

Date: October 2002

# EXHIBIT A

## GOVERNMENT PROVISIONS APPLICABLE TO PRIME CONTRACT **F33657-01-C-2095**

The clauses contained in the following Government regulations are incorporated by reference. Where necessary or appropriate to derive proper meaning in a subcontract situation, "Contractor" shall mean Seller. Government clauses cited elsewhere in the contract shall be those in effect TBD. [R/Prel. Rev. B]

### FAR/DFARS Reference

### Title

52.204-2	Security Requirements (AUG 96) (Applies only if the contract requires access to classified information, "Government" means Buyer or the Government.)
52.211-5	Material Requirements (AUG 00) ("Contracting Officer" means Buyer.)
52.211-15	Defense Priority and Allocation Requirements (SEP 90)
52.215-18	Reversion or Adjustment of Plans for Post-Retirement Benefits (PRB) Other than Pensions (OCT 97) (Applicable only if the contract is other than firm-fixed price or if certified cost or pricing data was provided.)
52.219-8	Utilization of Small Business Concerns (OCT 00)
52.222-1	Notice to the Government of Labor Disputes (FEB 97) ("Contracting Officer" means Buyer.)
52.222-21	Prohibition of Segregated Facilities (FEB 99) (Certification required. The clause is to be included in every subcontract or purchase order subject to the equal opportunity clause.)
52.222-26	Equal Opportunity (FEB 99) [Subparagraphs (b)(1) through (11)]
52.223-3	Hazardous Material Identification and Material Safety Data (JAN 97) (Applies only if hazardous material will be delivered)
52.223-7	Notice of Radioactive Materials (JAN 97) (In paragraph (1) insert "sixty (60)" before "days".)

52.225-8	Duty-Free Entry (FEB 00)	
52.227-1, Alt. I	Authorization and Consent (JUL 95, APR 84)	
52.227-10	Filing of Patent Applications - Classified Subject Matter (APR 84) (Applies only if contract will involve access to classified information)	
52.227-12	Patent Rights - Retention by Contractor (Long Form) (JAN 97) [Applies only if Special Provision F.1 is included. If Seller is a small business or nonprofit organization, include FAR 52.227-11, Patent Rights - Retention by the Contractor (Short Form), in such subcontract or purchase order instead of this clause.]	
52.242-15	Stop Work Order (AUG 89) ("Contracting Officer" means Buyer)	
52.244-5	Competition in Subcontracting (DEC 96)	
52.244-6	Subcontracts for Commercial Items and Commercial Components (MAY 01)	
52.245-2	Government Property (Fixed Price Contracts) (DEC 89), Alt. I (DEVIATION) (APR 84). (Such authorization shall be limited to subcontractors having Government approved property control systems.)	R/Rev. A
52.246-23	Limitation of Liability (FEB 97) (This clause can only be used for those supplier items with a unit cost less than \$100,000.)	R/Rev. A
252.204-7000	Disclosure of Information (DEC 91) (Seller will submit requests for authorization through Buyer.)	
252.215-7000	Pricing Adjustments (DEC 91)	
252.223-7001	Hazard Warning Labels (DEC 91)	
252.223-7007	Safeguarding Sensitive Conventional Arms, Ammunition, and Explosives (SEP 99)	
252.225-7002	Qualifying Country Sources as Subcontractors (DEC 91)	
252.225-7009	Duty-Free Entry--Qualifying Country Supplies (End Products and Components) (AUG 00)	
252.225-7010	Duty-Free Entry--Additional Provisions (AUG 00)	
252.225-7012	Preference for Certain Domestic Commodities (AUG 00)	

252.225-7014	Preference for Domestic Specialty Metals, Alt. I (MAR 98) (Applies only if contract item contains specialty metals.)	
252.225-7016	Restriction on Acquisition of Ball and Roller Bearings (AUG 98) (Applies only if contract item contains ball or roller bearings.)	
252.227-7025	Limitations on the Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends (JUN 95)	
252.231-7000	Supplemental Cost Principles (DEC 91)	
252.239-7016	Telecommunications Security Equipment, Devices, Techniques, and Services (DEC 91). This clause applies only if this contract requires securing telecommunications.	
252.243-7001	Pricing of Contract Modifications (DEC 91)	
252.243-7002	Requests for Equitable Adjustment (MAR 98)	
252.244-7000	Subcontracts for Commercial Items and Commercial Components (MAR 00)	
252.245-7001	Reports of Government Property (MAY 94). Seller will provide information Buyer may require to complete Buyer's annual report.	
252.246-7000	(DELETED)	D/Prel. Rev. E
252.247-7024	Notification of Transportation of Supplies by Sea (MAR 00) ("Contracting Officer" and, in the first sentence of paragraph (a), "Contractor" means Buyer.)	
252.251-7000	Ordering from Government Supply Sources (MAY 95) (This clause applies only if Seller is notified by Buyer that Seller is authorized to purchase from Government supply sources in the performance of this contract. Contracting Officer approved required.)	

**The following clauses also apply if the contract price exceeds \$10,000:**

52.222-20	Walsh-Healy Public Contracts Act (DEC 96)	
52.222-35	Affirmative Action for Disabled Veterans and Veterans of the Vietnam ERA (Apr 1998)	

- 52.222-36 Affirmative Action for Workers with Disabilities (JUN 98)
- 52.222-37 Employment Reports on Disabled Veterans and Veterans of the Vietnam Era (JAN 99)

**The following clauses also apply if the contract price exceeds \$100,000:**

- 52.203-6 Restrictions on Subcontractor Sales to the Government (JUL 95)
- 52.203-12 Limitation on Payments to Influence Certain Federal Transactions (JUN 97) (The disclosures of Seller and its lower tier subcontractors required by paragraph (c) shall be submitted to Buyer's Material Representative.)
- 52.215-2 Audit and Records-Negotiation (JUN 99) (Applies if the contract is cost reimbursement, incentive, time-and-materials, labor hour, or price redeterminable type or any combination of these; if cost or pricing data was required; or if cost funding or performance reports will be furnished.)
- 52.215-14 Integrity of Unit Prices (OCT 97) (Excluding paragraph (b)). (Not applicable if only services will be provided.)
- 52.227-2 Notice and Assistance Regarding Patent and Copyright Infringement (AUG 96). (A copy of each notice sent to the Government will be sent to Buyer.) ("Contracting Officer" means Buyer.)
- 52.246-24 Limitation of Liability -- High-Value Items (Feb 1997), Alt I (APR 84) R/Rev. A  
(This clause can only be used for those supplier items with a unit cost greater than or equal to \$100,000.)
- 52.248-1 Value Engineering (FEB 00) [excluding subparagraph (f)]. ("Contracting Officer" shall mean Buyer. If a Value Engineering Change Proposal is accepted by the Government, Seller's share will be 50% of the instant concurrent and future contract net acquisition savings and collateral savings that Buyer receives from the Government. Seller's negotiated share of net acquisition savings or collateral savings shall not reduce the Government's share of concurrent or future savings or collateral savings. Buyer's payments to Seller under this clause are conditioned upon Buyer's receipt of authorization for such payments from the Government.)

- 252.203-7001 Prohibition on Persons Convicted of Fraud or Other Defense Contract Related Felonies (MAR 99) (This clause does not apply to the purchase of commercial items or commercial components. "Contractor" and "contract" are not changed in paragraphs (a) and (b). In paragraph (e), "Government" shall mean Government or Buyer. In paragraph (f), "through the Buyer" is inserted after "Contracting Officer". Paragraph (g) is deleted and "Contracting Officer" shall mean Contracting Officer.)
- 252.209-7000 Acquisition from Subcontractors Subject to On-Site Inspection Under the Intermediate - Range Nuclear Forces (INT) Treaty (NOV 95)
- 252.247-7023 Transportation of Supplies by Sea (MAR 00) (In paragraph (d) "45 days" is changed to 60 days.)
- 252.249-7002 Notification of Anticipated Contract Termination or Reduction (DEC 96) In paragraph (e), "two weeks" is changed to 10 days.)

**The following clauses also apply if the contract price exceeds \$500,000:**

- 52.219-9 Small Business Subcontracting Plan (OCT 00) (Applies only if Seller is not a small business. "Contracting Officer" in paragraph (c) means Buyer.)
- 52.230-2 Cost Accounting Standards (APR 98) (This clause applies only if Seller is subject to Cost Accounting Standards (CAS).)
- 52.230-6 Administration of Cost Accounting Standards (NOV 99) (Add "Buyer and "before "Contracting Officer" in paragraph (e).)
- 252.219-7003 Small, Small Disadvantaged and Women-Owned Business Small Business Subcontracting Plan (DoD Contracts) (APR 96) A/Prel. Rev. F

**The following clauses also apply if the contract price exceeds \$1,000,000:**

- 252.211-7000 Acquisition Streamlining (DEC 91)
- 252.225-7032 Waiver of United Kingdom Levies (OCT 92)

**The following clauses also apply if Technical Data or Computer Software will be Generated or Delivered:**

- 252.227-7013 Rights in Technical Data--Noncommercial Items (NOV 95)

- 252.227-7016 Rights in Bid or Proposal Information (JUN 95)
- 252.246-7001 Warranty of Data (DEC 91) ("Contracting Officer" means Buyer.)

**The following Air Force FAR Supplement clauses are applicable as indicated:**

- 5352.204-9000 Notification of Government Security Activity (MAY 96) (Applies only if work will be performed on a Government installation.)
- 5352.246-9000 Material Inspection and Receiving Report (JUL 97) (Applies if items purchased are to be shipped directly to the U.S. Government or to a foreign destination.)
- 5352.227-9000 Export-Controlled Data Restrictions (JUL 97) [Commercial items, off-the-shelf items (i.e., previously developed items) and items not on the critical technology list are excluded from the requirements of this clause.]

**Additional Provisions:**

**DEFENSE PRIORITY RATING.** If a defense priority rating is identified on the face of this contract, this is a rated order certified for national defense use and the Seller shall follow all the requirements of the Defense Priorities and Allocations Systems Regulation (15 CFR Part 700), including accepting or rejecting this contract in writing within fifteen (15) working days after receipt of DO rated or ten (10) days after receipt if DX rated. If rejected, the reason(s) for such rejection shall be included in the notice to the Buyer. [R/Prel. Rev. C]

**TRUTH IN NEGOTIATIONS ACT.** (Applicable if certified cost or pricing data was provided.) Seller shall comply with the provisions of FAR 52.215-10 and 52.215-12 which are incorporated herein by reference to the extent such clauses are or become applicable to this contract. In the absence of other instructions, Seller shall submit cost or pricing data for changes which exceed the established threshold consistent with the cost or pricing data instructions applicable to the proposal for this contract. Seller shall reimburse the Buyer any amount by which this contract is determined by the Government to have been overpriced because of Seller's or Seller's subcontractor's failure to comply with such provisions plus any interest, fines or other penalties imposed upon the Buyer as a result of the Seller's or the Seller's subcontractor's defective pricing.

---

A = ADDED

D = DELETED

[http://www.boeing.com/companyoffices/doingbiz/terms/exhibits\\_e/f3365701c2095e.htm](http://www.boeing.com/companyoffices/doingbiz/terms/exhibits_e/f3365701c2095e.htm)

**R = REVISED**