

Attachment J-15

Government OCI Assessment of FDOC



National Aeronautics and Space Administration

**Government Organizational
Conflict of Interest (OCI)
Assessment of FDOC**



Johnson Space Center (JSC)
Mission Operations Directorate (MOD)

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Facilities Development and Operations Contract (FDOC)

FDOC

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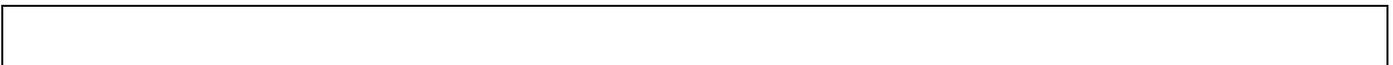


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1. OVERVIEW

1.1. Purpose

In accordance with the Federal Acquisition Regulations (FAR) Subpart 9.5 “Organizational and Consultant Conflicts of Interest”, and the NASA FAR Supplement (NFS) Subpart 1809.5, the purpose of this document is to detail the Government’s assessment of Organizational Conflicts of Interest (OCI) on the Facilities Development and Operations Contract (FDOC). Specifically, this document:

- a) Identifies and evaluates any actual or potential OCI contained in FDOC; and
- b) Defines the Government measures and controls used to avoid, neutralize, or mitigate the identified instances of OCI.

1.2. Roles and Responsibilities

The Government’s roles and responsibilities are to identify and evaluate any OCI concerns before the award of FDOC, in accordance with FAR Subpart 9.5 and NFS Subpart 1809.5, and to institute measures and controls on Government processes to avoid, neutralize, or mitigate those concerns. In addition to meeting the requirements outlined in the FAR, this plan provides a framework for identifying, evaluating and addressing future OCI concerns, as they arise, as a consequence of work being performed in furtherance of the FDOC.

The FDOC contractor’s roles and responsibilities are to identify actual or potential conflicts that it has with existing Government contracts or ongoing contract competitions, as a result of the work it is performing under FDOC, and the relationships that it might have with other NASA contractors, in order to fulfill FDOC requirements, and to institute measures and controls on its processes to avoid, neutralize, or mitigate those conflicts. The FDOC contractor’s approach to meeting these roles and responsibilities shall be documented in its OCI plan. The FDOC contractor’s required OCI plan is an integral part of the overall FDOC OCI identification and mitigation strategy and can be found as Attachment J-14, Contractor OCI Plan.

1.3. Applicability

This document, in collaboration with the Contractor OCI Plan, form the framework for addressing OCI concerns for all work performed under FDOC. This document and the associated Contractor OCI Plan shall be reviewed and updated on an annual basis to address changing requirements and updated OCI plans under FDOC.

1.4. Additional Clauses

FAR 52.227-14, RIGHTS IN DATA – GENERAL, is incorporated by reference into FDOC. In association with this clause, and in accordance with FAR 9.505(b), the FDOC contractor shall avoid the use of company proprietary data and the creation of proprietary documentation in the performance of work under FDOC. This avoids the

creation of an unfair competitive advantage in future procurements concerning the work on FDOC.

Clause H.2, LIMITATION ON FUTURE CONTRACTING, specifies that NASA and the FDOC contractor will make a good-faith effort to avoid, mitigate, or neutralize any OCI issues that may arise in FDOC. This document, the Contractor OCI Plan, and annual updates to both documents form the basis of this approach.

Clause H.3, DELIVERY/TASK ORDERING PROCEDURE, specifies the process for issuing new delivery and task orders under FDOC. OCI issues associated with this clause are addressed below in Section 2.2, Assessment of IDIQ (CLIN-003) and LOE (CLIN-004, -005) under FDOC.

2. GOVERNMENT OCI ASSESSMENT OF FDOC

The types of OCI are categorized as follows:

- a) Unequal access to information: the FDOC contractor has access to nonpublic information as part of its performance of this contract and that information may provide the FDOC contractor a competitive advantage in a later competition for a Government contract (see FAR §9.505-4);
- b) Impaired objectivity refers to situations where the FDOC contractor could potentially be placed in roles where it would evaluate its own contractor work or proposal or that of a competitor on behalf of the Government. This type of OCI may also occur if the FDOC contractor is required to make recommendations on agency policies that could impact the contractor's financial interests; and
- c) Biased ground-rules situations can arise if the FDOC contractor is called upon to provide expertise that leads directly to Government requirements, including expertise that leads to evaluation criteria or guidelines used in a future procurement. OCI concerns of this type can also arise if the FDOC contractor is providing recommendations or advice through participation in requirements boards or advisory panels.

The Government OCI assessment of FDOC consists of three fundamental components:

- 1) Identification and evaluation of potential OCI concerns in the baseline requirements of the contract;
- 2) Assessment of the execution of Indefinite Delivery Indefinite Quantity (IDIQ) delivery orders and Level-of-Effort (LOE) task orders under FDOC; and
- 3) Identification and evaluation of future potential OCI concerns in the NASA change control and design review processes.

A detailed description of the results of the OCI assessment for each area described above (1,2,3) follows.

2.1. Assessment of Baseline Requirements (CLIN-002) under FDOC

The following is a detailed analysis of the baseline requirements in the FDOC Statement of Work (SOW) to identify and evaluate potential OCI concerns. (OCI Types: A – Unequal Access, O – Impaired Objectivity, G – Biased Ground Rules)

Table 2-1. Detailed Assessment of Baseline Requirements

SOW No.	SOW Title and Requirement	OCI Type	Evaluation and Actions (if necessary)
2	<p>Contract Management</p> <p><i>“The Contractor shall define and institute consolidated processes to maximize synergy for development, modification, sustaining, maintenance, reconfiguration, and operations across all mission operations facilities, for the purpose of reducing cost without compromising facility functionality and performance as specified via this SOW.”</i></p>	None	Deals with processes, not systems requirements.
2.6.2	<p>Information Technology (IT)</p> <p><i>“The Contractor shall assist with the formulation of... JSC and MOD IT security programs.”</i></p>	None	Contractor provides technical support to NASA. NASA determines the requirements.
2.7	<p>IT Services</p> <p><i>“The Contractor shall procure, install, administer, and maintain MOD server hardware and software systems providing file, web, database, and print services including both development and production environments.”</i></p>	None	Only deals with standard IT HW and SW.
2.9	<p>Safety and Health</p> <p><i>“...develop and implement risk management techniques...”</i></p>	None	Deals with techniques, not systems requirements.

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SOW No.	SOW Title and Requirement	OCI Type	Evaluation and Actions (if necessary)
3.1.2	<p>Development, Modification, and Systems Engineering</p> <p><i>“NASA will determine all facility requirements. The Contractor shall implement NASA-approved requirements for development and modification changes. The Contractor shall develop and modify, as needed, the documentation of these requirements in the facility Level A and B Requirements (DRD-FDOC-0045).”</i></p> <p><i>“The Contractor shall procure all hardware and software for development and modification unless otherwise specified through the change mechanism.”</i></p> <p><i>“The Contractor shall provide support for technical analyses, cost assessments, “make/buy” decisions, and other specific activities necessary to accomplish development, modification, and systems engineering. The Contractor shall develop and modify, as needed, the Interface Control Documents (DRD-FDOC-0046), and the Design Specifications (DRD-FDOC-0055).”</i></p>	None	<p>NASA will determine the requirements and the Contractor will document those requirements.</p> <p>All new equipment and software will be approved by NASA through the change process. Baseline work will generally be determined, designed, and implemented within the FDOC contract.</p> <p>Interfaces and documentation of as-built specifications are part of the Contractor’s implementation of NASA-levied requirements.</p>
3.1.3	<p>Maintenance and Sustaining Engineering</p> <p><i>“The Contractor shall maintain the documentation for the facility Level A and B Requirements (DRD-FDOC-0045), the Interface Control Documents (DRD-FDOC-0046), and the Design Specifications (DRD-FDOC-0055).”</i></p>	None	<p>Contractor is responsible for maintaining the documentation of the requirements, not the requirements themselves.</p>
3.1.7	<p>Interface Support</p> <p><i>“The Contractor shall create...interfaces between facilities, between facilities and user applications, and between user applications (reference Section 3.2.11, User Applications and Supporting Data Files Support).”</i></p>	None	<p>The creation of interfaces is part of the implementation that is the responsibility of the Contractor after any development or modifications are authorized by NASA.</p>

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SOW No.	SOW Title and Requirement	OCI Type	Evaluation and Actions (if necessary)
3.2.6.1	SPF Management <i>“The Contractor shall develop (as needed), maintain, publish, and adhere to the Software Production Facility User’s Guide (DRD-FDOC-0064).”</i>	None	User’s Guide does not dictate system requirements.

2.2. Assessment of IDIQ (CLIN-003) and LOE (CLIN-004, -005) under FDOC

The FDOC SOW involves work initiated by delivery orders issued under CLIN-003, Indefinite Delivery Indefinite Quantity (IDIQ), and task orders issued under CLIN-004 and -005, Level-of-Effort (LOE) and LOE Flex Options.

The Government approach to address OCI concerns for IDIQ and LOE is to require a review of OCI as part of the development and approval of each delivery or task order, in accordance with Clause H.3 DELIVERY/TASK ORDERING PROCEDURE. The Contracting Officer requires the review to be complete before approving the work to commence under the delivery or task order.

Some of the LOE paragraphs in the SOW are of sufficient detail to warrant an up-front assessment for OCI. The following is a detailed analysis of the LOE requirements in the FDOC Statement of Work to identify and evaluate potential OCI concerns. (OCI Types: A – Unequal Access, O – Impaired Objectivity, G – Biased Ground Rules)

Table 2-2. Detailed Assessment of LOE Requirements

SOW No.	SOW Title and Requirement	OCI Type	Evaluation and Actions (if necessary)
3.3.1.1.1	Security Engineering Support <i>“Development of program process and procedures regarding security.”</i> <i>“Security Protection Development support including security risk analysis, security requirements, security plans, security products and implementation”</i>	None	Contractor provides technical support to NASA. NASA determines the requirements.

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SOW No.	SOW Title and Requirement	OCI Type	Evaluation and Actions (if necessary)
3.3.3	<p>Human Space Flight (HSF) Network Operations Integration</p> <p><i>“The Contractor shall provide technical integration support and development of ICDs related to the NASA network services utilized by the mission support functions in this SOW.”</i></p> <p><i>“The Contractor shall provide assessments of the voice, video, and data services capabilities of the NASA network services to ensure that the mission support function requirements in this SOW are being met. In addition, the Contractor shall assess the planned network capabilities for future development work.”</i></p>	G	<p>Contractor provides technical support to NASA. NASA determines the requirements.</p> <p>Interfaces are part of the Contractor's implementation of NASA-levied requirements.</p> <p>Contractor will be evaluating the network services capabilities for suitability and not assessing the service providers.</p> <p>The only potential OCI issue is new development, such as Constellation work, and in that case applicable LOE personnel should be firewalled.</p>
3.3.4	<p>Systems Engineering and Integration Support</p> <p><i>“The Contractor shall provide system engineering support services to the Government led effort of defining NASA's ongoing engineering projects. Engineering support shall include systems engineering, spacecraft operability definition, and system development skills to supplement Government core competencies. The support shall include providing studies, analyses, impact statements, end-to-end architecture tradeoff assessments, implementation plans, and operations process reengineering and proposed alternatives.”</i></p>	G	<p>Contractor provides technical support to NASA. NASA determines the requirements.</p> <p>The only potential OCI issue is new development, such as Constellation work, and in that case applicable LOE personnel should be firewalled.</p>
3.3.5	<p>Architectural and Engineering Support</p> <p><i>“The Contractor shall support the development, coordination, and refinement of the mission operations facilities strategic vision and tactical plans across all mission operations facilities...”</i></p>	G	<p>Contractor provides technical support to NASA. NASA determines the requirements.</p> <p>The only potential OCI issue is new development, such as Constellation work, and in that case applicable LOE personnel should be firewalled.</p>
3.3.6	<p>COMSEC</p> <p><i>“The Contractor shall provide COMSEC engineering expertise...for the development of future COMSEC systems...”</i></p>	None	<p>Contractor provides technical support to NASA. NASA determines the requirements.</p>

2.3. Identification and Evaluation of Future OCI Concerns

In addition to the steps detailed above, NASA shall provide OCI training to Government management and technical personnel associated with the execution of FDOC. The training will provide these employees with an enhanced awareness of potential OCI issues and the ability to better identify OCI concerns in any new development work to be completed in furtherance of FDOC. The FDOC contractor, in accordance with its mandatory OCI plan (Attachment J-14), shall also bear responsibility for providing appropriate training to its personnel regarding potential OCI on FDOC.

As part of the approval process for any facility changes or new development work, NASA managers will have the responsibility of analyzing the requirements and designs brought forward for any possible OCI concerns. Any such changes and new development work will be made through Support Requirements (SRs), Task Orders, and Delivery Orders. Additionally, the FDOC contractor bears the responsibility to identify, evaluate, and respond to OCI concerns in accordance with its change control plan (DRD-FDOC-0043) and design review plan (DRD-FDOC-0054) for FDOC.