



Annual Representations and Certifications

Supersedes:
A

SECTION II: Annual Representation and Certifications Form

NOTE: A PURCHASE ORDER/SUBCONTRACT WILL NOT BE ISSUED PRIOR TO THE RETURN OF THIS COMPLETED, SIGNED, AND DATED REPRESENTATION AND CERTIFICATIONS FORM

(1) In all sections, check items that apply to your company in the spaces provided.

(2) Sign Certifications

(3) Return form to the above address. Note: Original documents to be mailed to Continental Maritime of San Diego (CMSD).

Offeror's Printed Name: _____

Signature: _____ : Date: _____

THE OFFEROR CERTIFIES THAT THE INFORMATION CONTAINED WITHIN THIS DOCUMENT IS TRUE AND ACCURATE TO THE BEST OF ITS KNOWLEDGE. BY THE EXECUTION OF THIS DOCUMENT, THE OFFEROR AGREES TO PROVIDE IMMEDIATE WRITTEN NOTICE TO CMSD IF, AT ANY TIME DURING THE EFFECTIVE PERIOD OF THIS DOCUMENT, THE UNDERSIGNED OFFEROR LEARNS THAT THIS DOCUMENT WAS ERRONEOUS WHEN SUBMITTED OR HAS BECOME ERRONEOUS BY REASON OF CHANGED CIRCUMSTANCES.

THE EFFECTIVE PERIOD OF THIS DOCUMENT IS ONE YEAR FROM THE DATE OF EXECUTION THROUGH DECEMBER 31ST OF THE SAME YEAR.

Representation and Certifications come from Federal Acquisition Regulations, FAR and Defense Acquisition Regulations (DFAR). The entire clause and definitions may be accessed on the internet <http://www.arnet.gov/far/>.

1) FAR 52.219-1 SMALL BUSINESS PROGRAM REPRESENTATIONS (OCT 2000) AND ALTERNATE I (OCT 2000) AND ALTERNATE II (OCT 2000) (check all items that apply to your company in the spaces provided)

- _____ Small business concern
- _____ Small disadvantaged business concern as defined in 13 CFR 124.1002
- _____ Women-owned small business concern
- _____ Veteran-owned small business concern
- _____ Service-disabled veteran-owned small business concern
- _____ (Complete only if a small business concern) 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 place of ownership, or HUBZone employee percentage has occurred since it was certified by the Small Business Administration in accordance with 13 CFR part 126; and
- _____ (Complete only if a small business concern) a joint venture that complies with the requirements of 13 CFR part 126, and the representation in paragraph (c)(11)(i) of this provision is accurate for the HUBZone small business concern or concerns that are participating in the joint venture. [The Offeror shall enter the name or names of the HUBZone small business concern or concerns that are participating in the joint venture]. Each HUBZone small business concern participating in the joint venture shall submit a separate signed copy of the HUBZone representation.
- _____ (Complete if disadvantaged (above) [The Offeror shall check the category in which its ownership falls]:
- _____ Black American
- _____ Hispanic American
- _____ Native American (American Indians, Eskimos, Aleuts, or Native Hawaiians)
- _____ Asian-Pacific American (persons with origins from Burma, Thailand, Malaysia, Indonesia, Singapore, Brunei, Japan, China, Taiwan, Laos, Cambodia (Kampuchea), Vietnam, Korea, The Philippines, U.S. Trust Territory of the Pacific Islands, Federated States of Micronesia, the Commonwealth of the Northern Mariana Islands, Guam, Samoa, Macao, Hong Kong, Fiji, Tonga, Kiribati, Tuvalu, or Nauru).
- _____ Subcontinent Asian (Asian-Indian) American (persons with origins from India, Pakistan, Bangladesh, (Sri

Lanka, Bhutan, the Maldives Islands, or Nepal)
_____ Individual/concern, other than one of the preceding

2) **FAR 52.209-5 CERTIFICATION REGARDING DEBARMENT, SUSPENSION, PROPOSED DEBARMENT, AND OTHER RESPONSIBILITY MATTERS (JAN 2001)**

(check all items that apply to your company in the spaces provided)

(a)(i) 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, suspended, proposed for debarment, or declared ineligible for the award of contracts by any Federal agency;

(B) Have have not , within the three-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, tax evasion, or receiving stolen property;

(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 subdivision (a)(i)(B) of this provision;

(ii)(a) The Offeror, aside from the offenses enumerated in paragraphs (a)(1)(i)(A), (B), and (C) of this provision, has has not within the past three years, relative to tax, labor and employment, environmental, antitrust, or consumer protection laws--(1) Been convicted of a Federal or state felony (or has any Federal or state felony indictments currently pending against them); or (2) Had a Federal court judgment in a civil case brought by the United States rendered against them; or (3) Had an adverse decision by a Federal administrative law judge, board, or commission indicating a willful violation of law.

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

(a) "Principals," for the purposes of this certification, means officers; directors; owners; partners; and, persons having primary management or supervisory responsibilities within a business entity (e.g., general manager; plant manager; head of a subsidiary, division, or business segment, and similar positions). This Certification Concerns a Matter Within the Jurisdiction of an Agency of the United States and the Making of a False, Fictitious, or Fraudulent Certification May Render the Maker Subject to Prosecution Under Section 1001, Title 18, United States Code.

(b) The Offeror shall provide immediate written notice to CMSD if, at any time prior to contract 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 CMSD may render the Offeror non-responsive.

(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 provision. 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 CMSD, the Buyer may terminate the subcontract resulting from this solicitation for default.

3. **FAR 52.222-22 - PREVIOUS CONTRACTS AND COMPLIANCE REPORTS (FEB 1999)**

(check all items that apply to your company in the spaces provided)

The Offeror represents that—

(A) It has, has not participated in a previous contract or subcontract subject the Equal Opportunity clause of this solicitation;

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

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

4. **FAR 52.222-25 -AFFIRMATIVE ACTION COMPLIANCE (APR 1984)**

(check all items that apply to your company in the spaces provided)

The Offeror certifies that

- (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 602), 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. FAR 52.222-18 – CERTIFICATION REGARDING KNOWLEDGE OF CHILD LABOR FOR LISTED END PRODUCTS

(Fill in all items that apply to your company in the spaces provided)

- (A) Definition – “Forced or Indentured Child Labor” means all work or service –
 - (1) Exacted from any person under the age of 18 under the menace of any penalty for its nonperformance and for which the worker does not offer himself voluntarily; or
 - (2) Performed by any person under the age of 18 pursuant to a contract the enforcement of which can be accomplished by process or penalties.
- (B) Listed end products. The following end product(s) being acquired under this solicitation is (are) included in the List of Products Requiring Contract or Certification as to Forced or Indentured Child Labor, identified by their country of origin. There is a reasonable basis to believe that listed end products from the listed countries of origin may have been mined, produced, or manufacture by forced or indentured child labor.

Listed End Product	Listed Countries of Origin

- (C) Certification. The Government will not make award to an Offeror unless the Offeror, by checking the appropriate block, certifies to either paragraph (c)(1) or paragraph (c)(2) of this provision.
 - (1) The Offeror will not supply any end product listed in paragraph (b) of this provision that was mined, produced, or manufactured in a corresponding country as listed for that end product.
 - (2) The Offeror may supply an end product listed in paragraph (b) of this provision that was mined, produced, or manufactured in the corresponding country as listed for that product. The Offeror certifies that it has made a good faith effort to determine whether forced or indentured child labor was used to mine, produce, or manufacture such end products. On the basis of those efforts, the Offeror certifies that it is not aware of any such use of child labor.

6. FAR 52.215-6 - PLACE OF PERFORMANCE (OCT 1997)

(Fill in all items that apply to your company in the spaces provided)

- (A) The Offeror or respondent, in the performance of any subcontract resulting from this solicitation, intends, does not intend (check applicable block) to use one or more plants or facilities located at a different address from the address of the Offeror or respondent as indicated in this proposal or response to request for information.
- (B) If the Offeror or respondent checks "intends" in paragraph (a) of this provision, it shall insert in the following spaces the required information:

Place of Performance	Name and Address of Owner
(Street Address, City	Operator of the Plant
State, County, Zip Code) or Facility if Other than Offeror or Respondent	

7. FAR 52.225-2 - BUY AMERICAN ACT – BALANCE OF PAYMENTS PROGRAM CERTIFICATE (FEB 2000)

(Fill in all items that apply to your company in the spaces provided)

- (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 of this solicitation entitled "Buy American Act--Balance of Payments Program--Supplies" 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 of Origin

[List as necessary]

- (C) CMSD will evaluate offers in accordance with the policies and procedures of Part 25 of the Federal

Acquisition Regulation.

8. FAR 52.225-4 – BUY AMERICAN ACT – NORTH AMERICAN FREE TRADE AGREEMENT – ISRAELI TRADE ACT – BALANCE OF PAYMENTS PROGRAM CERTIFICATE (FEB 2000)

(Fill in all items that apply to your company in the spaces provided)

(A) The Offeror certifies that each end product, except those listed in paragraph (b) or (c) of this provision, is a domestic end product (as defined in the clause of this solicitation entitled "Buy American Act – North American Free Trade Agreement – Israeli Trade Act – Balance of Payments Program") and that the Offeror has considered components of unknown origin to have been mined, produced, or manufactured outside the United States.

(B) The Offeror certifies that the following supplies are NAFTA country end products or Israeli end products as defined in the clause of this solicitation entitled "Buy American Act – North American Free Trade Agreement – Israeli Trade Act – Balance of Payments Program."

NAFTA Country or Israeli End Products:

Line Item No	Country of Origin
_____	_____
_____	_____
_____	_____

(List as necessary)

(C) The Offeror shall list those supplies that are foreign end products (other than those listed in paragraph (B) of this provision) as defined in the clause of this solicitation entitled "Buy American Act – North American Free Trade Agreement – Israeli Trade Act – Balance of Payments Program." The Offeror shall list as other foreign end products those end products manufactured in the United States that do not qualify as domestic end products.

Other Foreign End Products:

Line Item No	Country of Origin
_____	_____
_____	_____
_____	_____

(List as necessary)

(D) CMSD will evaluate offers in accordance with the policies and procedures of Part 25 of the Federal Acquisition Regulation.

9. FAR 52.225-6 - TRADE AGREEMENTS CERTIFICATE (FEB 2000)

(Fill in all items that apply to your company in the spaces provided)

(A) The Offeror certifies that each end product, except those listed in paragraph (b) of this provision, is a U.S.-made, designated country, Caribbean Basin country, or NAFTA country end product, as defined in the clause of this solicitation entitled "Trade Agreements."

(B) The Offeror shall list as other end products those supplies that are not U.S.-made, designated country, Caribbean Basin country, or NAFTA country end products. Other End Products:

Line Item No.	Country of Origin
_____	_____
_____	_____
_____	_____

[List as necessary]

(C) CMSD will evaluate offers in accordance with the policies and procedures of Part 25 of the Federal Acquisition Regulation. For line items subject to the Trade Agreements Act, CMSD will evaluate offers of U.S.-made, designated country, Caribbean Basin country, or NAFTA country end products without regard to the restrictions of the Buy American Act or the Balance of Payments Program. CMSD will consider for award only offers of U.S.-made, designated country, Caribbean Basin country, or NAFTA country end products unless CMSD determines that there are no offers for such products or that the offers for such products are insufficient to fulfill the requirements of this solicitation.

10. FAR 52.222-21 - PROHIBITION OF SEGREGATED FACILITIES (FEB 1999)

(A) "Segregated facilities," as used in this clause, 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, sex, or national origin because of written or oral policies or employee custom. The term does not include separate or single-user rest rooms or necessary dressing or sleeping areas provided to assure privacy between the sexes.

(B) The Subcontractor agrees 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 Subcontractor agrees that a breach of this clause is a violation of the Equal Opportunity clause in this subcontract.

(C) The Subcontractor shall include this clause in every subcontract and purchase order that is subject to the Equal Opportunity clause of this subcontract.

11. FAR 52.203-2 - CERTIFICATE OF INDEPENDENT PRICE DETERMINATION (APR 1985)

(A) The Offeror certifies that:

1) 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;

2) 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

3) 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.

(B) 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 subparagraphs (A)(1) through (A)(3) 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 subparagraphs (A)(1) through (A)(3) above. insert full name of Person(s) in the Offeror's organization responsible for determining the prices offered in this bid or 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 (B)(2)(i) above have not participated, and will not participate, in any action contrary to subparagraphs (a)(1) through (a)(3) above; and

(iii) As an agent, has not personally participated, and will not participate, in any action contrary to subparagraphs (A)(1) through (A)(3) above.

(C) If the Offeror deletes or modifies subparagraph (a)(2) above, the Offeror must furnish with its offer a signed statement setting forth in detail the circumstances of the disclosure.

12) 52.203-11 CERTIFICATION AND DISCLOSURE REGARDING PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS. (April 1991)

Reporting under this clause is required for offers exceeding \$100,000.00 Certification and Disclosure Regarding Payments to Influence Certain Federal Transactions (Apr 1991)

(A) The definitions and prohibitions contained in the clause, at FAR 52.203-12, Limitation on Payments to Influence Certain Federal Transactions, included in this solicitation, 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- that:

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 of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment or modification of any Federal contract, grant, loan, or cooperative agreement;

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, the Offeror shall complete and submit, with its offer, OMB standard form LLL, Disclosure of Lobbying Activities, to the Contracting Officer; and He or she will include the language of this certification in all subcontract awards at any tier and require that all recipients of 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 contract 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.

13. DFARS 252.225-7026 - REPORTING OF CONTRACT PERFORMANCE OUTSIDE THE UNITED STATES (Jun 2000)

(A) Reporting criteria. Reporting under this clause is required for

1) Offers exceeding \$10 million, if the Offeror is aware at the time the offer is submitted that it or its first-tier subcontractor intends to perform any part of the subcontract that exceeds \$500,000 outside the United States and Canada, if that part could be performed inside the United States or Canada;

2) Contracts and subcontracts exceeding \$10 million, when any part that exceeds \$500,000 could be performed inside the United States or Canada, but will be performed outside the United States and Canada. If the information was submitted with the offer, it need not be resubmitted unless it changes; and

3) Contracts and subcontracts exceeding \$500,000, when any part that exceeds the simplified acquisition threshold in Part 2 of the Federal Acquisition Regulation will be performed outside the United States, unless a foreign place of performance is --

(i) The principal place of performance; and

(ii) Indicated by the Offeror's entry in the Place of Performance provision of the solicitation.

(B) Submission of reports.

1) The Offeror shall submit reports required by paragraph (a)(1) of this clause with its offer.

2) The Subcontractor shall submit reports required by paragraph (a)(2) of this clause to CMSD as soon as the information is known, with a copy to the addressee in paragraph (b)(3) of this clause. With respect to performance by a first-tier subcontractor, this information shall be reported, to the maximum extent practicable, at least 30 days before award of the subcontract.

3) The Subcontractor shall submit reports required by paragraph (a)(3) of this clause within 10 days of the end of each Government quarter to

Deputy Director of Defense Procurement (Foreign Contracting)

OUSD(AT&L)DP(FC)

Washington, DC 20301-3060

4) The Offeror/Subcontractor shall submit reports on DD Form 2139, Report of Contract Performance outside the United States. Computer-generated reports are acceptable, provided the report contains all information required by DD Form 2139. Copies of DD Form 2139 may be obtained from the Contracting Officer.

(C) Flow-down requirements.

1) The Subcontractor shall include a clause substantially the same as this one in all first-tier subcontracts exceeding \$500,000, except subcontracts for commercial items, construction, ores, natural gases, utilities, petroleum products and crudes, timber (logs), or subsistence.

2) The Subcontractor shall provide the prime contract number to subcontractors for reporting purposes.

(D) Information required.

1) Information to be reported on the part of this contract performed outside the United States and Canada for reports required by paragraphs (A)(1) and (A)(2) of this clause) includes that for – (1) Subcontracts; (2) Purchases; and (3) Intra-company transfers when transfers originate in a foreign location.