

**CUSTOMER CONTRACT REQUIREMENTS
FAA FAST TECH- SAF Quality Indication (SQUID)
CUSTOMER CONTRACT 69A3352540058**

CUSTOMER CONTRACT REQUIREMENTS

The following customer contract requirements apply to this Contract to the extent indicated below. Please note, the requirements below are developed in accordance with Buyer's prime contract and are not modified by Buyer for each individual Seller or statement of work. Seller will remain at all times responsible for providing to any government agency, Buyer, or Buyer's customer, evidence of compliance with the requirements herein or that such requirements are not applicable to the extent satisfactory to the requesting party.

1. Prime Contract Special Provisions The following prime contract special provisions apply to this purchase order

69A3352540058 Special Provisions .

Terms and Conditions

Recipient = Buyer

Subrecipient = Seller

Equipment

It is understood that the use and title to all equipment acquired with Federal funds under this Grant shall be determined and vest respectively in accordance with the code of Federal Regulations, 2 CFR 200.313, unless otherwise specified by the Federal Agency.

Reporting Subawards

Reporting Subawards and Executive Compensation, 2 CFR, Appendix A to Part 170

- a. Reporting of first-tier sub awards
 1. Applicability. Unless an exemption applies as provided in paragraph d. of this section, the recipient must report each action that obligates \$30,000 or more in Federal funds for a subaward to a non-Federal entity (see definitions in paragraph d of 2 CFR, Appendix A to Part 170.
 2. Where and when to report.
 - a. The recipient must report each obligating action described in paragraph a.1 of this section to www.fsr.gov.
 - b. For sub award information, report no later than the end of the month following the month in which the obligation was made
 3. What to report. Recipient must report the information about each obligating action that the submission instructions posted at www.fsr.gov specify.
- b. Reporting Total Compensation of Recipient Executives
 1. Applicability and what to report. Recipient must report total compensation for each of the recipients most highly compensated executives for the preceding completed fiscal year, if –
 - a. The total Federal funding authorized to date under this award is \$30,000 or more as defined in 2 CFR 170.320;
 - b. In the preceding fiscal year, recipient received –
 - i. 80 percent or more of the recipient's annual gross revenues from Federal procurement contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 CFR 170.320 (and sub awards); and
 - ii. \$25,000,000 or more in annual gross revenues from Federal Procurement

- contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 CFR 170.320 (and sub awards); and
- c. The public does not have access to information about the compensation of executives through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S. C. 78m(a), 78o(d) or section 6104 of the Internal Revenue Code of 1986.
2. Where and when to report. Recipient must report executive total compensation described in paragraph b.1 of this section;
 - a. As part of recipient's registration profile at <http://www.SAM.gov>.
 - b. By the end of the month following the month in which this award is made, and annually thereafter
- c. Reporting Total Compensation of Subrecipient Executives
 1. Applicability and what to report. Unless recipient is exempt as provided in paragraph d. of this section, for each first-tier sub recipient under this award, recipient shall report the names and total compensation of each of the sub recipient's five most highly compensated executives for the sub recipient's preceding completed fiscal year, if –
 - a. In the subrecipient's preceding fiscal year, the sub recipient received –
 - i. 80 percent or more of its annual gross revenues from Federal procurement contracts (and subcontracts)
 - ii. \$25,000,000 or more in annual gross revenues from Federal procurement contracts (and subcontracts) , and Federal financial assistance subject to the Transparency Act (and sub awards); and
 - b. The public does not have access to information about the compensation of executives through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S. C. 78m(a), 78o(d) or section 6104 of the Internal Revenue Code of 1986.
 2. Where and when to report. Recipient must report subrecipient executive total compensation described in paragraph c.1 of this section;
 - a. To the recipient.
 - b. By the end of the month following the month during which recipient makes the subaward. For example, if subaward is obligated on any date during the month of October of a given year (i.e. between October 1 and 31), recipient must report any required compensation information of the sub recipient by November 30 of that year.
 - d. Reporting Total Compensation of Subrecipient Executives

If, in the previous tax year, recipient had gross income, from all sources, under \$300,000, recipient is exempt from the requirements to report;

 - a. Subawards; and
 - b. The total compensation of the five most highly compensated executives.

Use of FAA's Log/Publication Requirements

Publicity, press release, or advertisements for this activity must be provided to FAA, via the Buyer, for FAA approval at least 14 days before the proposed publication date. The Seller shall not refer to the award agreement in advertisements, press releases, or other forms of endorsement in such a manner that states or implies the Federal Government sanctions, prefers, or considers products and/or services provided by the recipient superior to those of other vendors. Sellers require Buyer and FAA permission to use the FAA Logo. If the FAA logo, signature, or seal are approved by the FAA and Buyer for use in any of the digital or print media, the Seller agrees to comply with the FAA branding requirements at Order 1700.6C FAA Branding Policy, Use of the FAA Log, FAA Signature and DOT Seal, which requires prior coordination before the use of the FAA Logo. Dissemination of publicity, press releases, or advertisements will only be allowed with the express written consent of the FAA Project Manager.

The FAA logo and brand can accompany public announcements

11. Lobbying Restrictions

Per 2 CFR §200.450, Sellers are subject to the restrictions on lobbying as set forth in 2 CFR part 200.

Per 18U.S.C. § 1913, No part of the money appropriated by any enactment of Congress shall, in the absence of express authorization by Congress, be used directly or indirectly to pay for any personal service, advertisement, telegram, telephone, letter, printed or written matter, or other device, intended or designed to influence in any manner a Member of Congress, a jurisdiction, or an official of any government, to favor, adopt, or oppose, by vote or otherwise, any legislation, law, ratification, policy, or appropriation, whether before or after the introduction of any bill, measure, or resolution proposing such legislation, law, ratification, policy, or appropriation; but this shall not prevent officers or employees of the United States or of its departments or agencies from communicating to any such Member or official, at his/her request, or to Congress or such official, through the proper official channels, requests for any legislation, law, ratification, policy, or appropriations which they deem necessary for the efficient conduct of the public business, or from making any communication whose prohibition by this section might, in the opinion of the Attorney General, violate the Constitution or interfere with the conduct of foreign policy, counter-intelligence, intelligence, or national security activities.

Violations of this section shall constitute as a violation of 31 U.S.C. § 1352(a).

Drug-Free Workplace

The Drug-Free Workplace Act of 1988 (41 U.S.C. § 701 et seq.) requires that all organizations receiving Federal financial assistance from any Federal agency agree to maintain a drug-free workplace. Seller agrees that the Seller will provide a drug-free workplace and will comply with the requirement to notify the National Institutes of Health (NIH) if an employee is convicted of violating a criminal drug statute. Failure to comply with these requirements may be cause for debarment. Government wide requirements for Drug-Free Workplace for Financial Assistance are found in 2 CFR 182; FAA implementing regulations are set forth in 2 CFR part 382.400. All recipients or sub recipients of FAA grant funds must in comply with the requirements in Subpart B (or Subpart C if the recipient is an individual) of part 382.

Build America, Buy America Act

(a) For the purpose of the award, the Project is applying the definitions of "produced in the United States" from the Build America, Buy America Act (Public Law 117-58) Section 70912(6) as further supplemented by OMB M-22-11 and 2 CFR 184.3 For the purposes of the FAST program this means that the aviation technology and aviation fuel will be manufactured in the United States and that the cost of the components of the manufactured product that are mined, produced, or manufactured in the United States is greater than 55% of the total cost of all components of the manufactured products.

Administrative and National Policy Requirements

The Seller acknowledges receipt of the agreement and agrees that the work performed under this agreement shall be conducted in accordance with 2 C.F.R. Part 200 Uniform Guidance, which establishes uniform administrative requirements, cost principles, and audit requirements for Federal awards to non-Federal entities. The Seller assures Buyer that it will comply with federal civil rights laws; Buy American requirements under 49 U.S.C. 50101; Build America, Buy America requirements in sections 70912(6) and y709914 in Public Law No: 117-58; and prevailing wage rate requirements under the Davis-Bacon Act, as amended (40 U.S.C. 276a-276a-5, and reenacted at 40 U.S.C. 3141-3144, 3145, and 3147.

Federal Requirements

§200.215: Never contract with the enemy

Sellers are subject to the regulations implementing Never Contract with the Enemy in 2 CFR part 183. The regulations in 2 CFR part 183 affect covered contracts, Federal financial assistance and cooperative agreements that are expected to exceed \$50,000 with the period of performance, are performed outside of the United States and its territories, and are in support of a contingency operation in which members of the Armed Forces are actively engaged in hostilities.

§200.216: Prohibition on certain telecommunications and video surveillance services and equipment

Seller confirms compliance with 2 CFR §200.216 regarding the FY 2019 National Defense Authorization Act Section 899 security requirements and accept the prohibition on certain telecommunications and video surveillance services or equipment (and Section 889 IT security requirements) as a condition of accepting awards.

- a. Recipients and sub recipients are prohibited from obligating or expending loan or grant funds to:
 1. Procure or obtain;
 2. Extend or renew a contract to procure or obtain; or
 3. Enter into a contract (or extend or renew a contract) to procure or obtain equipment, services, or systems that uses covered telecommunications equipment or services as a substantial or essential component of any system, or as critical technology as part of any system.

As described in Public Law 115-232, section 889, covered telecommunications equipment is telecommunications equipment produced by Huawei Technologies Company, or ZTE Corporation (or any subsidiary or affiliate of such entities).

§200.471: Telecommunications and video surveillance costs

- a. Costs incurred for telecommunications and video surveillance services or equipment such as phones, internet, video surveillance, cloud servers are allowable except for the following circumstances:
 1. Obligating or expending covered telecommunications and video surveillance services or equipment or
 2. Services as described in § 200.216 to:
 - a. Procure or obtain, extend or renew a contract to procure or obtain;
 - b. Enter into a contract (or extend or renew a contract) to procure; or
 - c. Obtain the equipment, services, or systems.

Appendix A

Definitions

1. **Executive:** officers, managing partners, or any other employees in management positions.
2. **Recipient:** the organization in which a grant is awarded and that is accountable for use of the funds awarded. A recipient is the entire legal entity even if one particular component of the entity is designated in the award document.
3. **Indirect Cost (2 CFR 200.1):** cost that have incurred for common or joint purposes. Indirect cost benefit more than one cost objective and cannot be readily identified with a particular final cost objective.

4. **Subawards: (2 CFR 200.1)** an award provided by a pass-through entity to a subrecipient of the subrecipient to carry out part of a Federal award received by the pass-through entity. It does not include payments to a contractor or payments to an individual that is a beneficiary of a Federal program. A subaward may be provided through any form of legal agreement, including an agreement that the pass-through entity considers a contract.
 - a. This term means a legal instrument to provide support for the performance of any portion of the substantive project or program for which the recipient received this award and that the recipient award to an eligible sub recipient.
 - b. The term does not include recipient's procurement of property and services need to carry out the project or program (for further explanation, see 2 CFR 200.331).
 - c. A subaward may be provide through any legal agreement, including a n agreement that recipient or a subrecipient considers a contract.

5. **Subrecipient:**

Means an entity that receives a subaward from a pass-through entity to carry out part of a Federal award. The term subrecipient does not include a beneficiary or participant. A subrecipient may also be a recipient of other Federal awards directly from a Federal agency.

 - a. Receives a subaward from the recipient under this award; and
 - b. Is accountable to recipient for the use of the Federal funds provided by the sub award.

6. **Total compensation:** the cash and non-cash dollar value earned by the executive during the recipient's or sub recipient's preceding fiscal year and includes the following (for more information see 17 CFR 229.402(c)(2)):
 - a. Salary and bonus.
 - b. Awards of stock, stock options, and stock appreciation rights. Use of the dollar amount recognized for financial statement reporting purposes with respect to the fiscal year in accordance with the statement of Financial Accounting Standards No. 123 (Revised 2004) (FAS 123R), Shared Base Payments.
 - c. Earnings for services under non-equity incentive plans. This does not include group life, health, hospitalization or medical reimbursement plans that do not discriminate in favor of executives, and are available generally to all salaried employees.
 - d. Change in pension value. This is the change in present value of defined benefit and actuarial pension plans.
 - e. Above-market earnings on deferred compensation which Is not tax-qualified.
 - f. Other compensation, if the aggregate value of all such other compensation (e.g. severance, termination payments, value of life insurance paid on behalf of the employee, perquisites or property) for the executive exceeds \$10,000.