

# ERC, Inc.

## Prime Flow Down Clauses

### W91CRB-17-D-0009

### RTC Wide Engineering and Support Services (RWESS)

The following Federal Acquisition Regulation (FAR) and Defense Federal Acquisition Regulation Supplement (DFARS) clauses are prime contract "flow-down" clauses to any subcontract or purchase order. Lower-tier subcontracting is not allowed without prior ERC written approval. If ERC provides written approval, the Seller shall flow down the appropriate FAR and DFARS clauses in each lower-tier subcontract. At the Seller's written request, ERC, Incorporated will make available these clauses in full text. These clauses, incorporated herein by reference, are made part of any order with the same force and effect as if set forth in full text.

In the application of these clauses to the Seller, the term "Contracting Officer" shall be interpreted to mean the "ERC, Incorporated Subcontracts Administrator/Buyer" and/or the "ERC, Incorporated Contracting Official" signing the subcontract. The term "contract" shall be interpreted to mean "Purchase Order" or "Subcontract Agreement". The term "contractor" shall be interpreted to mean "Seller" or "Subcontractor". Exceptions to these definitions are where the specific application has clear legal reference to the "US Government" or to the government agency's "Contracting Officer." Any questions concerning interpretation should be referred to ERC, Incorporated Corporation.

For those clauses that require access to Subcontractor's proprietary data, the references to "Contracting Officer", "Contractor" and "Subcontractor" shall retain their original meanings.

Clause	Title	Date
52.202-1	Definitions	NOV 2013
52.203-3*	Gratuities	APR 1984
52.203-5*	Covenant Against Contingent Fees	MAY 2014
52.203-6*	Restrictions On Subcontractor Sales To The Government	SEP 2006
52.203-7*	Anti-Kickback Procedures	MAY 2014

<b>Clause</b>	<b>Title</b>	<b>Date</b>
52.203-8*	Cancellation, Rescission, and Recovery of Funds for Illegal or Improper Activity	MAY 2014
52.203-10*	Price Or Fee Adjustment For Illegal Or Improper Activity	MAY 2014
52.203-13	Contractor Code of Business Ethics and Conduct	OCT 2015
52.204-2*	Security Requirements	AUG 1996
52.204-4	Printed or Copied Double-Sided on Postconsumer Fiber Content Paper	MAY 2011
52.204-9*	Personal Identity Verification of Contractor Personnel	JAN 2011
52.204-10*	Reporting Executive Compensation and First- Tier Subcontract Awards	OCT 2015
52.204-24*	Representation Regarding Certain Telecommunications and Video Surveillance Services Or Equipment	OCT 2020
52.204-25*	Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services Or Equipment	AUG 2020
52.204-26*	Covered Telecommunications Equipment or Services-Representation	OCT 2020
52.209-6*	Protecting the Government's Interest When Subcontracting With Contractors Debarred, Suspended, or Proposed for Debarment	OCT 2015
52.209-9	Updates of Publicly Available Information Regarding Responsibility Matters	JUL 2013
52.210-1	Market Research	APR 2011
52.211-15	Defense Priority And Allocation Requirements	APR 2008
52.215-8	Order of Precedence--Uniform Contract Format	OCT 1997
52.215-10	Price Reduction for Defective Certified Cost or Pricing Data	AUG 2011
52.215-12	Subcontractor Certified Cost or Pricing Data (Deviation 2018-O0015)	JUL 2018
52.215-15	Pension Adjustments and Asset Reversions	OCT 2010
	52.215-18 Reversion or Adjustment of Plans for Postretirement Benefits (PRB) Other than Pensions Postretirement Benefits (PRB) Other than Pensions	JUL 2005
52.215-19	Notification of Ownership Changes	OCT 1997
52.215-23*	Limitations on Pass-Through Charges	OCT 2009
52.216-7	Allowable Cost And Payment	JUN 2013
52.216-8	Fixed Fee	JUN 2011
52.219-8*	Utilization of Small Business Concerns	OCT 2014
52.222-2	Payment For Overtime Premiums	JUL 1990
52.222-3*	Convict Labor	JUN 2003
52.222-4	Contract Work Hours and Safety Standards- Overtime Compensation	MAY 2014
52.222-19	Child Labor -- Cooperation with Authorities and Remedies	FEB 2016

52.222-21	Prohibition Of Segregated Facilities	APR 2015
52.222-26*	Equal Opportunity	APR 2015
52.222-35*	Equal Opportunity for Veterans	OCT 2015

Clause	Title	Date
52.222-36*	Equal Opportunity for Workers with Disabilities	JUL 2014
52.222-37	Employment Reports on Veterans	OCT 2015
52.222-40	Notification of Employee Rights Under the National Labor Relations Act	DEC 2010
52.222-41	Service Contract Labor Standards	MAY 2014
52.222-42	Statement Of Equivalent Rates For Federal Hires	MAY 2014
52.222-50 Alt I	Combating Trafficking in Persons (MAR 2015) – Alternate I	MAR 2015
52.222-54	Employment Eligibility Verification	OCT 2015
52.223-5	Pollution Prevention and Right-to-Know Information	MAY 2011
52.223-6	Drug-Free Workplace	MAY 2001
52.223-10	Waste Reduction Program	MAY 2011
52.223-18*	Encouraging Contractor Policies To Ban Text Messaging While Driving	AUG 2011
52.225-13*	Restrictions on Certain Foreign Purchases	JUN 2008
52.228-5	Insurance - Work On A Government Installation	JAN 1997
52.228-7	Insurance--Liability To Third Persons	MAR 1996
52.229-3	Federal, State And Local Taxes	FEB 2013
52.232-9	Limitation On Withholding Of Payments	APR 1984
52.232-17	Interest	MAY 2014
52.232-23	Assignment Of Claims	MAY 2014
52.232-25 Alt I	Prompt Payment (July 2013) Alternate I	FEB 2002
52.232-33	Payment by Electronic Funds Transfer--System for Award Management	JUL 2013
52.233-1	Disputes	MAY 2014
52.233-3 Alt I	Protest After Award (Aug 1996) - Alternate I	JUN 1985
52.233-4	Applicable Law for Breach of Contract Claim	OCT 2004
52.237-2	Protection Of Government Buildings, Equipment, And Vegetation	APR 1984
52.237-3	Continuity Of Services	JAN 1991
52.242-1	Notice of Intent to Disallow Costs	APR 1984
52.242-3	Penalties for Unallowable Costs	MAY 2014
52.242-13	Bankruptcy	JUL 1995

52.243-2 Alt I	Changes--Cost-Reimbursement (Aug 1987) – Alternate I	APR 1984
52.244-2	Subcontracts	OCT 2010
52.244-5	Competition In Subcontracting	DEC 1996

Clause	Title	Date
52.244-6*	Subcontracts for Commercial Items	DEC 2015
52.245-1	Government Property	APR 2012
52.245-9	Use And Charges	APR 2012
52.246-25	Limitation Of Liability--Services	FEB 1997
52.247-63	Preference For U.S. Flag Air Carriers	JUN 2003
52.248-1	Value Engineering OCT 2010	
52.249-6	Termination (Cost Reimbursement)	MAY 2004
52.249-14	Excusable Delays APR	APR 1984
52.253-1	Computer Generated Forms	JAN 1991
252.201-7000	Contracting Officer's Representative	DEC 1991
252.203-7000	Requirements Relating to Compensation of Former DoD Officials	SEP 2011
252.203-7001*	Prohibition On Persons Convicted of Fraud or Other Defense-Contract-Related Felonies	DEC 2008
252.203-7002	Requirement to Inform Employees of Whistleblower Rights	SEP 2013
252.203-7004	Display of Fraud Hotline Poster(s)	OCT 2015
252.204-7000	Disclosure Of Information	AUG 2013
252.204-7002	Payment For Subline Items Not Separately Priced	DEC 1991
252.204-7003	Control Of Government Personnel Work Product	APR 1992
252.204-7005	Oral Attestation of Security Responsibilities	NOV 2001
252.204-7012	Safeguarding Covered Defense Information and Cyber Incident Reporting	DEC 2015
252.205-7000	Provision Of Information To Cooperative Agreement Holders	DEC 1991
252.209-7004	Subcontracting With Firms That Are Owned or Controlled By The Government of a Country that is a State Sponsor of Terrorism	OCT 2015
252.211-7007	Reporting of Government-Furnished Property	AUG 2012
252.211-7008	Use of Government-Assigned Serial Numbers	SEP 2010
252.215-7000	Pricing Adjustments	DEC 2012
252.215-7002	Cost Estimating System Requirements	DEC 2012
252.223-7004	Drug Free Work Force	SEP 1988
252.225-7012	Preference For Certain Domestic Commodities	FEB 2013

252.225-7043	Antiterrorism/Force Protection Policy for Defense Contractors Outside the United States	JUN 2015
252.226-7001*	Utilization of Indian Organizations and Indian- Owned Economic Enterprises, and Native Hawaiian Small Business Concerns	SEP 2004

Clause	Title	Date
252.227-7013*	Rights in Technical Data--Noncommercial Items	FEB 2014
252.227-7016*	Rights in Bid or Proposal Information	JAN 2011
252.227-7025	Limitations on the Use or Disclosure of Government-Furnished Information Marked with Restrictive Legends	MAY 2013
252.227-7030	Technical Data--Withholding Of Payment	MAR 2000
252.227-7037	Validation of Restrictive Markings on Technical Data	JUN 2013
252.228-7001	Ground And Flight Risk	JUN 2010
252.232-7010	Levies on Contract Payments	DEC 2006
252.237-7010	Prohibition on Interrogation of Detainees by Contractor Personnel	JUN 2013
252.242-7005	Contractor Business Systems	FEB 2012
252.242-7006	Accounting System Administration	FEB 2012
252.243-7002	Requests for Equitable Adjustment	DEC 2012
252.245-7001	Tagging, Labeling, and Marking of Government- Furnished Property	APR 2012
252.245-7002	Reporting Loss of Government Property (Deviation 2020-O0004)	FEB 2020
252.245-7003	Contractor Property Management System Administration	APR 2012
252.245-7004	Reporting, Reutilization, and Disposal	SEP 2016

\*Mandatory