|  |
| --- |
| Acknowledgement – CREI/FPEI Subcontracts *(RFP Attachment A-5)**(This completed acknowledgement must accompany your offer)* |

|  |
| --- |
| **Offeror Information** |

1. Offeror Name:

***Note****: Include the full name of the firm (not just any operating division) that would be required by you to appear on a subcontract, if one were to be awarded to your firm.*

2. Name and telephone number of the person authorized to conduct negotiations:

Name:       Phone Number:

3. Business Classification *(please check all that apply)*:

Educational Institution  Non-profit Organization  HBCU/OMI Business

|  |
| --- |
| **Terms and Conditions** |

4. The Offeror *acknowledges* *does not acknowledge* the following are acceptable with no modifications, additions, or deletions in case of subcontract award: General Provisions (GPs) Set, Additional General Provisions (AGPs) Set (if applicable), and Subcontract Forms Set (all can be found at<https://acquisition.jpl.nasa.gov/terms-conditions/>).

***Note 1:*** *For educational institutions, the applicable General Provisions Set can either be for a cost-reimbursable or a fixed-price subcontract type; take note which applies.*

***Note 2:*** *Many of the GPs and AGPs cannot be altered without NASA approval.* ***If you answer “does not acknowledge” above, attach a detailed explanation of the exception(s), including a thorough rationale for each exception.***

5. The Offeror certifies to the best of its knowledge that it does not have any pending material claims against it (legal or otherwise) that may impact JPL’s determination of responsibility under FAR Part 9.  The Offeror will disclose any material claims that may impact JPL’s determination of responsibility under FAR part 9 if the Offeror becomes aware of them. The Offeror’s reasonable assessment will be based upon Offeror’s ability to meet the General Standards outlined in FAR 9.104-1. The disclosure shall state the basis of the claim, party asserting the claim and date of filing (or date the claim arose), court of jurisdiction (if applicable), proposer’s point of contact to discuss the claim with JPL, and a brief summary of the nature and basis of the claim. The Offeror is not obligated to disclose claims or the substance of claims where the Offeror is under an obligation not to disclose the matter.

This disclosure includes, but is not limited to the following:

* Filed or pending lawsuits, demand letters, or administrative actions
* Labor disputes
* Breach of contract claims
* Claims of fraudulent misrepresentation
* Defamation claims
* Claims of misappropriation of trade secrets
* Claims challenging the proposer’s integrity or business ethics
* Claims based on any tort

6. The Offeror certifies that the Offeror presently does not have, and if awarded a subcontract will not have for the duration of the subcontract, any previous JPL or Caltech employee involved in this procurement who has separated from JPL for less than one year, who participated personally and substantially in the subject matter while working for JPL or Caltech, who was officially responsible for the subject matter while working for JPL or Caltech, and who owns or represents the proposer's organization.

7. Certification And Disclosure Regarding Payments To Influence Certain Federal Transactions (Sept 2007)

      (a) Definitions. As used in this provision-"Lobbying contact" has the meaning provided at [2 U.S.C. 1602(8)](http://uscode.house.gov/browse.xhtml;jsessionid=114A3287C7B3359E597506A31FC855B3). The terms "agency," "influencing or attempting to influence," "officer or employee of an agency," "person," "reasonable compensation," and "regularly employed" are defined in the FAR clause of this solicitation entitled "Limitation on Payments to Influence Certain Federal Transactions" ( [52.203-12](https://www.acquisition.gov/far/52.203-12#FAR_52_203_12)).

      (b) Prohibition. The prohibition and exceptions contained in the FAR clause of this solicitation entitled "Limitation on Payments to Influence Certain Federal Transactions" ( [52.203-12](https://www.acquisition.gov/far/52.203-12#FAR_52_203_12)) are hereby incorporated by reference in this provision.

      (c) Certification. The Offeror, by signing its offer, hereby certifies to the best of its knowledge and belief that no Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on its behalf in connection with the awarding of this contract.

      (d) Disclosure. If any registrants under the Lobbying Disclosure Act of 1995 have made a lobbying contact on behalf of the Offeror with respect to this contract, the Offeror shall complete and submit, with its offer, OMB Standard Form LLL, Disclosure of Lobbying Activities, to provide the name of the registrants. The Offeror need not report regularly employed officers or employees of the offeror to whom payments of reasonable compensation were made.

      (e) Penalty. Submission of this certification and disclosure is a prerequisite for making or entering into this subcontract imposed by [31 U.S.C. 1352](http://uscode.house.gov/browse.xhtml;jsessionid=114A3287C7B3359E597506A31FC855B3). Any person who makes an expenditure prohibited under this provision or who fails to file or amend the disclosure required to be filed or amended by this provision, shall be subject to a civil penalty of not less than $10,000, and not more than $100,000, for each such failure.

8. Pursuant to FAR 52.204-25 and section 889(a)(1)(A) & (B) of the John S. McCain National Defense Authorization Act for Fiscal Year 2019 (Public Law 115-232) (referred to collectively as Section 889), your organization shall not provide nor cause JPL to use any telecommunications equipment, surveillance equipment, software, system, or service (or a component thereof) from any Section 889 prohibited entity , including but not limited to: Kaspersky Labs, Huawei Technologies Company, ZTE Corporation, Hytera Communications Corporation, Hangzhou Hikvision Digital Technology Company, Dahua Technology Company (or any subsidiary or affiliate of such entities), or an entity owned, controlled by, or connected to The People’s Republic of China, as determined by the Secretary of Defense.

|  |
| --- |
| **Audit Information** |

9. (a) Audit Reports. Your Institution agrees that all Government audit reports directly related to its offer(s) and subcontract, if any, are authorized to be released to JPL.  Yes  No

(b) Is your organization a State or Local Government or Nonprofit Organization subject to Uniform Guidance 2 CFR200?  Yes  No (If yes, the “year ending” date of the most recent report is:       *(Attach a copy of the most recent report, unless previously submitted to JPL)*.

|  |
| --- |
| **Reporting** **Executive Compensation FAR 52.204-10** |

10. In accordance with Public Law 109-282 and FAR 52.204-10, Reporting Executive Compensation for First-Tier Subcontract Awards (OCT 2016), you are required to provide certain information pertaining to compensation of executives in order to be eligible for this subcontract award. You are required to answer the following in connection with this requirement:

1. The public has access to information about the compensation of your executives through periodic reports filed with the Securities Exchange Commission Yes  No

If the answer is **Yes** to the above statement, you are exempt from this reporting requirement. Complete the “Offeror Certification” at the end of this form and submit with your proposal. If the answer is **No,** see section (b) below:

1. Your organization in the previous tax year had gross income from all sources equal to or greater than $300,000;

**and**

Your organization, in the previous fiscal year, received 80 percent or more of its annual gross revenue from Federal contracts (and subcontracts), loans, grants (and subgrants), cooperative agreements, and other forms of Federal financial assistance;

**and**

Your organization, in the previous fiscal year, received $25,000,000 or more in annual gross revenue from Federal contracts (and subcontracts), loans, grants (and subgrants), cooperative agreements, and other forms of Federal financial assistance.

Yes  No

If the answer is **No** to the above statement, you are exempt from this reporting requirement. Complete the “Offeror Certification” at the end of this form and submit with your proposal.

If the answer is **Yes** to the above statement, FAR 52.204-10 applies and you are required to report the names and total compensation of each of the five most highly compensated executives for the preceding completed fiscal year:

|  |  |
| --- | --- |
| Name | Total Compensation |
| 1. |  |
| 2. |  |
| 3. |  |
| 4. |  |
| 5. |  |

**Note**:

If the Offeror is awarded, the required information reported pursuant to FAR 52.204-10 will be made public.

If the answer to any of the above questions change during the course of the subcontract, contact the Subcontracts Manager to determine if you will be required to report Executive Compensation.

|  |
| --- |
| **Offeror Certification** |

The undersigned certifies that he/she is authorized to certify and to commit the Offeror regarding the information on this form and for the total offer amount submitted.

|  |  |  |  |
| --- | --- | --- | --- |
| Authorized Signature: |  | Date: |  |
| Type/Print Name: |  |  | |
| Phone: |  |  | |