

REPRESENTATIONS, CERTIFICATIONS & ACKNOWLEDGEMENTS

Name & Address of Offeror:	RFQ/RFP/IFB No.
	Date of Offer

As used in this form, the term "contract" or "subcontract" includes subcontracts of any tier. The terms "Offer" and "Offeror" include "Bid" and "Bidder."

The Offeror represents and certifies as part of this offer that: (check or complete all applicable boxes or blocks):

1. TYPE OF BUSINESS ORGANIZATION

It operates as an individual, a partnership, a nonprofit organization, a joint venture, or a corporation, incorporated under the laws of the State of _____, or country _____, if a foreign entity.

2. PLACE OF SUBCONTRACT PERFORMANCE

Principal place of subcontract performance (if different from the Offeror's address) will be at:

Street Address _____

City _____ County _____

State _____ Zip Code _____

Congressional District _____

Name & Address of Owner _____

& Operator of the Plant _____

or Facility if Other _____

than Offeror. _____

3. PREVIOUS CONTRACTS AND COMPLIANCE REPORTS

(a) It has, has not, participated in a previous contract or subcontract subject either to the Equal Opportunity clause of this solicitation, the clause originally contained in Section 310 of Executive Order No. 10925, or the clause contained in Section 201 of Executive Order No. 11114;

(b) It has, has not, filed all required compliance reports; and

(c) Representations indicating submission of required compliance reports, signed by proposed sub-subcontractors, will be obtained before sub-subcontract awards.

4. AFFIRMATIVE ACTION COMPLIANCE (Non-construction work)

(a) It has developed and has on file, has not developed and does not have on file, at each establishment affirmative action programs required by the rules and regulations of the Secretary of Labor (41 CFR 60-1 and 60-2) or

(b) It has not previously had contracts subject to the written affirmative action programs requirement of the rules and regulations of the Secretary of Labor.

5. SMALL BUSINESS PROGRAM REPRESENTATIONS

(a) Representations.

(1) The Offeror represents as part of its offer that it is, is not a **small business concern**.

(2) [Complete only if the Offeror represented itself as a small business concern in paragraph (a)(1) of this provision.] The Offeror represents, for general statistical purposes, that it is, is not, a **small disadvantaged business concern** as defined in 13 CFR 124.1002.

(3) [Complete only if the Offeror represented itself as a small business concern in paragraph (a)(1) of this provision.] The Offeror represents as part of its offer that it is, is not a **woman-owned small business concern**.

(4) [Complete only if the Offeror represented itself as a small business concern in paragraph (a)(1) of this provision.] The Offeror represents as part of its offer that it is, is not a **veteran-owned small business concern**.

(5) [Complete only if the Offeror represented itself as a veteran-owned small business concern in paragraph (a)(4) of this provision.] The Offeror represents as part of its offer that it is, is not a **service-disabled veteran-owned small business concern**.

(6) [Complete only if the Offeror represented itself as a small business concern in paragraph (a)(1) of this provision.] The Offeror represents as part of its offer that it is, is not a **HUBZone small business concern** listed, on the date of this representation, on the List of Qualified HUBZone Small Business Concerns maintained by the Small Business Administration, and no material change in ownership and control, principal office of ownership, or HUBZone employee percentage has occurred since it was certified by the Small Business Administration in accordance with 13 CFR part 126.

(b) Definitions. As used in this provision --

"Service-disabled veteran-owned small business concern --

(1) Means a small business concern --

(i) Not less than 51 percent of which is owned by one or more service-disabled veterans or, in the case of any publicly owned business, not less than 51 percent of the stock of which is owned by one or more serviced-disabled veterans; and

(ii) The management and daily business operations of which are controlled by one or more service-disabled veterans or, in the case of a veteran with permanent and severe disability, the spouse or permanent caregiver of such veteran.

- (2) Service-disabled veteran means a veteran, as defined in 38 U.S.C. 101(2), with a disability that is service-connected, as defined in 38 U.S.C. 101(16).

“Small business concern” means a concern, including its affiliates, that is independently owned and operated, not dominant in the field of operation in which it is bidding on Government contracts, and qualified as a small business under the criteria in 13 CFR part 121 and the size standard in paragraph (a) of this provision.

“Veteran-owned small business concern” means a small business concern --

- (1) Not less than 51 percent of which is owned by one or more veterans (as defined at 38 U.S.C. 101(2)) or, in the case of any publicly owned business, not less than 51 percent of the stock of which is owned by one or more veterans; and
- (2) The management and daily business operations of which are controlled by one or more veterans.

“Women-owned small business concern” means a small business concern --

- (1) That is at least 51 percent owned by one or more women; or, in the case of any publicly owned business, at least 51 percent of the stock of which is owned by one or more women; and
- (2) Whose management and daily business operations are controlled by one or more women.

6. BUY AMERICAN ACT CERTIFICATE

(applicable only if the subcontract includes the FL-2 for supplies, the FL-4 for services, or the FL-90 for R&D)

- (a) The Offeror certifies that each end product, except those listed in paragraph (b) of this provision, is a domestic end product as defined in the clause entitled “Buy American Act – Supplies” of the FL-2, the FL-4 or the FL-90 and that the offeror has considered components of unknown origin to have been mined, produced, or manufactured outside the United States. The offeror shall list as foreign end products those end products manufactured in the United States that do not qualify as domestic end products.

- (b) Foreign End Products:

LINE ITEM NO.	COUNTRY OR ORIGIN
.....
.....
.....

[List as necessary]

- (c) Fermilab will evaluate offers in accordance with the policies and procedures of Part 25 of the Federal Acquisition Regulation.

7. NOTICE OF BUY AMERICAN ACT – CONSTRUCTION MATERIALS

(applicable only if the subcontract includes the FL-3 for construction)

- (a) *Definitions.* “Construction material,” “domestic construction material,” and “foreign construction material,” as used in this provision, are defined in the clause entitled “Buy American Act – Construction Materials under Trade Agreements” at provision #25 of the FL-3.

- (b) *Requests for determination of inapplicability.* An Offeror requesting a determination regarding the inapplicability of the Buy American Act shall submit the request with its offer, including the information and applicable supporting data required by paragraphs 25.3 and 25.4 of provision #25 of the FL-3.

- (c) *Evaluation of offers.*

- (1) Fermilab will evaluate an offer requesting exception to the requirements of the Buy American Act, based on claimed unreasonable cost of domestic construction materials, by adding to the offered price the appropriate percentage of the cost of such foreign construction material, as specified in paragraph 25.2(d)(1) of provision #25 of FL-3.
- (2) If evaluation results in a tie between an offeror that requested the substitution of foreign construction material based on unreasonable cost and an offeror that did not request an exception, Fermilab will award to the Offeror that did not request an exception based on unreasonable cost.

- (d) *Alternate offers.*

- (1) When an offer includes foreign construction material, that is not listed in paragraph 25.2(c) of provision #25 of the FL-3, the Offeror also may submit an alternate offer based on use of equivalent domestic, construction material.
- (2) If an alternate offer is submitted, the Offeror shall submit a separate offer for the alternate offer, and a separate price comparison table prepared in accordance with paragraphs 25.3 and 25.4 of provision #25 of the FL-3 for the offer that is based on the use of any foreign construction material for which it has not yet determined that an exception applies.
- (3) If Fermilab determines that a particular exception requested in accordance with paragraph 25.3 of provision #25 of the FL-3 does not apply, Fermilab will evaluate only those offers based on use of the equivalent domestic, construction material, and the offeror shall be required to furnish such domestic construction material. An offer based on use of the foreign construction material for which an exception was requested --

- (i) Will be rejected as nonresponsive if this acquisition is conducted by sealed bidding; or
- (ii) May be accepted if revised during negotiations.

8. COMPLIANCE WITH VETERANS' EMPLOYMENT REPORTING REQUIREMENTS

By submission of its offer, the Offeror represents that, if it is subject to the reporting requirement of 38 U.S.C. 4212(d) (i.e., if it has any contract or subcontract containing Federal Acquisition Regulation clause 52.222-37, Employment Reports on Special Disabled Veterans, Veterans of the Vietnam Era, and Other Eligible Veterans), it has submitted the most recent VETS-100 Report required by that clause.

9. CERTIFICATION OF INDEPENDENT PRICE DETERMINATION

- (a) The prices in this offer have been arrived at independently, without, for the purpose of restricting competition, any consultation, communication, or agreement with any other Offeror or competitor relating to (i) those prices, (ii) the intention to submit an offer, or (iii) the methods or factors used to calculate the prices offered;
- (b) The prices in this offer have not been and will not be knowingly disclosed by the Offeror, directly or indirectly, to any other Offeror or competitor before bid opening (in the case of a sealed bid solicitation) or contract award (in the case of a negotiated solicitation) unless otherwise required by law; and
- (c) No attempt has been made or will be made by the Offeror to induce any other concern to submit or not to submit an offer for the purpose of restricting competition.
- (d) Each signature on the offer is considered to be a certification by the signatory that the signatory--
 - (1) Is the person in the Offeror's organization responsible for determining the prices being offered in this bid or proposal, and that the signatory has not participated, and will not participate, in any action contrary to (a) through (c) above; or
 - (2) (i) Has been authorized, in writing, to act as agent for the following principals in certifying that those principals have not participated, and will not participate in any action contrary to sub paragraphs (a) through (c) above

(insert full name of person(s) in the Offeror's organization responsible for determining the prices offered in this proposal, and the title of his or her position in the Offeror's organization);

 - (ii) As an authorized agent, does certify that the principals named in subdivision (d)(2)(i) above have not participated, and will not participate, in any action contrary to subparagraphs (a) through (c) above; and
 - (iii) As an agent, has not personally participated, and will not participate, in any action contrary to subparagraphs (a) through (c) above.
- (e) If the Offeror deletes or modifies subparagraph (b) above, the Offeror must furnish with its offer a signed statement setting forth in detail the circumstances of the disclosure.

10. CERTIFICATION OF NONSEGREGATED FACILITIES

- (a) "Segregated facilities," as used in this provision, means any waiting rooms, work areas, rest rooms and wash rooms, restaurants and other eating areas, time clocks, locker rooms and other storage or dressing areas, parking lots, drinking fountains, recreation or entertainment areas, transportation, and housing facilities provided for employees, that are segregated by explicit directive or are in fact segregated on the basis of race, color, religion, or national origin because of habit, local custom, or otherwise.
- (b) By the submission of this offer, the Offeror certifies that it does not and will not maintain or provide for its employees any segregated facilities at any of its establishments, and that it does not and will not permit its employees to perform their services at any location under its control where segregated facilities are maintained. The Offeror agrees that a breach of this certification is a violation of the Equal Opportunity clause in the subcontract.
- (c) The Offeror further agrees that (except where it has obtained identical certifications from proposed sub-subcontractors for specific time periods) it will --
 - (1) Obtain identical certifications from proposed Subcontractors before the award of subcontracts under which the sub-subcontractor will be subject to the Equal Opportunity clause;
 - (2) Retain the certifications in the files; and
 - (3) Forward the following notice to the proposed sub-subcontractors (except if the proposed sub-subcontractors have submitted identical certifications for specific time periods):

NOTICE TO PROSPECTIVE SUB-SUBCONTRACTORS OF REQUIREMENT FOR CERTIFICATIONS OF NON-SEGREGATED FACILITIES. A Certification of Nonsegregated Facilities must be submitted before the award of a sub-subcontract under which the sub-subcontractor will be subject to the Equal Opportunity clause. The certification may be submitted either for each sub-subcontract or for all sub-subcontracts during a period (i.e., quarterly, semiannually, or annually).

11. TAXPAYER IDENTIFICATION

- (a) *Definitions.* "Common parent," as used in this solicitation provision, means that corporate entity that owns or controls an affiliated group of corporations that files its Federal income tax returns on a consolidated basis, and of which the Offeror is a member.

"Corporate status," as used in this solicitation provision, means a designation as to whether the Offeror is a corporate entity, an unincorporated entity (e.g., sole proprietorship or partnership), or a corporation providing medical and health care services.

"Taxpayer Identification Number (TIN)," as used in this solicitation provision, means the number required by the IRS to be used by the Offeror in reporting income tax and other returns.

(b) *Taxpayer Identification Number (TIN).*

- TIN: _____
- TIN has been applied for.
- TIN is not required because --
 - Offeror is a nonresident alien, foreign corporation, or foreign partnership that does not have income effectively connected with the conduct of a trade or business in the U.S. and does not have an office or place of business or a fiscal paying agent in the U.S.;
 - Offeror is an agency or instrumentality of a foreign government;
 - Offeror is an agency or instrumentality of a Federal, state, or local government;
 - Other. State basis: _____

(c) *Corporate Status.*

- Corporation providing medical and health care services, or engaged in the billing and collecting of payments for such services;
- Other corporate entity;
- Not a corporate entity;
- Sole proprietorship
- Partnership
- Hospital or extended care facility described in 26 CFR 501(c)(3) that is exempt from taxation under 26 CFR 501(a).

(d) *Common parent.*

- Offeror is not owned or controlled by a common parent as defined in paragraph (a) of this clause.
- Name, address, and TIN of common parent:
 - Name _____
 - TIN _____

12. CERTIFICATION REGARDING DEBARMENT, SUSPENSION, PROPOSED DEBARMENT, AND OTHER RESPONSIBILITY MATTERS

- (a) (1) The Offeror certifies, to the best of its knowledge and belief, that --
 - (i) The Offeror and/or any of its Principals --
 - (A) Are, are not presently debarred, proposed for debarment, or declared ineligible for the award of contracts by any Federal agency.
 - (B) Have, have not, within a 3-year period preceding this offer been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, state, or local) contract or subcontract; violation of Federal or state antitrust statutes relating to the submission of offers, or commission of embezzlement, theft,

forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property; and

- (C) Are, are not presently indicted for, or otherwise criminally or civilly charged by a governmental entity with, commission of any of the offenses enumerated in subparagraph (a) (1) (i) (B) of this certification.

(ii) The Offeror has, has not, within a 3-year period preceding this offer, had one or more contracts terminated for default by any Federal agency.

(2) "Principals" for the purposes of this certification, means officers; directors; owners; partners; and persons having primary management of supervisory responsibilities within a business entity (e.g. general manager; plant manager; head of a subsidiary, division, or business segment, and similar positions).

(b) The Offeror shall provide immediate written notice to Fermilab if, at any time prior to subcontract award the Offeror learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.

(c) A certification that any of the items in paragraph (a) of this provision exists will not necessarily result in withholding of an award under this solicitation. However, the certification will be considered in connection with a determination of the Offeror's responsibility. Failure of the Offeror to furnish a certification or provide such additional information as requested by Fermilab may render the Offeror nonresponsible.

(d) Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render, in good faith, the certification required by paragraph (a) of this certification. The knowledge and information of an Offeror is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.

(e) The certification in paragraph (a) of this provision is a material representation of fact upon which reliance was placed when making award. If it is later determined that the Offeror knowingly rendered an erroneous certification, in addition to other remedies available to Fermilab and the Government, Fermilab may terminate the sub contract resulting from this solicitation for default.

13. CERTIFICATION AND DISCLOSURE REGARDING PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS

(applicable only if subcontract exceeds \$100,000)

(a) The definitions and prohibitions contained in the clause, Limitation on Payments to Influence Certain Federal Transactions, included in this solicitation, (the FL-1 or the FL-90, as appropriate), are hereby incorporated by reference in paragraph (b) of this certification.

(b) The Offeror, by signing its offer, hereby certifies to the

best of his or her knowledge and belief that on or after December 23, 1989 --

- (1) No Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on his or her behalf in connection with the awarding this subcontract;
 - (2) If any funds other than Federal appropriated funds (including profit or fee received under a covered Federal transaction) have been paid, or will be paid, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on his or her behalf in connection with this solicitation, offeror shall complete and submit, with its offer, OMB standard form LLL, Disclosure of Lobbying Activities, to Fermilab; and
 - (3) He or she will include the language of this certification in all sub-subcontract awards at any tier and require that all recipients of sub-subcontract awards in excess of \$100,000 shall certify and disclose accordingly.
- (c) Submission of this certification and disclosure is a prerequisite for making or entering into this subcontract imposed by section 1352, title 31, United States Code. Any person who makes an expenditure prohibited under this provision or who fails to file or amend the disclosure form to be filed or amended by this provision, shall be subject to a civil penalty of not less than \$10,000, and not more than \$100,000, for each such failure.

14. ACKNOWLEDGEMENT OF AMENDMENTS

Offeror acknowledges receipt of amendments to the Solicitation for Offers and related documents numbered and dated as follows:

Amendment No.	Date	Amendment No.	Date

AUTHENTICATION BY OFFEROR

Name of Offeror: _____

By: _____
(Signature of Person Authorized to Sign)

Name and Title
of Signor: _____

Date Signed: _____

NOTE: Offerors must provide, accurate and complete information as required by this Solicitation and its attachments. The penalty for making false statements in offers is prescribed in 18 U.S.C. 1001.