

FAR Commercial Items Flow Down Requirements

Part 1. FAR 52.244-6. Subcontracts for Commercial Items. (1) As required pursuant to FAR 52.212-5 (Aug 2018), CenturyLink is flowing down the following provisions in each master agreement or Order for commercial items. Supplier agrees to comply with each of the following. References to “Contractor” in the text of each of the below references shall refer to Supplier for the purposes of compliance with these provisions. Unless otherwise indicated below, the extent of the flow down shall be as required by the clause—

(i) 52.203-13, Contractor Code of Business Ethics and Conduct (Oct 2015) (41 U.S.C. 3509) if the agreement between Supplier and CenturyLink exceeds \$5.5 million and has a performance period of more than 120 days. In altering this clause to identify the appropriate parties, all disclosures of violation of the civil False Claims Act or of Federal criminal law shall be directed to CenturyLink’s General Counsel for submission to the Government agency’s Office of the Inspector General, with a copy to its Contracting Officer.

(ii) Reserved.

(iii) 52.203-19, Prohibition on Requiring Certain Internal Confidentiality Agreements or Statements (Jan 2017).

(iv) 52.204-21, Basic Safeguarding of Covered Contractor Information Systems (JUN 2016) other than if the agreement between Supplier and CenturyLink is for commercially available off-the-shelf items, if flow down is required in accordance with paragraph (c) of FAR clause 52.204-21.

(v) 52.204-23, Prohibition on Contracting for Hardware, Software, and Services Developed or Provided by Kaspersky Lab and Other Covered Entities (Jul 2018) (Section 1634 of Pub. L. 115-91).

(vi) 52.204-25, Prohibition on Contracting for Certain Telecommunications and Video Surveillance Services or Equipment (AUG 2019) (Section 889(a)(1)(A) of Pub. L. 115-232).

(vii) 52.219-8, Utilization of Small Business Concerns (Nov 2016) (15 U.S.C. 637(d)(2) and (3)), in all subcontracts that offer further subcontracting opportunities. If the subcontract (except subcontracts to small business concerns) exceeds \$700,000 (\$1.5 million for construction of any public facility), the subcontractor must include 52.219-8 in lower tier subcontracts that offer subcontracting opportunities.

(viii) 52.222-21, Prohibition of Segregated Facilities (Apr 2015)

(ix) 52.222-26, Equal Opportunity (Sept 2016) (E.O. 11246).

(x) 52.222-35, Equal Opportunity for Veterans (Oct 2015) (38 U.S.C. 4212).

(xi) 52.222-36, Equal Opportunity for Workers with Disabilities (Jul 2014) (29 U.S.C. 793).

(xii) 52.222-37, Employment Reports on Veterans (Feb 2016) (38 U.S.C. 4212)

(xiii) 52.222-40, Notification of Employee Rights Under the National Labor Relations Act (Dec 2010) (E.O. 13496) if flow down is required in accordance with paragraph (f) of FAR clause 52.222-40.

(xiv)

(A) 52.222-50, Combating Trafficking in Persons (Mar 2015) (22 U.S.C. chapter 78 and E.O. 13627).

(B) Alternate I (Mar 2015) of 52.222-50 (22 U.S.C. chapter 78 and E.O 13627).

(xv) 52.222-55, Minimum Wages Under Executive Order 13658 (Dec 2015), if flow down is required in accordance with paragraph (k) of FAR clause 52.222-55.

(xvi) 52.222-62, Paid Sick Leave Under Executive Order 13706 (Jan 2017) (E.O. 13706), if flow down is required in accordance with paragraph (m) of FAR clause 52.222-60..

(xvii)

(A) 52.224-3, Privacy Training (Jan 2017) (5 U.S.C. 552a) if flow down is required in accordance with 52.224-3(f).

(B) Alternate I (Jan 2017) of 52.224-3, if flow down is required in accordance with 52.224-3(f) and the Government end-user agency specifies that only its agency-provided training is acceptable.

(xviii) 52.225-26, Contractors Performing Private Security Functions Outside the United States (Oct 2016) (Section 862, as amended, of the National Defense Authorization Act for Fiscal Year 2008; 10 U.S.C. 2302 Note).

(xix) 52.232-40, Providing Accelerated Payments to Small Business Subcontractors (Dec 2013), if flow down is required in accordance with paragraph (c) of FAR clause 52.232-40.

(xx) 52.247-64, Preference for Privately Owned U.S.-Flag Commercial Vessels (Feb 2006) (46 U.S.C. Appx. 1241(b) and 10 U.S.C. 2631) if flow down is required in accordance with paragraph (d) of FAR clause 52.247-64.

(2) While not required, the Contractor may include in its subcontracts for commercial items a minimal number of additional clauses necessary to satisfy its contractual obligations.

(3) Supplier shall include this FAR 52.244-6 in all lower-tier subcontracts awarded that will provide services or supplies to CenturyLink for a U.S federal government end-user.

Part 2. Additional Schedule 70 Contract Requirements. In addition to Part 1 above, Subcontractor agrees to comply with each of the following in instances where CenturyLink is subcontracting for commercial supplies and services in satisfaction of obligations under its Schedule 70 Contract(s), as applicable. References to "Contractor" in the text of the below-referenced provisions shall refer to Subcontractor for the purposes of compliance with these provisions.

SERVICE CONTRACT REPORTING REQUIREMENTS FOR INDEFINITE-DELIVERY CONTRACTS (OCT 2016)

This provision applies only to first-tier subcontracts for services under this contract, with subcontract(s) each valued at or above the thresholds set forth in 4.1703(a)(2) (currently \$500,000 or greater), shall provide the following detailed information to the Contractor in sufficient time to submit the report:(i) Subcontract number (including subcontractor name and unique entity identifier), and (ii) The number of first-tier subcontractor direct-labor hours expended on the services performed during the previous Government fiscal year. Subcontractor acknowledges that the information will be made available to the public as required by section 743 of Division C of the Consolidated Appropriations Act, 2010. This clause is not required for actions entirely funded by DoD, contracts awarded with a generic entity identifier, or in classified solicitations, contracts, or orders.

52.225-13. ENCOURAGING CONTRACTOR POLICIES TO BAN TEXT MESSAGING WHILE DRIVING (AUG 2011)

52.228-15. PERFORMANCE AND PAYMENT BONDS - CONSTRUCTION (OCT 2010). This provision applies to subcontracts that require work on a Government installation. In such instance Subcontractor shall require provide and maintain the insurance required in the Schedule and provide CenturyLink proof of required insurance.

52.242.15. STOP-WORK ORDER (AUG 1989)

52.246-4. INSPECTION OF SUPPLIES—Fixed-Price (Aug 1996)

52.247-34. F.O.B. DESTINATION (JAN 1991)

52.247-38 F.O.B. INLAND CARRIER, POINT OF EXPORTATION (FEB 2006)

52.247-39 F.O.B. INLAND POINT, COUNTRY OF IMPORTATION (APR 1984)

552.211-75 PRESERVATION, PACKAGING, AND PACKING (FEB 1996)

GSA Letter of Supply: Subcontractor agrees to complete the attached Letter of Commitment/Supply.

Part 3. Additional Network Contract Requirements. In addition to Part 1 above, in instances where CenturyLink is subcontracting for supplies and/or services in satisfaction of CenturyLink QGS or Level 3 Communications, LLC obligations under a Network Contract, Subcontractor agrees to comply with **Exhibit CI-Network** that states additional FAR and GSAM requirements. References to “Contractor” in the text of those provisions shall refer to Subcontractor for the purposes of compliance with those provisions.

Part 4. Additional WITS3 Contract Requirements. In addition to Part 1 above, in instances where CenturyLink is subcontracting for supplies and/or services in satisfaction of Level 3 Communications, LLC’s obligations under its GSA WITS3 Contract, Subcontractor agrees to comply with **Exhibit CI-WITS3** that states additional FAR and GSAM requirements. References to “Contractor” in the text of those provisions shall refer to Subcontractor for the purposes of compliance with those provisions.

Part 5. Additional Enterprise Infrastructure Solutions (EIS) Requirements. In addition to Part 1 above, in instances where CenturyLink is subcontracting for supplies and/or services in satisfaction of CenturyLink QGS’s obligations under its GSA EIS Contract, Subcontractor agrees to comply with **Exhibit CI-EIS** that states additional FAR and GSAM requirements. References to “Contractor” in the text of those provisions shall refer to Subcontractor for the purposes of compliance with those provisions.

Part 6. Additional GRITS II Requirements. In addition to Part 1 above, in instances where CenturyLink is subcontracting for supplies and/or services in satisfaction of Level 3 Communications, LLC’s obligations under its GSA Region 4 GRITS II Contract, Subcontractor agrees to comply with **Exhibit CI-GRITSII** that states additional FAR and GSAM requirements. References to “Contractor” in the text of those provisions shall refer to Subcontractor for the purposes of compliance with those provisions.

Part 7. Additional Department of Homeland Security Requirements. In addition to Part 1 above, in instances where CenturyLink is subcontracting for supplies and/or services in satisfaction of a prime contract with the Department of Homeland Security, Subcontractor agrees to comply with **Exhibit CI-**

DHS that states additional requirements. References to “Contractor” in the text of those provisions shall refer to Subcontractor for the purposes of compliance with those provisions.

Part 8. Department of Defense Requirements. In instances where CenturyLink is subcontracting for supplies and/or services in satisfaction of a prime contract with a Department of Defense agency, Subcontractor agrees to comply with **Exhibit CI-DoD** that states the DFARS requirements. References to “Contractor” in the text of those provisions shall refer to Subcontractor for the purposes of compliance with those provisions.

CenturyLink Letter of Commitment/Supply*

24 September 2018

[Supplier Name**]

[Supplier Point of Contact (POC)]

[Address]

Re: Letter of Supply

Dear [Offeror POC],

This Letter of Supply is in reference to the offer that [Offeror Name] submitted in response to the General Services Administration's Solicitation/Contract [enter Solicitation Number if a new offer, or Contract number if an existing contract].

In the event that [Offeror Name] is awarded a Multiple Award Schedule (MAS) contract under the aforementioned solicitation number, [Supplier Name] will assure an uninterrupted source of supply, with sufficient quantities of product, for the duration of the contract period.

[Supplier Name] understands that all products and services that are offered on MAS contracts must be compliant with the Trade Agreements Act (TAA) (19 U.S.C. 2501, *et seq.*) As such, all products supplied by [Supplier Name] to [Offeror Name] will be TAA compliant. You will be notified immediately upon discovery of any changes in the Country of Origin of supplied products.

EPA/CPG:

[Supplier Name] understands that if they certify that the products being supplied meet or exceed the minimum content levels established under the Comprehensive Procurement Guidelines (CPGs)*** program then they **must** furnish [Offeror Name] proof in the form of a copy of the certification from the manufacturer or a copy of the environmental organization's certification in order for [Offeror Name] to be allowed to display the appropriate environmental attributes on their GSA contract. The percentage of the recovered materials and post-consumer materials must also be provided to the offeror/contractor.

[Supplier Name] understands that if no proof of the environmental attributes being claimed is provided then the offeror will not be allowed to display the applicable environmental attribute icon.

The person whose signature appears below is authorized to make the commitments noted above.

Sincerely,

[Signed by a company official authorized to make the commitment]

**The above is a mandatory template and will constitute the first page of the Letter of Commitment/Supply. Although the content of the template is sufficient, Suppliers may attach additional verbiage in subsequent pages as long as the verbiage does not contradict the statements made above.*

***Please note that "Supplier" name is synonymous with "Manufacturer" and/or "Distributor."*

**** The EPA maintains a list of EPA-designated products in their Comprehensive Procurement Guidelines (CPGs) to provide Federal agencies purchasing recommendations on specific products in several Recovered Materials Advisory Notices (RMANs). Each RMAN contains recommended recovered and post-consumer material content levels for the specific products designated by EPA (40 CFR part 247 and EO 13423: Strengthening Federal Environmental, Energy, and Transportation Management). Visit the CPG web site at <http://www.epa.gov/cpg> to view the current list of products that must comply with CPGs. Also, CPG supporting documentations and background information (such as RMANs) can be found at <http://epa.gov/cpg/backgrnd.htm>.*