

The following updates reflect changes to various provisions and clauses of U.S. Government acquisition regulations, including the Federal Acquisition Regulations ("FAR") and the Department of Defense FAR Supplement ("DFARS"). By this reference, said updates are incorporated in and made an integral part of the General Terms and Conditions (TC) documents identified below.

**A. Update to TC-001 (02/07), General Terms and Conditions of Purchase**

**1. The following clauses are ADDED to Section 19(e):**

- 14. Combating Trafficking in Persons and Alternate 1 (Include Alternate 1 if it is included in the prime contract) 52.222-50 & Alt 1
- 15. Excessive Pass-Through Charges – Identification of Subcontract Effort. (Applicable only to solicitations for Purchase Orders other than firm-fixed price Purchase Orders and fixed-price Purchase Orders with economic adjustment.) 252.215-7003, excluding (c)(1), which is deleted from this clause
- 16. Excessive Pass-Through Charges. (Not applicable to firm-fixed price Purchase Orders and fixed-price Purchase Orders with economic price adjustment.) 252.215-7004

**2. In DFARS 252.215-7003, the term "Offeror" shall mean Seller.**

**3. Section 19(e)9 is REPLACED as follows:**

- 9. Preference for Domestic Specialty Metals (DEVIATION No. 2006-O0004) and Alternate 1 (DEVIATION No. 2006-O004) (These deviations apply to Purchase Orders under prime contracts entered into after November 15, 2006, and before October 26, 2007) 252.225-7014 (Deviation (Dev.) No. 2006-O0004) & Alt 1 (Dev. No. 2006-O0004)
- Preference for Domestic Specialty Metals (DEVIATION No. 2007-O0011) and Alternate 1 (DEVIATION No. 2007-O0011) (These deviations apply to Purchase Orders under prime contracts entered into after October 25, 2007 and before January 29, 2008.) 252.225-7014 (Dev. No. 2007-O0011 & Alt 1 (Dev. No. 2007-O0011)
- Preference for Domestic Specialty Metals (DEVIATION No. 2008-O0002) and Alternate 1 (DEVIATION No. 2008-O0002) (These deviations apply to Purchase Orders under prime contracts entered into after January 28, 2008.) 252.225-7014 (Dev. No. 2008-O0002 & Alt 1 (Dev. No. 2008-O0002)

**B. Update to TC-002 (02/07), General Terms and Conditions of Purchase – Supplement 1**

**1. The following clauses are DELETED from Section 2.A.:**

- 2. Covenant Against Contingent Fees. 52.203-5
- 10. Contract Work Hours and Safety Standards Act-Overtime Compensation. 52.222-4
- 24. Patent Rights-Retention by the Contractor (Long Form) 52.227-12
- 34. Government Property. (Fixed-Price Contracts) (This clause is deleted only as to Purchase Orders under prime contracts) 52.245-2

entered into after June 13, 2007.)

- 35. Special Tooling. (This clause is deleted only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-17
- 36. Special Test Equipment. (This clause is deleted only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-18
- 37. Government Property Furnished "As Is". (This clause is deleted only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-19

**2. The following clauses or placeholder text are ADDED to Section 2.A.:**

- 2. Use and Charges. (JUNE 2007) (This clause is added only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-9
- 10. [RESERVED]
- 24. [RESERVED]
- 34. Government Property. (JUNE 2007) (This clause is added only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-1
- 35. Government Property. (JUNE 2007) (Alternate I – Applicable to Purchase Orders other than cost-reimbursement, time & materials and labor-hour Purchase Orders and fixed-price Purchase Orders awarded on the basis of submission of cost or pricing data.) (This clause is added only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-1
- 36. Government Property. (JUNE 2007) (Alternate II – Applicable to Purchase Orders for the conduct of basic or applied research at nonprofit institutions of higher education or at nonprofit institutions whose primary purpose is the conduct of scientific research.) (This clause is added only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-1
- 37. Government Property Installation Services (JUNE 2007) (Applicable if Purchase Order is a service contract to be 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.) (This clause is added only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-2

**3. The following clauses are REPLACED in Section 2.A.:**

- 23. Patent Rights – Ownership by the Contractor 52.227-11
- 26. Commercial Computer Software License 52.227-19

**4. The following clauses are ADDED to Section 2.C.:**

- 12. Covenant Against Contingent Fees 52.203-5
- 13. Contract Work Hours and Safety Standards Act-Overtime Compensation 52.222-4

**5. The following clause is DELETED from Section 2.F.:**

- 14. Government Property (Cost-Reimbursement, Time & Material or Labor Hour Contracts) (This clause is deleted only as to Purchase Orders under prime contracts entered into after June 13, 2007.) 52.245-5
- 6. The following placeholder text is ADDED to Section 2.F.:
  - 14. [RESERVED]
- 7. Section 2.F.2. is REPLACED as follows:
  - 2. Allowable Cost and Payment - Seller agrees to execute assignment documents in order to comply with subsection (h) 52.216-7
- 8. The following Section, 2.G., containing the following clauses, is ADDED:
  - G. APPLICABLE TO ORDERS OVER \$5,000,000 AND WITH A PERFORMANCE PERIOD OF MORE THAN 120 DAYS
    - 1. Contractor Code of Business Ethics and Conduct (DEC 2007) (This clause is added only to Purchase Orders under prime contracts entered into after December 23, 2007, except Purchase Orders for the acquisition of commercial items or where performance will be entirely outside the United States.) 52.203-13
    - 2. Display of Hotline Poster(s) (DEC 2007) (This clause is added only to Purchase Orders under prime contracts entered into after December 23, 2007, except Purchase Orders for the acquisition of commercial items or where performance will be entirely outside the United States.) 52.203-14
- C. Update to TC-003 (02/07), General Terms and Conditions of Purchase – Supplement 2
  - 1. The following Sections are REPLACED as follows:
    - 4. Combating Trafficking in Persons (Applicable to Purchase Orders under prime contracts entered into prior to September 24, 2007) 252.222-7006
    - Combating Trafficking in Persons (DEVIATION) and Alternate 1 (DEVIATION) (These deviations apply to Purchase Orders under prime contracts entered into after September 23, 2007) 252.222-7006 (Dev.) & Alt 1 (Dev.)
    - 16. Preference for Domestic Specialty Metals (DEVIATION No. 2006-O0004) and Alternate 1 (DEVIATION No. 2006-O0004) (These deviations apply to Purchase Orders under prime contracts entered into after November 15, 2006, and before October 26, 2007.) 252.225-7014 (Dev. No. 2006-O0004) & Alt 1 (Dev. No. 2006-O0004)
    - Preference for Domestic Specialty Metals (DEVIATION No. 2007-O0011) and Alternate 1 (DEVIATION No. 2007-O0011) (These deviations apply to Purchase Orders under prime contracts entered into after October 25, 2007 and before January 29, 2008.) 252.225-7014 (Dev. No. 2007-O0011) & Alt 1 (Dev. No. 2007-O0011)
    - Preference for Domestic Specialty Metals (DEVIATION No. 2008-O0002) and Alternate 1 (DEVIATION No. 2008-O0002) (These deviations apply to Purchase Orders under prime contracts entered into after January 28, 2008.) 252.225-7014 (Dev. No. 2008-O0002) & Alt 1 (Dev. No. 2008-O0002)
- 38. Patent Rights – Ownership by the Contractor (Large Business) (DEC 2007) 252.227-7038
- 2. The following clauses are ADDED to the list of clauses that apply to all Purchase Orders regardless of value:
  - 51(a). Excessive pass-through charges-identification of subcontract effort. (Applicable only to solicitations for Purchase Orders other than firm fixed-price Purchase Orders and fixed-price Purchase Orders with economic price adjustment, awarded on the basis of adequate price competition.) 252.215-7003, excluding (c)(1), which is deleted from this clause
  - 51(b). Excessive pass-through charges (Not applicable to firm fixed-price Purchase Orders and fixed-price Purchase Orders with economic price adjustment, awarded on the basis of adequate price competition.) 252.215-7004
- 3. In DFARS 252.215-7003, the term "Offeror" shall mean Seller.