

The following Federal Acquisition Regulation (“FAR”) and HHS Acquisition Regulation clauses are incorporated by reference to the extent indicated below. These clauses set forth Seller’s minimum obligations and do not diminish any Seller obligations set forth elsewhere in the Subcontract. For purposes of this introductory paragraph and the headings below, the term Subcontract shall include any agreement between Magellan Federal and Seller, to include Subcontracts, Task Orders, Purchase Orders, Basic Ordering Agreements. The effective version of each clause shall be the version that applies to Magellan Federal under its prime contract or higher-tier subcontract. In all cases, the clauses shall be interpreted to apply to Seller as necessary to reflect the position of Seller as a subcontractor to Magellan Federal, to ensure Seller’s obligations to Magellan Federal, and to enable Magellan Federal to meet its obligations to its customer. Without limiting the foregoing: (1) unless the context of the clause or applicable law requires otherwise, the term “Contractor” shall mean Seller, the term “Contract” shall mean the Subcontract as that term is defined above, the term “Subcontractor” shall mean Seller’s subcontractor, and the terms “Government,” “Contracting Officer” and equivalent phrases shall mean Magellan Federal and Magellan Federal Contractual Representative, respectively; (2) the words “Government” and “Contracting Officer” do not change when a right, act, authorization or obligation can be granted or performed only by the Government or when title to property is to be transferred directly to the Government; and (3) where a clause specifies the number of days in which Seller must act, that number shall be reduced by half. Seller shall include any applicable clauses in their subcontracts with lower-tier suppliers to the extent specified in the clauses.

In the event of a conflict between the terms of this Attachment and the terms of the Agreement, the terms of this Attachment shall take precedence.

The full text of a provision may be accessed electronically at the following address:

<https://www.acquisition.gov/far>

<https://www.acquisition.gov/gsam/gsam.html/>

<https://www.acq.osd.mil/dpap/dars/dfarspgi/current/index.html>

FAR	Clause
52.202-1	Definitions
52.203-3	Gratuities
52.203-6	Restrictions on Subcontractor Sales to the Government
52.203-7	Anti-Kickback Procedures (excluding (c)(1))
52.203-11	Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions
52.203-12	Limitation on Payments to Influence Certain Federal Transactions
52.203-13	Contractor Code of Business Ethics and Conduct
52.203-14	Display of Hotline Posters
52.203-15	Whistleblower Protections Under the American Recovery and Reinvestment Act of 2009 (if Subcontract is funded in whole or in part with Recovery Act funds)
52.203-16	Preventing Personal Conflicts of Interest (if Subcontract includes acquisition functions closely associated with inherently governmental functions)

FAR	Clause
52.203-17	Contractor Employee Whistleblower Rights and Requirement to Inform Employees of Whistleblower Rights
52.203-18	Prohibition on contracting with Entities That Require Certain Internal Confidentiality Agreements or Statements
52.203-19	Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements
52.204-2	Security Requirements (if Subcontract involves access to classified information)
52.204-9	Personal Identity Verification of Contractor Personnel
52.204-14	Service Contract Reporting Requirements.
52.20415	Service Contract Reporting Requirements for Indefinite-Delivery Contracts
52.204-21	Basic Safeguarding of Covered Contractor Information System (is Seller may have Federal contract information, as defined in the clause, residing in or transiting through its information system)
52.204-23	Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities
52.204-25	Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment
52.204-9	Personal Identity Verification of Contractor Personnel (if Seller has access to Government facilities or systems)
52.207-3	Right of First Refusal of Employment (if Subcontract includes work currently performed by Government employees)
52.209-6	Protecting the Government's Interest When Subcontracting with Contractors Debarred, Suspended, or Proposed for Debarment
52.215-2	Audit and Records—Negotiation, Alternate II (Aug 2016)
52.215-12	Subcontractor Cost or Pricing Data (if Buyer is required to submit Certified Cost or Pricing Data and Seller is not exempt under FAR 15.403)
52.215-13	Subcontractor Cost or Pricing Data – Modifications (if Buyer is required to submit Certified Cost or Pricing Data and Seller is not exempt under FAR 15.403)
52.215-15	Pension Adjustment and Asset Reversions (if Subcontract meets requirements of FAR 15.408(g))
52.215-17	Waiver of Facilities Capital Cost of Money (if Subcontract is subject to FAR 31.2 and Seller did not propose facilities capital cost of money)
52.215-18	Reversion or Adjustment of Plans for Post-Retirement Benefits (if Subcontract meets requirements of FAR 15.408(j))
52.215-19	Notification of Ownership Changes (if Subcontract meets requirements of FAR 15.408(k))
52.215-23	Limitation on Pass-Through Charges (if Subcontract meets requirements of paragraph (f))
52.216-7	Allowable Cost and Payment (applies only to the material portion of time and materials contracts; does not apply to labor hour contracts)
52.216-8	Fixed Fee (if Subcontract includes a fixed fee)
52.216-10	Incentive Fee (if Subcontract includes an incentive fee; amount of fee shall be as set forth in Subcontract)
52.219-8	Utilization of Small Business Concerns
52.219-9	Small Business Subcontracting Plan (unless Seller is a small business)
52.222-19	Child Labor – Cooperation with Authorities and Remedies
52.222-2	Payment for Overtime Premiums (in paragraph (a) add "0")

FAR	Clause
52.222-21	Prohibition of Segregated Facilities
52.222-26	Equal Opportunity
52.222-35	Equal Opportunity for Veterans
52.222-36	Equal Employment for Workers with Disabilities
52.222-37	Employment Reports on Veterans
52.222-40	Notification of Employee Rights Under the National Labor Relations Act
52.222-41	Service Contract Labor Standards (if Subcontract is subject to the Service Contract Labor Standards statute)
52.222-50	Combating Trafficking in Persons
52.222-53	Exemption from Application of the Service Contract Labor Standards to Contracts for Certain Services – Requirements (if services meet all requirements for exemption)
52.222-54	Employment Eligibility Verification
52.222-55	Minimum wages for contractor workers under Executive Order 14026
52.223-18	Encouraging Contractor Policies to Ban Text Messaging While Driving
52.224-1	Privacy Act Notification
52.224-2	Privacy Act (if Subcontract involves system of records on individuals subject to the Privacy Act)
52.225-1	Buy American Act - Supplies
52.225-13	Restrictions on Certain Foreign Purchases
52.227-1	Authorization and Consent
52.227-2	Notice and Assistance Regarding Patent and Copyright Infringement
52.227-14	Rights in Data – General with Alternates I, II, and III (unless another data rights clause is identified as replacing this clause)
52.228-5	Insurance – Work on a Government Installation (if Subcontract involves work on a Government installation; insurance shall per FAR 28.307-2 unless otherwise stated)
52.230-2	Cost Accounting Standards (if Seller is required to complete Buyer's CAS certificate prior to award and the Subcontract is not exempt pursuant to 48 C.F.R. 9903.201-1, subject to modified CAS coverage pursuant to 48 C.F.R. 9903.201-2, or Seller is an educational institution (other than an FFRDC) or foreign concern; delete paragraph (b))
52.230-3	Disclosure and Consistency of Cost Accounting Practices (if Seller is required to complete Buyer's CAS certificate prior to award and the Subcontract is not exempt pursuant to 48 C.F.R. 9903.201-1, subject to full CAS coverage pursuant to 48 C.F.R. 9903.201-1, or Seller is an educational institution (other than an FFRDC) or foreign concern; delete paragraph (b))
52.230-5	Cost Accounting Standards – Educational Institutions (if Seller is required to complete Buyer's CAS certificate prior to award and Seller is an educational institution (other than an FFRDC) and Subcontract is not exempt pursuant to 9903.201-1 delete paragraph (b))
52.230-6	Administration of Cost Accounting Standards (if 52.230-2, 52.230-3, 52.230-4, or 52.230-5 applies)
52.232-20	Limitation of Cost (if Subcontract is fully funded)
52.232-22	Limitation of Funds (if Subcontract is incrementally funded)
52.232-40	Providing Accelerated Payments to Small Business Concerns (if Seller is a small business and Magellan Federal receives accelerated payments under its contract)
52.232-7	Payments Under Time-and-Materials and Labor-Hour Contracts
52.233-3	Protest After Award with Alternate I

FAR	Clause
52.237-3	Continuity of Services (if Subcontract includes services)
52.239-1	Privacy or Security Safeguards (if Subcontract involves design, development, or operation of a system of records)
52.242-15	Stop Work Order
52.243-3	Changes—Time-and-Materials or Labor-Hours
52.243-6	Change Order Accounting
52.244-6	Subcontracts for Commercial Items
52.245-1	Government Property
52.245-9	Use and Charges

HHSAR	Clause
352.203-70	Anti-Lobbying.
352.204-70	Prevention and Public Health Fund--Reporting Requirements
352.208-70	Printing and Duplication
352.211-1	Public Accommodations and Commercial Facilities.
352.211-2	Conference Sponsorship Requests and Conference Materials
352.211-3	Paperwork Reduction Act
352.222-70	Contractor Cooperation in Equal Employment Opportunity Investigations
352.223-70	Safety and Health.
352.224-70	Privacy Act
352.224-71	Confidential Information.
352.227-70	Publications and Publicity
352.231-70	Salary Rate Limitation
352.233-71	Litigation and Claims.
352.237-70	Pro-Children Act
352.237-71	Crime Control Act of 1990--Reporting of Child Abuse
352.237-72	Crime Control Act of 1990--Requirement for Background Checks
352.237-73	Indian Child Protection and Family Violence Act
352.237-74	Non-Discrimination in Service Delivery
352.237-75	Key Personnel
352.239-74	Electronic and Information Technology Accessibility
352.270-6	Restriction on Use of Human Subjects