

WASHINGTON STATE UNIVERSITY

FEDERAL FLOWDOWN TERMS AND CONDITIONS FOR FEDERAL CONTRACT FUNDED PURCHASES

The Washington State University by and through its Board of Regents has entered into an agreement with the United States of America. This order is entered into with the Vendor in furtherance of the performance of the work required in that agreement. When interpreting applicable FAR provisions, "Government" or "Government Representative" or "Contracting Officer" will refer to the Washington State University or Washington State University's Director of Purchasing Services. The term "Contractor" refers to the Vendor hereunder.

By accepting this order, Vendor agrees to furnish the materials, supplies, or services covered by this order, and to be bound by the terms and conditions set forth in the order, the general terms and conditions set forth within the order, and these special terms and conditions. The applicable FAR sections are incorporated by reference into the order, and will have full force and effect. The complete text of each clause is available and will be provided upon request, or may be viewed at <http://www.acquisition.gov/far/>. The FAR provisions in effect at the time of this order govern. All applicable clauses of the Federal Acquisition Regulations (FAR), with the exception of cost accounting standard clauses are effective as of the date of the contract. Cost accounting Standard clauses are effective as of the date of the purchase order.

1. The following provisions of the Federal Acquisition Regulations (FAR) apply regardless of the amount of this order:

FAR 52.212-5	Contract Terms and Conditions Required to Implement Statutes or Executive Orders—Commercial Items (January 2018)
FAR 52.244-6	Subcontract for Commercial Items (November 2017)
FAR 52.222-21	Prohibition of Segregated Facilities (February 1999)
FAR 52.222-26	Equal Opportunity (September 2016)
FAR 52.222-35	Equal Opportunity for Special Disabled Veterans, Veterans of the Vietnam Era, and Other Eligible Veterans (October 2015)
FAR 52.222-36	Affirmative Action for Workers with Disabilities (July 2014)
FAR 52.222-41	Service Contract Act of 1965 (November 2007) if the contract is subject to the Service Contract Act (41 U.S.C. 351, <i>et seq.</i>); OR
FAR 52.222-51	Exemption from Application of the Service Contract Act to Contracts for Maintenance, Calibration, or Repair of Certain Equipment—Requirements (May 2015); AND
FAR 52.222-53	Exemption from Application of the Service Contract Act to Contracts for Certain Services—Requirements (May 2014) if the contract is exempt from the Service Contract Act (41 U.S.C. 351, <i>et seq.</i>).
FAR 52.222-50	Combating Trafficking in Persons (March 2015)
FAR 52.247-64	Preference for Privately Owned U.S.-Flag Commercial Vessels (February 2006)
DFARS 252.244-7000	Subcontracts for Commercial Items (June 2013)

2. The following provisions of the Federal Acquisition Regulations (FAR) apply to qualifying country components and non-qualifying country components with estimated duties over \$200 per unit, regardless of the amount of this order:

DFARS 252.225-7013	Duty-Free Entry (May 2016)
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3. The following provisions of the Federal Acquisition Regulations (FAR) apply to orders for construction, noncommercial items, and/or commercial items for resale to the Federal Government without adding value, shipped in direct support of US military contingency operations, exercises, or forces deployed in humanitarian or peacekeeping operations or are commissary or exchange cargoes transported outside of the Defense Transportation system in accordance with 10 USC 2643, regardless of the amount of this order:

DFARS 252.247-7024	Notification of Transportation of Supplies by Sea (March 2000)
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4. The following provisions of the Federal Acquisition Regulations (FAR) apply if the funding source is a Department of Defense Contract and will be performed in areas of: contingency operations, combat operations, as designated by the Secretary of Defense, or other significant military operations, as designated by the Secretary of Defense upon agreement of the Secretary of State; or, if the funding source is not the Department of Defense, and the contract will be performed in areas of: Combat operations, as designated by the Secretary of Defense, or other significant military operations, upon agreement of the Secretaries of Defense and State that the clause applies in that area.
 FAR 52.225-26 Contractors Performing Private Security Functions Outside the United States (October 2016)

5. The following provisions of the Code of Federal Regulations (CFR) also apply if this order is for commercial or noncommercial services (unless part of a purchase of a COTS item or an item that would be a COTS item but for minor modifications), the amount of this order exceeds \$3,000 and includes work performed in the United States:
 FAR 52.222-54 Employment Eligibility Verification (October 2015)

6. The following provisions of the Code of Federal Regulations (CFR) also apply if the amount of this order exceeds \$10,000:
 41 CFR § 60-741.5(a) Affirmative Action and Nondiscrimination Obligations of Contractors and Subcontractors Regarding Individuals with Disabilities: This contractor and subcontractor shall abide by the requirements of 41 CFR 60-741.5(a). This regulation prohibits discrimination against qualified individuals on the basis of disability, and requires affirmative action by covered prime contractors and subcontractors to employ and advance in employment qualified individuals with disabilities.
 41 CFR § 60-741.44(f)(1)(ii) The Washington State University complies with federal affirmative action requirements, requires that suppliers comply with applicable federal affirmative action requirements.

7. The following provisions of the Federal Acquisition Regulations (FAR) also apply if foreign supplies in excess of \$15,000 will be imported into the customs territory of the United States or supplies identified in the Harmonized Tariff Schedule of the United States to be accorded duty-free entry will be imported into the customs territory of the United States regardless of the amount of this order:
 FAR 52.225-8 Duty Free Entry (October 2010)

8. The following provisions of the Federal Acquisition Regulations (FAR) also apply to orders for the provision, service or sale of food within the United States if the amount of this order exceeds \$25,000:
 FAR 52.226-6 Promoting Excess Food Donation to Nonprofit Organizations (May 2014)

9. The following provisions apply if the amount of this order exceeds \$35,000 and is not for commercial items:
 By accepting this contract, Vendor hereby discloses to the University, in writing, within the meaning of 48 CFR 52.209-6(c), that at the time of contracting, Vendor and its principals are not debarred, suspended, or proposed for debarment by the Federal Government. The University shall be entitled to rely on this disclosure.
 FAR 52.209-6 Protecting the Government's Interest When Subcontracting With Contractors Debarred, Suspended, or Proposed for Debarment (August 2013)

10. The following provisions of the Code of Federal Regulations (CFR) also apply if the amount of this order is equal to or exceeds \$100,000:
 41 CFR §§ 60-300.5(a) Affirmative Action and Nondiscrimination Obligations of Contractors and Subcontractors Regarding Disabled Veterans, Recently Separated Veterans, Other Protected Veterans and Armed Forces Service Medal Veterans: This contractor and subcontractor shall abide by the requirements of 41 CFR 60-300.5(a). This regulation prohibits discrimination against qualified protected veterans, and requires affirmative action by covered prime contractors and subcontractors to employ and advance in employment qualified protected veterans.
 FAR 52.222-37 Employment Reports on Veterans (February 2016)

41 CFR § 60-300.44 (f) The Washington State University complies with federal affirmative action requirements,
(1)(ii) requires that suppliers comply with applicable federal affirmative action requirements.

11. The following provisions of the Federal Acquisition Regulations (FAR) also apply if the amount of this order does not exceed \$150,000:

FAR 52.249-1 Termination for Convenience of the Government (Fixed-Price) (Short Form) (April 1984); OR
FAR 52.249-5 Termination for Convenience of the Government (Educational and Other Nonprofit Institutions) for contracts with an Educational or Nonprofit Institution (August 2016)
DFARS 252.247-7023 Transportation of Supplies by Sea (April 2014)
(a)-(e) & (h)

12. The following provisions of the Federal Acquisition Regulations (FAR) also apply if the amount of this order exceeds \$150,000:

FAR 52.219-8 Utilization of Small Business Concerns (November 2016)
FAR 52.222-40 Notification of Employee Rights Under the National Labor Relations Act (December 2010)
FAR 52.249-2 Termination for Convenience of the Government (Fixed Price) (April 2012) *or*
FAR 52.249-5 Termination for Convenience of the Government (Educational and Other Nonprofit Institutions) for contracts with an Educational or Nonprofit Institution (August 2016)
DFARS 252.247-7023 Transportation of Supplies by Sea (April 2014)

13. The following provisions of the Federal Acquisition Regulations (FAR) also apply if this order is for services to be provided under the contract the amount of this order exceeds \$150,000:

FAR 52.222-17 Non-displacement of Qualified Workers (May 2014)

14. The following provisions of the Federal Acquisition Regulations (FAR) also apply if the amount of this order exceeds \$700,000:

FAR 52.219-9 Small Business and Small Disadvantaged Business Subcontracting Plan (January 2017)

15. The following provisions of the Federal Acquisition Regulations (FAR) also apply if this order is negotiated and the amount of this order exceeds \$750,000:

FAR 52.230-5 Cost Accounting Standards—Educational Institution (August 2016)
FAR 52.215-12 Subcontractor Certified Cost or Pricing Data (Oct 2010)

16. The following provisions of the Federal Acquisition Regulations (FAR) also apply if the amount of this order exceeds \$5,000,000 and the Period of Performance is more than 120 days:

FAR 52.203-13 Contractor Code of Business Ethics and Conduct (October 2015)

17. The following provisions of the Federal Acquisition Regulations (FAR) also apply if the amount of this order exceeds \$5,000,000 and the contract is for a non-commercial item or is performed entirely outside the United States:

FAR 52.203-14 Display of Hotline Posters (October 2015)

Washington State University reserves all administrative, contractual, and legal remedies against the contractor or vendor who breaches any of the contract terms.