

Date: January 9, 2019

From: Deputy Senior Procurement Executive

Subj: VA Procurement Policy Memorandum 2019-01, Postaward Orientation (VIEWS 00119972)

To: Heads of the Contracting Activities

1. Purpose: This Procurement Policy Memorandum (PPM) issues revised guidance for postaward orientations and rescinds Information Letter (IL) 003A3-12-04, Postaward Conferences, dated February 2, 2012.

2. Background: The Department of Veterans Affairs (VA) is revising its guidance for postaward orientations (conferences) process in consonance with Federal Acquisition Regulation (FAR) subpart 42.5, Postaward Orientation, and the preconstruction orientation guidance found at FAR 36.212.

The postaward orientation, commonly referred to as a “kick-off” meeting, pre-performance conference, preconstruction conference, or postaward orientation conference, can be conducted face-to-face, via teleconference or videoconference. The postaward orientation, or conference, serves as a substantive review of the contract terms and conditions prior to contractor work performance. The overall goal is to implement a postaward procedure that efficiently allocates time and resources.

The revised process supports the establishment of a foundation for the mutual understanding of contractual requirements and administrative processes needed to ensure that contractual roles and responsibilities are clearly defined prior to contractor work performance.

3. Effective Date: January 31, 2019

4. Expiration Date: This PPM will remain in effect until incorporated into the VA Acquisition Regulation (VAAR) or the VA Acquisition Manual (VAAM) or is otherwise rescinded.

5. Applicability: This PPM applies to all Contracting Officers, Contract Specialists, Contracting Officer’s Representatives (COR), Program or Project Managers (PMs), and all others within the VA acquisition community.

6. Action Required: Contracting officers shall conduct postaward orientations or conferences in accordance with FAR 42.503 for the following types of acquisitions: contracts for services (including installation and maintenance); construction (see FAR/VAAR part 36); research and development; and complex supply requirements with

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intricate delivery schedules or other critical factors. Contracting officers shall use procedures based on contract type, value, and complexity. Additionally, contracting officers may apply procedures prescribed for any award amount, if appropriate for the complexity or sensitivity of the contract.

a. Key requirements for postaward orientation.

(1) Contracting officers shall consider conducting postaward orientations based on the minimum considerations outlined in FAR 42.502(a)-(l). Postaward orientations may be especially beneficial to contractors who are small businesses (see FAR 42.502(i)) and assist both Government and contractor personnel to achieve a clear and mutual understanding of all contract requirements and identify and resolve early potential problems (see FAR 42.501). To ensure successful contract performance, contracting officers shall conduct postaward orientations for contracts at the following thresholds:

(a) For contract awards from above the simplified acquisition threshold up to \$1 million, a formal postaward conference is not required; however, the contracting officer should conduct a postaward orientation, at a minimum, through a postaward letter in accordance with FAR 42.504, if the minimum considerations as set forth in FAR 42.502 (a)-(l) warrant it.

(b) For contract awards over \$1 million, conduct the postaward orientation as a postaward conference in accordance with FAR 42.503 or via a postaward letter in accordance with FAR 42.504.

(c) For contract awards from \$5 million and above—a formal postaward conference is required.

(2) *Specific types of contracts requiring postaward orientations.* The contracting officer shall conduct postaward orientations in accordance with FAR 42.503 for the following types of acquisitions: contracts for services (including installation and maintenance); construction; research and development; and complex supply requirements with intricate delivery schedules or other critical factors.

b. Postaward conference arrangements.

(1) The contracting officer exercises final authority over all aspects of the postaward conference and may designate the PM as postaward conference co-chairperson for services, complex supplies, and research and development contracts.

(a) The contracting officer, as the chairperson, and the PM, as the co-chairperson, if designated, are responsible for coordinating the following—

A. Preparing the agenda and conducting a preliminary meeting of government personnel;

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B. Determining the appropriate agenda items and scheduling the postaward conference;

C. Reviewing the details associated with costs, schedule, risks, and performance of the contract to be discussed with the contractor;

D. Establishing the time and place of the conference (not later than 21 calendar days after the award);

E. Appointing a note taker to record meeting minutes;

F. Ensuring that the appointed note taker prepares and distributes the meeting minutes of the conference to the contracting officer (for the official contract file), contractor, COR, and others as required; and

G. Preparing a summary report of the conference as a matter of record for the contract, documenting major issues, agreements, or disagreements.

c. Postaward conference procedure.

(1) When a postaward conference is held, the contractor officer shall act as the chairperson. Pursuant to FAR 42.503-3, the chairperson shall prepare and sign a report of the postaward conference.

(2) When a postaward conference is held, the contracting officer shall (for construction see paragraph 6.d for appropriate guidance and checklist)—

(a) Participate in all postaward conferences;

(b) Prior to the conference, enter postaward conference planning notes and schedule into VA's electronic Contract Management System (eCMS);

(c) Notify other appropriate government representatives (e.g., COR, PM (if not designated as co-chairperson)) of the scheduled postaward conference date, time, and location;

(d) Hold pre-meetings with government attendees to discuss roles and to go over agenda and messaging; and

(e) Obtain contractor points of contact to include a list of key personnel (if not identified in their proposal or in the body of the contract), as well as a list of projected attendees for the postaward conference.

(3) The contracting officer shall discuss, at a minimum—

(a) Contract type;

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- (b) Delivery order procedures (if applicable);
- (c) Contracting officer's authority;
- (d) Unauthorized commitments;
- (e) COR responsibilities;
- (f) Security requirements;
- (g) Extent of subcontracting (if applicable)
 - A. Limitations on Subcontracting
 - B. Subcontracting Plan Compliance
- (h) Overview of contract clauses;
- (i) Special clauses or significant contract requirements, such as the following;

A. Equal Opportunity for Veterans. If applicable the contracting officer shall brief or include a statement regarding the following: "This contract incorporates by reference the Equal Opportunity for Veterans clause, FAR 52.222-35, enforced by the Office of Federal Contract Compliance Programs of the Department of Labor. Contractors may not discriminate against protected Veterans in recruitment, hiring, compensation, leaves of absence, or other terms, conditions or privileges of employment. Contractors with 50 or more employees must also adopt an affirmative action program for protected Veterans. The prime contractor shall include the Equal Opportunity for Veterans clause in subcontracts and purchase orders of \$150,000 or more. This description is not exhaustive, and the contractor should review the full clause at 52.222-35."

- (j) Quality Assurance Surveillance Plan (if applicable);
- (k) Performance Objectives, Measures, and Standards (if applicable);
- (l) OSHA issues and requirements (if applicable);
- (m) Service Contract Labor Standards (Service Contract Act Wage Determinations) (if applicable);
- (n) Flow down or special subcontractor requirements (if applicable);
- (o) Contract change procedure;
- (p) Issue resolution process;

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(q) Billing, invoice approval and payment procedures;

(r) Any reporting requirements such as the System for Award Management or Contractor Performance Assessment Reporting System (e.g., Service Contracts Inventory and certain Contractor Service Contract Reporting Requirements (52.204-14) and Service Contract Reporting Requirements for Indefinite-Delivery Contracts (52.204-15) (if applicable);

(s) Use of ordering officers (if applicable); and,

(t) Deliverables requirements and schedule, (if applicable).

(4) For postaward orientation for contracts below \$1 million, the contracting officer or the PM shall at a minimum—

(a) Identify the government representative responsible for administering the contract and the contracting officer;

(b) Cite any unusual or significant contract requirements;

(c) Forward a copy of the notice to the appropriate contractor personnel; and

(d) Place a copy of the written notice in the official contract file and upload a copy into eCMS in the Award Action Briefcase, and title the document “C05 Postaward/Pre-Performance Conference Minutes for Contract Number insert contract number.”

(5) The contractor is generally responsible for conducting postaward conferences with subcontractors. However, the prime contractor may invite government representatives to a conference with the subcontractors, or the government may request the prime contractor to initiate a conference with subcontractors for complex, sensitive, or mission critical requirements.

d. Preconstruction orientation additional policy.

(1) Attendees should include the prime contractor's representative and any identified subcontractors, contracting officer and the Resident Engineer (RE)/PM, COR, requiring activity representatives, VA facility safety and security officials. The Architect-Engineer (A-E) of record may attend the preconstruction conference, if the A-E's contract requires attendance of the A-E in the A-E's contract.

(2) The contracting officer:

(a) Conducts the meeting, but the RE/PM, COR and requiring activity and other Government representatives should have a thorough understanding of the

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requirement and be prepared to address issues such as phasing of work (if any), government furnished property items, and coordination of access to the construction area, patient or restricted areas.

(b) Should resolve issues as noted in paragraph d(1) above with key Government officials before the preconstruction orientation and present a unified VA position in the Contractor's presence, to achieve a clear and mutual understanding of all contract requirements and to identify and resolve potential problems. A preconstruction conference may be conducted face-to-face, via teleconference or videoconference.

(c) Shall inform the prime contractor of the necessity to include labor standard clauses in all subcontracts orally or with a preconstruction letter. The contracting officer shall document the discussion of the necessity to include labor standards (FAR subpart 22.4), and subcontracting plan requirements (FAR 19.704) in all subcontracts.

(d) Shall remind the contractor that any errors or omissions in the contract drawings or specifications must be provided promptly, but in no case later than the start of related work.

(e) Shall enter the preconstruction orientation data into eCMS.

(3) The role of Government representatives participating in the conference is to adequately convey and ensure that VA interests and resources are protected. The Preconstruction Conference is not the time to discuss potential change requests unless the changes have a direct impact on user mission, construction startup or contractor progress.

(4) A copy of the meeting minutes shall be placed in the official contract file and uploaded into eCMS in the Award Action Briefcase, under index number "C05 Pre-Construction Minutes."

7. Contact Information. Please direct questions regarding this PPM to the Procurement Policy and Warrant Management Service (003A2A), via email at: VA.Procurement.Policy@va.gov.

/s/

D. Edward Keller, Jr.

Attachment: A. eCMS Reporting Requirements

Attachment A

eCMS REPORTING REQUIREMENTS

The following describes the eCMS postaward data value fields. Following contract award, the Contracting Officer (CO) must complete the following fields in the eCMS Contract Action by selecting the appropriate response.

1. Postaward Conference (Data Value Field):

(1) Yes

(2) No

2. Postaward Conference Reason (Data Value Field):

(1) Not a contract for services, construction, or research & development (R&D)

(2) Contract is for supplies but not deemed complex

(3) Issued a post-award letter instead of a conference

(4) Award value is below \$1 million

(5) Other

3. Postaward Conference Date (Data Value Field):

(1) Enter the projected date of the postaward conference or the date the actual conference was held.

For information regarding eCMS, please contact the VA Acquisition Systems Helpdesk at email VA.Acquisition.Systems@va.gov or 1-877-634-3739.