Credit monitoring services shall be provided from a company with which the Contractor has no affiliation. At a minimum, credit monitoring services shall include:

(i) Triple credit bureau monitoring;
(ii) Daily customer service;
(iii) Alerts provided to the individual for changes and fraud; and
(iv) Assistance to the individual with enrollment in the services and the use of fraud alerts; and/or

(3) Establish a dedicated call center. Call center services shall include:

(i) A dedicated telephone number to contact customer service within a fixed period;
(ii) Information necessary for registrants/enrollees to access credit reports and credit scores;
(iii) Weekly reports on call center volume, issue escalation (i.e., those calls that cannot be handled by call center staff and must be resolved by call center management or DHS, as appropriate), and other key metrics;
(iv) Escalation of calls that cannot be handled by call center staff to call center management or DHS, as appropriate;
(v) Customized FAQs, approved in writing by the Contracting Officer in coordination with the Headquarters or Component Chief Privacy Officer; and
(vi) Information for registrants to contact customer service representatives and fraud resolution representatives for credit monitoring assistance.

(j) Certification of Sanitization of Government and Government-Activity-Related Files and Information. As part of contract closeout, the Contractor shall submit the certification to the COR and the Contracting Officer following the template provided in NIST Special Publication 800-88 Guidelines for Media Sanitization.

*Information Technology Security and Privacy Training [March 2015]*

(a) Applicability. This clause applies to the Contractor and its contractors, its

subcontractors, and their employees (hereafter referred to collectively as "Contractor"). The Contractor shall insert the substance of this clause in all subcontracts.

(b) Security Training Requirements.

(1) All users of Federal information systems are required by Title 5, Code of Federal Regulations, Part 930.301, Subpart C, as amended, to be exposed to security awareness materials annually or whenever system security changes occur, or when the user's responsibilities change. The Department of Homeland Security (DHS) requires that Contractor employees take an annual Information Technology Security Awareness Training course before accessing sensitive information under the contract. Unless otherwise specified, the training shall be completed within thirty (30) days of contract award and be completed on an annual basis thereafter not later than October 31st of each year. Any new Contractor employees assigned to the contract shall complete the training before accessing sensitive information under the contract. The training is accessible at http://www.dhs.gov/dhs-security-and-training-requirements-contractors. The Contractor shall maintain copies of training certificates for all Contractor and subcontractor employees as a record of compliance. Unless otherwise specified, initial training certificates for each Contractor and subcontractor employee shall be provided to the Contracting Officer's Representative (COR) not later than thirty (30) days after contract award. Subsequent training certificates to satisfy the annual training requirement shall be submitted to the COR via e-mail notification not later than October 31st of each year. The e-mail notification shall state the required training has been completed for all Contractor and subcontractor employees.

(2) The DHS Rules of Behavior apply to every DHS employee, Contractor and subcontractor that will have access to DHS systems and sensitive information. The DHS Rules of Behavior shall be signed before accessing DHS systems and sensitive information. The DHS Rules of Behavior is a document that informs users of their responsibilities when accessing DHS systems and holds users accountable for actions taken while accessing DHS systems and using DHS Information Technology resources capable of inputting, storing, processing, outputting, and/or transmitting sensitive information. The DHS Rules of Behavior is accessible at http://www.dhs.gov/dhs-security-and-training-requirements-contractors. Unless otherwise specified, the DHS Rules of Behavior shall be signed within thirty (30) days of contract award. Any new Contractor employees assigned to the contract shall also sign the DHS Rules of Behavior before accessing DHS systems and sensitive information. The Contractor shall maintain signed copies of the DHS Rules of Behavior for all Contractor and subcontractor employees as a record of compliance. Unless otherwise specified, the Contractor shall e-mail copies of the signed DHS Rules of Behavior to the COR not later than thirty (30) days after contract award for each employee. The DHS Rules of Behavior will be reviewed annually and

the COR will provide notification when a review is required.

(c) Privacy Training Requirements. All Contractor and subcontractor employees that will have access to Personally Identifiable Information (PII) and/or Sensitive PII (SPII) are required to take Privacy at DHS: Protecting Personal Information before accessing PII and/or SPII. The training is accessible at http://www.dhs.gov/dhs-security-and-training-requirements-contractors. Training shall be completed within thirty (30) days of contract award and be completed on an annual basis thereafter not later than October 31st of each year. Any new Contractor employees assigned to the contract shall also complete the training before accessing PII and/or SPII. The Contractor shall maintain copies of training certificates for all Contractor and subcontractor employees as a record of compliance. Initial training certificates for each Contractor and subcontractor employee shall be provided to the COR not later than thirty (30) days after contract award. Subsequent training certificates to satisfy the annual training requirement shall be submitted to the COR via e-mail notification not later than October 31st of each year. The e-mail notification shall state the required training has been completed for all Contractor and subcontractor employees.

*HSAR 3052.204-71 Contractor Employee Access (Sep 2012)*

(a) *Sensitive Information,* as used in this clause, means any information, which if lost, misused, disclosed, or, without authorization is accessed, or modified, could adversely affect the national or homeland security interest, the conduct of Federal programs, or the privacy to which individuals are entitled under section 552a of title 5, United States Code (the Privacy Act), but which has not been specifically authorized under criteria established by an Executive Order or an Act of Congress to be kept secret in the interest of national defense, homeland security or foreign policy. This definition includes the following categories of information:

(1) Protected Critical Infrastructure Information (PCII) as set out in the Critical Infrastructure Information Act of 2002 (Title II, Subtitle B, of the Homeland Security Act, Pub. L. 107-296, 196 Stat. 2135), as amended, the implementing regulations thereto (Title 6, Code of Federal Regulations, part 29) as amended, the applicable PCII Procedures Manual, as amended, and any supplementary guidance officially communicated by an authorized official of the Department of Homeland Security (including the PCII Program Manager or his/her designee);

(2) Sensitive Security Information (SSI), as defined in Title 49, Code of Federal Regulations, part 1520, as amended, "Policies and Procedures of Safeguarding and Control of SSI," as amended, and any supplementary guidance officially communicated by an authorized official of the Department of Homeland Security (including the Assistant Secretary for the Transportation Security Administration or his/her designee);

(3) Information designated as "For Official Use Only," which is unclassified information of a sensitive nature and the unauthorized disclosure of which could adversely impact a person's privacy or welfare, the conduct of Federal programs, or other programs or operations essential to the national or homeland security interest; and

(4) Any information that is designated “sensitive” or subject to other controls, safeguards or protections in accordance with subsequently adopted homeland security information handling procedures.

(b) “Information Technology Resources” include, but are not limited to, computer equipment, networking equipment, telecommunications equipment, cabling, network drives, computer drives, network software, computer software, software programs, intranet sites, and internet sites.

(c) Contractor employees working on this contract must complete such forms as may be necessary for security or other reasons, including the conduct of background investigations to determine suitability. Completed forms shall be submitted as directed by the Contracting Officer. Upon the Contracting Officer's request, the Contractor's employees shall be fingerprinted, or subject to other investigations as required. All Contractor employees requiring recurring access to Government facilities or access to sensitive information or IT resources are required to have a favorably adjudicated background investigation prior to commencing work on this contract unless this requirement is waived under Departmental procedures.

(d) The Contracting Officer may require the Contractor to prohibit individuals from working on the contract if the Government deems their initial or continued employment contrary to the public interest for any reason, including, but not limited to, carelessness, insubordination, incompetence, or security concerns.

(e) Work under this contract may involve access to sensitive information. Therefore, the Contractor shall not disclose, orally or in writing, any sensitive information to any person unless authorized in writing by the Contracting Officer. For those Contractor employees authorized access to sensitive information, the Contractor shall ensure that these persons receive training concerning the protection and disclosure of sensitive information both during and after contract performance.

(f) The Contractor shall include the substance of this clause in all subcontracts at any tier where the subcontractor may have access to Government facilities, sensitive information, or resources.

(End of clause)

**12.11 Government Property, Government Furnished Equipment (GFE) and Facilities**.

The Government may provide government-furnished equipment (GFE), resources (GFR), information (GFI), or services (GFS) under the terms of each negotiated contract or agreement. GFE, GFR, GFI, or GFS requested by an offeror must be factored into the offeror’s project cost. Each offeror must provide a very specific description of any equipment or hardware it needs to acquire to perform the work. This description should indicate whether or not each particular piece of equipment or hardware will be included as part of a deliverable item under the resulting award.

In addition, this description should identify the component, nomenclature, and configuration of the equipment or hardware that it proposes to purchase for this effort. The Government wants to have the contractor purchase the equipment or hardware for deliverable items under its contract.

It will evaluate case-by-case the purchase, on a direct reimbursement basis, of special test equipment or other equipment, not included in a deliverable item. Maximum use of Government integration, test, and experiment facilities is encouraged in each of the Offeror's proposals.

Government research facilities may be available and should be considered as potential GFE. These facilities and resources are of high value, and some are in constant demand by multiple programs. The use of these facilities and resources will be negotiated as the program unfolds. Offerors should explain which of these facilities they recommend and why.

If any prototype, instrument or device is produced during the period of performance of a funded project, one or more samples shall be delivered to DHS S&T before the end of the period of performance for demonstration purposes. More specific information about the provision of a sample(s) will be incorporated in the SOW.

**12.12 SAFETY Act.**

As part of the Homeland Security Act of 2002, Congress enacted the Support Anti-Terrorism by Fostering Effective Technologies Act of 2002 (the "SAFETY Act"). The SAFETY Act puts limitations on the potential liability of firms that develop and provide qualified anti-terrorism technologies. DHS S&T, acting through its Office of SAFETY Act Implementation (OSAI), encourages the development and deployment of anti-terrorism technologies by making available the SAFETY Act's system of "risk management" and "liability management." Offerors submitting proposals in response to this BAA are encouraged to submit SAFETY Act applications for their existing technologies. They are invited to contact OSAI for more information, at 1-866-788-9318 or helpdesk@safetyact.gov. They also can visit OSAI's Web site at www.safetyact.gov.

**12.13 Security Classification.**

No classified documents will be accepted.

**12.14 Subcontracting Plan.**

Successful contract proposals that exceed $750,000.00, submitted by all but small business concerns, will be required to submit a Small Business Subcontracting Plan in accordance with FAR 52.219-9, prior to award. In the event an offeror required to submit a Small Business Subcontracting Plan determines there are no subcontracting possibilities, then the offeror must provide rationale as to why there are no subcontracting possibilities for any of the elements of costs identified in the offeror's proposal.

**12.15 Additional Deliverables.**

Performers should define additional program-specific deliverables as appropriate for the proposed approach. The Government may describe additional deliverables at the time proposals are requested.

**12.16 Types of Changes That May Occur to Awards Under This BAA.**

Types of changes that may occur to awards made under this BAA are:

Additional deliverables may be necessary once the Government develops the specific requirement based on the proposal received from the offeror. As a result, deliverables other than those identified by the offeror may be identified in the specific SOW included in the subsequent contract award.

During the performance of any contract, should the research result in the need to perform a different effort to achieve the solution due to the realization that the effort proposed will not provide the intended end result, the contract may be modified to reflect the necessary effort to achieve the goal of the contract. It is expected this modification will result in no change to the estimated cost of the contract. However, if additional costs are necessary, the Government will make a determination whether to proceed with the requirement or to terminate the contract due to insufficient funds to achieve the contract goal.

**12.17 Reporting.**

Specific reporting requirements will be included in each award. At a minimum, there will be three types of status reports: an annual report summarizing accomplishments and shortfalls throughout the year; a monthly financial report; and a monthly technical report providing detailed accomplishments and shortfalls throughout the previous month. These shall be required irrespective of award mechanism.

**Appendix A. Company to Company Agreement**

## COMPANY TO COMPANY AGREEMENT

COMPANY TO COMPANY AGREEMENT: DHS BROAD AGENCY ANNOUNCEMENT (BAA) 70RSAT22RB00000001

The Parties to the subject Agreement agree that Noblis (2002 Edmund Halley Drive, Reston VA 20191) may have access to proprietary information contained within the technical and cost proposals that were submitted on behalf of your company/facility solely for the purpose of performing technical advisory and/or administrative support services for the Government, in evaluating proposals submitted in response to this BAA Call.

The Parties agree to protect the proprietary information from unauthorized use or disclosure for a period of 10 years, or less if the disclosed information ceases to remain proprietary, and to refrain from using the information for any purpose other than that for which it was furnished.

_____
Offeror's Company Name

_____
Name of Offeror's Company Official (Printed)

_____
Signed / Dated

_____
Name of Noblis Company Official (Printed)

_____
Signed / Dated