

FDP CONTRACTS TASK FORCE MEETING MINUTES

JUNE 5, 2000

Attendees:

Samuela Evans (co-chair) - University of California; James Taylor – University of Wisconsin, Madison; Sue Koger – University of Miami; Ann Stuart – Office of Naval Research; Joni Goan – University of Texas, Austin; David Mayo – University of California, Santa Barbara; Anita Parasuram Raman – Office of Naval Research; Kim Dagleish – NASA; Diane Thompson – NASA; Becky Barth – NASA; Marianne Woods – University of Texas, Dallas; Mark Doremus – University of Wisconsin, Madison; Paul Kakugawa – University of Hawaii; June Hawley – Office of Naval Research; Olga Carr – Columbia University, Health Sciences; Kathleen Harris – Texas Technical University; Jim Collom – University of North Florida; Reata Busby – University of North Texas; Trudy Wood – Department of Energy; Kathy Wetherell – Air Force Office of Scientific Research; Dana Rechsteiner – University of Florida; and Pam Whitlock – University of North Carolina, Wilmington.

1. National Institutes of Health Contract Flow-Down Clauses for Educational Institutions:

The listing of flow-down clauses for use in cost-reimbursement R&D subcontracts with educational concerns is now posted at the NIH Contracts Web page:

http://ocm.od.nih.gov/contracts/federal_demonstration_partnershi.htm The Task Force, in consultation with Denise Clark, decided that the appropriate FDP homepage links for this list would be under “Regulations – Federal Regulations and Other Reference Materials” as well as under “Resources -- Related Internet Resources.”

2. Office of Naval Research Contract Flow-Down Clauses for Educational Institutions:

Ann Stuart discussed the final list of flow-down clauses for commercial prime contractors to use with educational institution subcontractors. The final document, which was reviewed by David Mayo, Jean Vorhaben, and Samuela Evans, is now posted on the Office of Naval Research Web site at: <http://www.onr.navy.mil/scripts/02/model.asp>.

As with the NIH Contract Flow-Down Clauses list, the links from the FDP homepage to this ONR site will be under “Regulations – Federal Regulations and Other Reference Materials” and “Resources -- Related Internet Resources.”

In discussing the final document, Ann reminded the FDP members that this list represents the mandatory flow-down clauses for commercial prime contractors to use with educational institutions. However, she stated that the commercial prime contractor may insist on other clauses that ONR does not require. The acceptance of such clauses would then be subject to contract negotiation between the commercial prime contractor and the educational institution.

The Contracts Task Force has asked the other Department of Defense FDP agencies -- AFOSR, Army, and Army Medical Research and Material Command -- to review the ONR document and report to the Task Force how their agencies would implement this list or any variations to it.

3. Department of Energy Contract Flow-Down Clauses for Educational Institutions:

The DOE Management and Operating Contract (M&O) clause matrix, which Trudy Wood distributed to the Task Force, was reviewed by Mark Doremus and Samuela Evans. Trudy noted that since this review was done, DOE has issued a new proposed rule that will change the FAR and DEAR clauses on the current matrix. There will be more FAR clauses and fewer DEAR clauses in an effort to standardize DOE contract clauses. Trudy had some questions and corrections for the current matrix. Since this meeting, she and Mark have discussed these items and Mark has revised the comments on the matrix document. Mark noted that more feedback is required from the FDP member institutions as some have indicated that they, as state institutions, cannot accept certain clauses.

Trudy reiterated Ann Stuart's point in discussing the use of this contract clause matrix. A prime commercial contractor can add contract clauses that are not in the DOE required list which, would be subject to negotiation between the prime contractor and the education institution. Trudy also suggested that an FDP member might want to take the lead in discussing M&O contracting issues directly with the DOE M&O Purchasing Council. Samuela Evans offered to follow up on this and Trudy has provided her with the contact name of the DOE representative on the DOE M&O Purchasing Council.

As DOE is revising its M&O requirements and some clauses need further clarification, this item will be discussed again at the September FDP Contracts meeting. Task Force members will be asked before that time via this listserv to comment on specific clauses.

4. NASA Contract Flow-Down Clauses for Educational Institutions:

Three new NASA representatives to the FDP attended this Task Force meeting for the first time. Diane Thompson said that she is learning about the goals of this Task Force and she will look into what NASA can contribute to its work.

5. Model University Subcontracts:

Mareda Weiss was unable to attend this meeting, but Mark Doremus reported that she is working on a generic boilerplate subcontract for FDP institutions to use with one another. In the discussion, it was noted that the problem with such a project is that several boilerplate subcontracts would probably be necessary as their content is dependent on the prime contract terms and conditions. Both David Mayo and Joni Goan said that they have several boilerplates that they use to subcontract from their respective institutions. Copies of these boilerplates were sent to Mareda. Mark said that Mareda intends to present proposed boilerplate subcontracts at the September FDP Contracts' meeting.

6. Master Subcontracting Plans:

Jim Taylor reported that NIH and ONR are working on a document for posting on the ONR and FDP Web pages about using master subcontracting plans which will include instructions on their use and the form to use. Mary Armstead and Sheryl Ball are working on this project, but were not able to attend this meeting. They intend to present the final document at the September FDP Contracts'

meeting. Jim added that the Navy Small Business Specialist representative could present at an FDP meeting in Washington on this subject for all interested FDP institutions. As there seemed to be some interest in having such a presentation for all FDP interested members, the Task Force will follow up to determine if the Navy representative could do this at the September meeting.

7. Future Projects:

The Task Force members will review the Contracts Task Force Goals and Objectives, which are posted on the FDP Web page, for future projects. In addition, Task Force members are asking other FDP institutions that have contract issues to send them to the Task Force for its consideration.