

## Federal Acquisition Regulation (FAR) Clauses

This Purchase Order/Consultant Contract/Subcontract involves funds from a Federal government contract, or funds from a subcontract relating to a Federal government contract, relevant clauses from the Federal Acquisition Regulation (FAR) are hereby incorporated into this Purchase Order/Consultant Contract/Subcontract by reference with the same force and effect as if they were given in full text, and are applicable to this Purchase Order/Consultant Contract/Subcontract. The full text of the FAR clauses referenced below may be found at <https://www.acquisition.gov/Far/>. Vendor/Consultant/Subcontractor agrees to flow down all applicable FAR and supplementary clauses to any lower-tier subcontractors working pursuant to this Purchase Order/Consultant Contract/Subcontract.

Where necessary to make the language of the FAR clauses applicable to this Purchase Order/Consultant Contract/Subcontract, the term "Contractor" shall mean "Vendor," "Consultant" or "Subcontractor" as appropriate, the term "Contract" shall mean the "Purchase Order," "Consultant Contract" or "Subcontract" as appropriate, the terms "Government," "Covered Entity," "Contracting Officer," and equivalent terms and phrases shall mean "Research Triangle Institute."

No provision contained in a FAR clause shall be taken to imply any direct access on the part of the Vendor/Consultant/Subcontractor to the Disputes process as defined in the terms of RTI's Prime Contract, but rather shall be governed by the "Disputes" provision included in this Purchase Order/Consultant Contract/Subcontract.

The following instances are exceptions to the general rules as provided above:

1. Where it is clear, by the context of the provision itself or the conditions under which it is being applied, that the reference is intended to refer to the Government, its officers or agents, or the prime contractor specifically;
2. Where an explicit provision of the Purchase Order/Consultant Contract/Subcontract states a contrary intent;
3. Where access to proprietary financial information or other proprietary data is required; or
4. Where interpretation in accordance with the rules stated above would place the prime contractor in a position of violating the equivalent or related provisions of the Prime Contract whereas construction of the terms without modification would not.

Clause Number	Title	Date
52.202-1	Definitions (if contract is \$150,000 or more)	Nov 2013
52.203-10	Price or Fee Adjustment for Illegal or Improper Activity (if contract is \$150,000 or more)	May 2014
52.203-11	Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (if contract is \$150,000 or more)	Sep 2007
52.203-12	Limitation on Payments to Influence Certain Federal Transactions (if contract is \$150,000 or more)	Oct 2010
52.203-13	Contractor Code of Business Ethics and Conduct (if contract is \$5,000,000 or more)	Apr 2010
52.203-14	Display of Hotline Poster(s) (if contract is \$5,000,000 or more)	Dec 2007
52.203-15	Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (applicable if contract is American Recovery and Reinvestment Act of 2009 funded)	Jun 2010
52.203-3	Gratuities (if contract is \$150,000 or more)	Apr 1984
52.203-5	Covenant Against Contingent Fees (if contract is \$150,000 or more)	Apr 1984
52.203-6	Restrictions on Subcontractor Sales to the Government (if contract is \$150,000 or more)	Sep 2006
52.203-7	Anti-Kickback Procedures (if contract is \$150,000 or more)	Oct 2010

52.203-8	Cancellation, Rescission and Recovery of Funds for Illegal and Improper Activity (if contract is \$150,000 or more)	Jan 1997
52.204-2	Security Requirements (applies when the contract involves access to information classified "Confidential," "Secret," or "Top Secret")	Aug 1996
52.204-4	Printed or Copied Double-Sided On Recycled Paper (if contract is \$150,000 or more)	May 2011
52.204-9	Personal Identity Verification of Contractor Personnel	Jan 2001
52.204-10	Reporting Executive Compensation and First-Tier Subcontract Awards (if contract is \$25,000 or more)	Jul 2013
52.208-8	Required Sources for Helium and Helium Usage Data (applicable if Helium purchase is required)	Apr 2002
52.209-6	Protecting the Governments Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment (if contract is \$30,000 or more)	Aug 2013
52.211-5	Material Requirements	Aug 2000
52.211-15	Defense Priority and Allocation Requirements (applicable if contract is a rated order)	Apr 2008
52.214-26	Audit and Records -- Sealed Bidding (if contract is \$700,000 or more)	Oct 2010
52.214-28	Subcontractor Certified Cost or Pricing Data -- Modifications -- Sealed Bidding (if contract is \$700,000 or more)	Oct 2010
52.215-10	Price Reduction for Defective Cost or Pricing Data (if contract is \$700,000 or more)	Aug 2011
52.215-11	Price Reduction for Defective Cost or Pricing Data - Modifications (if contract is \$700,000 or more)	Aug 2011
52.215-12	Subcontractor Cost or Pricing Data (if contract is \$150,000 or more)	Oct 2010
52.215-13	Subcontractor Cost or Pricing Data - Modifications (if contract is \$150,000 or more)	Oct 2010
52.215-14	Integrity of Unit Prices (excluding paragraph (b)) (if contract is \$150,000 or more)	Oct 2010
52.215-15	Pension Adjustments and Asset Reversions (if contract is \$700,000 or more)	Oct 2010
52.215-16	Facilities Capital Cost of Money	Jun 2003
52.215-17	Waiver of Facilities Capital Cost of Money	Oct 1997
52.215-18	Reversion or Adjustment of Plans for Post Retirement Benefits (PRB) Other Than Pensions (if contract is \$700,000 or more)	Jul 2005
52.215-19	Notification of Ownership Changes (if contract is \$700,000 or more)	Oct 1997
52.215-2	Audit and Records—Negotiation (applicable if Cost type contract is contemplated with a university, non-profit, state government or local government entity and is \$150,000 or more)	Oct 2010
52.215-2 (Alt. II)	Audit and Records—Negotiation (applicable if Cost type contract is contemplated)	Apr 1998
52.215-20	Requirements for Cost or Pricing Data or Information other than Cost or Pricing Data	Oct 2010
52.215-21	Requirements for Cost or Pricing Data or Information other than Cost or Pricing Data--Modifications	Oct 2010
52.216-4	Economic Price Adjustment - Labor and Material (applicable if Firm Fixed Price type contract is contemplated)	Jan 1997

52.216-7	Allowable Cost and Payment (Subcontractor agrees to execute assignment documents in order to comply with subsection (h) and is applicable if Cost type contract is contemplated)	Jun 2013
52.216-8	Fixed Fee (applicable to cost plus fixed fee contracts)	Jun 2011
52.216-11	Cost Contract – No Fee (applicable to cost no fee contracts)	Apr 1984
52.216-22	Indefinite Quantity	Oct 1995
52.217-2	Cancellation Under Multi-Year Contracts (applicable if Firm Fixed Price type contract is contemplated)	Oct 1997
52.217-8	Option to Extend Services	Nov 1999
52.219-8	Utilization of Small Business Concerns (if contract is \$650,000 or more)	Jul 2013
52.219-9	Small Business Subcontracting Plan (if contract is \$650,000 or more)	Jul 2013
52.219-16	Liquidated Damages - Subcontracting Plan (if contract is \$650,000 or more)	Jan 1999
52.222-1	Notice to Government of Labor Disputes	Feb 1997
52.222-4	Contract Work Hours and Safety Standards Act - Overtime Compensation	Jul 2005
52.222-3	Convict Labor	Jun 2003
52.222-20	Walsh-Healey Public Contracts Act (if contract is \$15,000 or more)	Oct 2010
52.222-21	Prohibition of Segregated Facilities	Feb 1999
52.222-26	Equal Opportunity (subparagraphs (b)(1) through (b)(11) only)	Mar 2007
52.222-27	Affirmative Action Compliance (if contract is \$10,000 or more)	Feb 1999
52.222-29	Notification of Visa Denial (applicable if work it being performed outside of the U.S.)	Jun 2003
52.222-35	Equal Opportunity for Special Disabled Veterans, Veterans of the Vietnam Era, and Other Eligible Veterans (if contract is \$100,000 or more)	Sep 2010
52.222-36	Affirmative Action for Workers with Disabilities (if contract is \$15,000 or more)	Oct 2010
52.222-37	Employment Reports on Veterans (applicable if contract is \$100,000 or more and if FAR 52.222-35 is included)	Sep 2010
52.222-40	Notification of Employee Rights Under the National Labor Relations Act (if contract is \$10,000 or more)	Dec 2010
52.222-41	Service Contract Act of 1965	Nov 2007
52.222-50	Combating Trafficking in Persons	Mar 2015
52.222-54	Employment Eligibility Verification (if contract is \$150,000 or more)	Aug 2013
52.223-3	Hazardous Material Identification and Material Safety Data (applicable to Department of Defense procurements)	Jan 1997
52.223-3 (Alt. I)	Hazardous Material Identification and Material Safety Data (applicable to all agencies other than procurements by the Department of Defense)	Jul 1995
52.223-6	Drug Free Workplace	May 2001
52.223-7	Notice of Radioactive Materials	Jan 1997
52.224-1	Privacy Act Notification	Apr 1984
52.224-2	Privacy Act	Apr 1984
52.225-1	Buy American Act – Supplies (if contract is \$25,000 or more)	Feb 2009
52.225-3	Buy American Act—Free Trade Agreement—Israeli Trade Act (if contract is \$25,000 or more)	Jun 2009

52.225-5	Trade Agreements (if contract is \$204,000 or more)	Aug 2009
52.225-8	Duty Free Entry (if contract is \$25,000 or more)	Oct 2010
52.225-13	Restrictions on Certain Foreign Purchases	Jun 2008
52.225-26	Contractors Performing Private Security Functions Outside the United States (applicable for DoD and military-related procurements)	Jul 2013
52.227-1	Authorization and Consent	Dec 2007
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement	Dec 2007
52.227-3	Patent Indemnity Alt. III	Apr 1984
52.227-9	Refund of Royalties	Apr 1984
52.227-10	Filing of Patent Applications—Classified Subject Matter (applies when the contract is likely to involve classified subject matter)	Dec 2007
52.227-11	Patent Rights— Ownership by the Contractor	Dec 2007
52.227-13	Patent Rights— Ownership by the Government	Dec 2007
52.227-14	Rights in Data – General (Not applicable Under Department of Defense Procurements—see DFARS)	Dec 2007
52.227-23	Rights to Proposal Data (Technical)	Jun 1987
52.228-3	Worker's Compensation Insurance (applicable if Defense Base Act applies)	Apr 1984
52.228-5	Insurance - Work on a Government Installation (applicable if Firm Fixed Price type contract is contemplated)	Jan 1997
52.228-7	Insurance - Liability to Third Persons (applicable to Cost Reimbursement contracts)	Mar 1996
52.228-8	Insurance - Liability to Third Persons (applicable to T&M contracts)	Mar 1996
52.229-2	North Carolina State and Local Sales and Use Tax (applicable to firm fixed construction contracts in North Carolina)	Apr 1984
52.229-10	State of New Mexico Gross Receipts and Compensating Tax applicable if Cost type contract is contemplated and if contract will be for services to be performed in whole or in part within the State of New Mexico)	Apr 2003
52.230-2	Cost Accounting Standards (applicable if contract is subject to full CAS coverage)	May 2012
52.230-3	Disclosure and Consistency of Cost Accounting Practices (if contract is \$700,000 or more and if contract subject to modified CAS coverage)	May 2012
52.230-5	Cost Accounting Standards—Educational Institutions (if contract is \$700,000 or more)	Oct 2010
52.230-6	Administration of Cost Accounting Standards	Jun 2010
52.232-7	Payments Under Time and Materials and Labor Hour Contracts	Aug 2012
52.232-16	Progress Payments (Only applicable to Small Businesses)	Apr 2012
52.232-20	Limitation of Cost applicable if Cost type contract is contemplated and if contract is fully funded)	Apr 1984
52.232-22	Limitation of Funds (applicable if Cost type contract is contemplated)	Apr 1984
52.232-40	Providing Accelerated Payments to Small Business Subcontractors	Dec 2013
52.234-1	Industrial Resources Developed Under Defense Production Act Title III (applicable to major defense systems or items of supply for major defense systems)	Dec 1994
52.236-13	Accident Prevention (applicable to constructions contracts)	Nov 1991

52.237-7	Indemnification and Medical Liability Insurance (applicable if contract involves healthcare or healthcare-related services)	Jan 1997
52.237-9	Waiver of Limitation on Severance Payments to Foreign Nationals	May 2014
52.242-13	Bankruptcy (if contract is \$150,000 or more)	Jul 1995
52.242-15	Stop Work Order	Aug 1989
52.242-15 (Alt I.)	Stop Work Order (Cost Reimbursement)	Apr 1984
52.243-1	Changes - Fixed Price	Aug 1987
52.243-2	Changes—Cost Reimbursement (applicable to cost type contracts)	Aug 1987
52.243-3	Changes—Time and Material or Labor Hours (applicable to such contracts)	Sep 2000
52.244-2	Subcontracts (paragraphs (h) and (i) only)	Oct 2010
52.244-5	Competition in Subcontracting (if contract is \$150,000 or more)	Dec 1996
52.244-6	Subcontracts for Commercial Items (applies when the contract involves the acquisition of "commercial items" as defined in FAR 52.202-1)	Dec 2013
52.245-1	Government Property	Apr 2012
52.245-2	Government Property Installation Operation Services (applicable if work performed on a Government installation when Government furnished property will be provided for initial provisioning only and the Government is not responsible for repair or replacement)	Apr 2012
52.246-2	Inspection of Supplies—Fixed Price	Aug 1996
52.246-3	Inspection of Supplies (Cost Reimbursement) ("Contracting Officer" means "RTI Subcontract Administrator" and "Government" means "RTI and Government" (an inspection system accepted by the Government will be deemed accepted by RTI) and where "Government" first appears in paragraph (k) it shall mean "RTI and the Government." The provisions in this clause for access, right to inspect, safety protection, and relief from liability apply equally to RTI and the Government)	May 2001
52.246-4	Inspection of Services - Fixed Price	Aug 1996
52.246-5	Inspection of Services (Cost Reimbursement) ("Contracting Officer" means "RTI Subcontract Administrator" and "Government" means "RTI and Government" (an inspection system accepted by the Government will be deemed accepted by RTI) and where "Government" first appears in paragraph (k) it shall mean "RTI and the Government." The provisions in this clause for access, right to inspect, safety protection, and relief from liability apply equally to RTI and the Government)	Apr 1984
52.246-6	Inspection of Time and Material and Labor Hour ("Contracting Officer" means "RTI Subcontract Administrator" and "Government" means "RTI and Government" (an inspection system accepted by the Government will be deemed accepted by RTI) and where "Government" first appears in paragraph (k) it shall mean "RTI and the Government." The provisions in this clause for access, right to inspect, safety protection, and relief from liability apply equally to RTI and the Government)	May 2001
52.246-16	Responsibility for Supplies (applicable if Firm Fixed Price type contract is contemplated)	Apr 1984

52.247-3	Capability to Perform a Contract for the Relocation of a Federal Office	Feb 2006
52.247-63	Preference for U.S.-flag Carriers	Jun 2003
52.247-64	Preference for Privately Owned U.S.-Flag Commercial Vessels	Feb 2006
52.248-1	Value Engineering	Oct 2010
52.249-1	Termination for the Convenience of the Government (Fixed Price) (Short Form) ("Government" shall mean "RTI") (if contract is under \$150,000)	Apr 1984
52.249-2	Termination for the Convenience of the Government (Fixed Price) ("Government" shall mean "RTI") (if contract is \$150,000 or more)	Apr 2012
52.249-6	Termination (Cost Reimbursement)	May 2004
52.249-6 (Alt. IV)	Termination (Time & Materials or Labor Hour)	Sep 1996
52.249-8	Default (Firm Fixed Price contracts for Supplies and Services)	Apr 1984
52.249-14	Excusable Delays	Apr 1984
52.252-2	Clauses Incorporated by Reference	Feb 1998