

SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEM
OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, & 30

1. REQUISITION NUMBER
21102000P112/093/147

PAGE OF
1 20

2. CONTRACT NO.
HSTS01-09-D-050900

3. AWARD/EFFECTIVE DATE
09/15/2010

4. ORDER NUMBER
HSTS01-10-J-COP112

5. SOLICITATION NUMBER

6. SOLICITATION ISSUE DATE

7. FOR SOLICITATION INFORMATION CALL:

a. NAME
(b)(6)

b. TELEPHONE NUMBER
(b)(6)

(No collect calls)

8. OFFER DUE DATE/LOCAL TIME

9. ISSUED BY CODE 20

OFFICE OF ACQUISITION
701 S 12TH STREET
ARLINGTON VA 20598

19. THIS ACQUISITION IS

UNRESTRICTED OR

SET ASIDE:

% FOR:

SMALL BUSINESS

EMERGING SMALL BUSINESS

NAICS:

HUBZONE SMALL BUSINESS

SOLE SOURCE

SIZE STANDARD:

SERVICE-DISABLED VETERAN-OWNED SMALL BUSINESS

8(A)

11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED
 SEE SCHEDULE F

12. DISCOUNT TERMS
Net 30

13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700)

13b. RATING

14. METHOD OF SOLICITATION
 RFQ IFB RFP

15. DELIVER TO CODE

Multiple Destinations

16. ADMINISTERED BY CODE 01

Human Capital & Finance
701 S 12TH STREET
ARLINGTON VA 20598

17a. CONTRACTOR/OFFEROR CODE 805258373

FACILITY CODE

18a. PAYMENT WILL BE MADE BY CODE TSA1

Lockheed Martin Services Incorporated
Attn: (b)(6)
700 N Frederick Ave
Gaithersburg MD 208793328

US Coast Guard Financial Center
TSA Commercial Invoices
P.O. Box 4111
Chesapeake VA 23327-4111

TELEPHONE NO. (b)(6)

17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER

18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a UNLESS BLOCK BELOW IS CHECKED - SEE ADDENDUM

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
C0001	Tax ID Number: 52-1813509 DUNS Number: 805258373 Task Order 8 PRs used for this Task Order Award: 21102000P112, 21102000P093, and 21102000P147 Period of Performance: 09/15/2010 to 06/14/2011 FFP - Project Management for Phase I POP - September 15, 2010 - December 14, 2010 Continued ... (Use Reverse and/or Attach Additional Sheets as Necessary)	1	JB	(b)(4)	

25. ACCOUNTING AND APPROPRIATION DATA
See schedule

26. TOTAL AWARD AMOUNT (For Govt. Use Only)
\$1,084,667.08

27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1, 52.212-4, FAR 52.212-3 AND 52.212-5 ARE ATTACHED. ADDENDUM

ARE ARE NOT ATTACHED.

27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4, FAR 52.212-5 IS ATTACHED. ADDENDA

ARE ARE NOT ATTACHED.

28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN.

29. AWARD OF CONTRACT REF. OFFER DATED _____ YOUR OFFER ON SOLICITATION (BLOCK 6), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS:

30a. SIGNATURE OF OFFEROR/CONTRACTOR

(b)(6)

Digitally signed by Burden, Roosevelt
DN: cn=Burden, dc=defense, ou=US, de=acert04, ou=USG, ou=Users, o=US, email=Burden, email=Roosevelt, email=burden@nco.com, Date: 2010.09.15 16:29:54 -0400

31. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER)

(Handwritten Signature)

30b. NAME AND TITLE OF SIGNER (Type or print)
(b)(6) Sr. Contracts Negotiator

30c. DATE SIGNED
9/15/2010

31b. NAME OF CONTRACTING OFFICER (Type or print)
Marvin Grubbs

31c. DATE SIGNED
9/15/2010

19. ITEM NO	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
	Delivery: 09/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV090A000D2010SWE020TR1001250059005900TT-59070005 03000000-2521-TSA DIRECT-DEF.. TASK-D Funded: (b)(4)				
00001A	OPTIONAL - FFP - Project Management for Phase II PCP - Effective Date of Exercise (EDGE) - 3 months Amount: (b)(4) (Option Line Item) 12/15/2010 Delivery: 12/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV101A000D2010SWE020TR1001250059005900TT-59070000 00000000-2521-TSA DIRECT-DEF.. TASK-D Funded: \$0.00	1	JB	(b)(4)	0.00
00001B	FFP - Project Management for Phase III PCP - December 15, 2010 - March 14, 2011 Continued ...	1	JB	(b)(4)	

32a. QUANTITY IN COLUMN 21 HAS BEEN RECEIVED INSPECTED NOTED: ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS

32b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE _____ 32c. DATE _____ 32d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE _____

32e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE _____ 32f. TELEPHONE NUMBER OF AUTHORIZED GOVERNMENT REPRESENTATIVE _____
 32g. E-MAIL OF AUTHORIZED GOVERNMENT REPRESENTATIVE _____

33. SHIP NUMBER _____ 34. VOUCHER NUMBER _____ 35. AMOUNT VERIFIED CORRECT FOR _____ 36. PAYMENT COMPLETE PARTIAL FINAL 37. CHECK NUMBER _____
 PARTIAL FINAL

38. S/R ACCOUNT NUMBER _____ 39. S/R VOUCHER NUMBER _____ 40. PAID BY _____

41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT _____ 41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER _____ 41c. DATE _____ 42a. RECEIVED BY (Print) _____
 42b. RECEIVED AT (Location) _____
 42c. DATE REC'D (YY/MM/DD) _____ 42d. TOTAL CONTAINERS _____

NAME OF OFFEROR OR CONTRACTOR
Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Delivery: 12/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV101A000D2010SWE020TR100425005900590OTT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)				
0001B1	Additional funding for CLTN 0001B	1	JB	(b)(4)	(b)(4)
	Delivery: 12/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV101A000D2010SWE020GE000025005900590BDO-59070014 00000000-252R-TSA DIRECT-DEF. TASK-D Funded: (b)(4)				
00002	ODC Reimbursable - NTE Travel and ODCs	1	JB	10,553.63	10,553.63
	Delivery: 09/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV090A000D2010SWE020TR100125005900590OTT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: \$10,553.63				
00002A	OPTIONAL - ODC Reimbursable - NTE Travel and ODCs for Phase II POP - Effective Date of Exercise (EDOE) - 3 months Amount: \$48,560.37 (Option Line Item) 12/15/2010	1	JB	48,560.37	0.00
00002B	ODC Reimbursable - NTE Travel and ODCs for Phase III POP- December 15, 2010 - March 14, 2011 Continued ...	1	JB	340.44	340.44

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
00003	Delivery: 12/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV101A000D2010SWE020R1004250059005900TT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	JB	(b)(4)	(b)(4)
00004	Delivery: 09/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV090A000D2010SWE020R1001250059005900TT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	JB	(b)(4)	(b)(4)
00005	Delivery: 09/15/2010 Delivery Location Code: TSA14 Finance and Administration 701 S 12TH STREET Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5TSC90A000D2009ITS010GE0000770064006400CFO-64000000 00000000-252R-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	JB	(b)(4)	(b)(4)
	FFP - Licenses for Task A - Initial Pilot Phase - licensing solution to support 4,100 users of the MEET-Advanced Online or equal or better training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, EIGHTEEN MONTH LICENSE TERM FFP - Licenses for Task A - Initial Pilot Phase - licensing solution to support 4,100 users of the Continued ...				

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REFERENCE NO. OF DOCUMENT BEING CONTINUED
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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Microexpression Training Course (Original) or equal or better training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS Delivery: 09/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV090A000D2010SWE020R1001250059005900TT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)				
00005A	Additional funding for CLIN 0005 from different LOA. Delivery: 09/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV090A000D2010SWE020R1001250059005900TT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	JB	(b)(4)	
00005A1	Additional funding for CLIN 0005 from different LOA. Delivery: 09/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV101A000D2010SWE020GE0000250059005900BDO-59070014 00000000-252R-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	JB	(b)(4)	
00006	T&M - Task B - OLC Integration Labor Continued ...	1	JB	(b)(4)	

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REFERENCE NO. OF DOCUMENT BEING CONTINUED
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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Delivery: 09/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AVC90A000D2010SWE020TR1001250059005900TT-59070005 0300000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)				
00007	OPTIONAL - FFP - Year 1 - Licenses for Task C - TSO Training Licenses - licensing solution to support 44,000 users of the METD-Advanced Online or equal or better training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) ENTERPRISE LICENSE, ONE YEAR ACCESS Amount: (b)(4) Option Line Item) 12/15/2010	1	JB	(b)(4)	0.00
00007A	OPTIONAL - FFP - Year 1 - Licenses for Task C - TSO Training Licenses - licensing solution to support 44,000 users of the METD-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) ENTERPRISE LICENSE, TWO YEAR ACCESS Amount: (b)(4) Option Line Item) 12/15/2010	1	JB	(b)(4)	0.00
00007B	OPTIONAL - FFP -Year 1 - Licenses for Task C - TSO Training Licenses - licensing solution to support 44,000 users of the METD-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, TWO YEAR LICENSE TERMS Amount: (b)(4) Option Line Item) 12/15/2010	1	JB	(b)(4)	0.00
00008	OPTIONAL - FFP - Year 1 - Licenses for Task A - licensing solution to support 44,000 users of the Microexpression Training Course (Original) training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, Continued ...	1	JB	(b)(4)	0.00

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REFERENCE NO. OF DOCUMENT BEING CONTINUED
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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	UNLIMITED ACCESS Amount: (b)(4) (Option Line Item) 12/15/2010				
00009	OPTIONAL - T&M - Task D - Curriculum Development for TSA Micro-Facial Training Amount: (b)(4) (Option Line Item) 12/15/2010	1	JB	(b)(4)	0.00
00010	T&M - Task E - BDO Training Licenses/ OLC Integration Delivery: 12/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV101A000D2010SWE020TR1004250059005900TT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	JB	(b)(4)	
00011	FFP - Year 1 - Licenses for Task E - BDO Training Licenses - licensing solution to support 3,100 users of the MiX2 and MiX2 Additional training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS Delivery: 12/15/2010 Delivery Location Code: TSA29 OFFICE OF SECURITY OPERATIONS (OSO) 601 S 12TH ST EAST -5 Attn: (b)(6) ARLINGTON VA 20598 Accounting Info: 5AV101A000D2010SWE020GE0000250059005900BDO-59070014 00000000-252R-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	JB	(b)(4)	

The total amount of award: \$7,395,906.65. The obligation for this award is shown in box 26.

SECTION B – SCHEDULE

B.1 Contract Line Items, Descriptions

Effective Date of Award (EDOA) = September 15, 2010

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001**	FFP – Project Management for Phase I POP - September 15, 2010 – December 14, 2010	1	Job	(b)(4)	
0001A**	OPTIONAL - FFP – Project Management for Phase II POP - Effective Date of Exercise (EDOE) – 3 months	1	Job	(b)(4)	
0001B (includes CLIN 1B1)**	FFP – Project Management for Phase III POP – December 15, 2010 – March 14, 2011	1	Job	(b)(4)	
0002**	ODC Reimbursable - NTE Travel and ODCs POP - September 15, 2010 – December 14, 2010	1	Lot	NTE \$10,553.63	NTE \$10,553.63
0002A**	OPTIONAL - ODC Reimbursable - NTE Travel and ODCs for Phase II POP - Effective Date of Exercise (EDOE) – 3 months	1	Lot	NTE \$48,560.37	NTE \$48,560.37
0002B**	ODC Reimbursable - NTE Travel and ODCs for Phase III POP – December 15, 2010 – March 14, 2011	1	Lot	NTE \$340.44	NTE \$340.44
Phase I - Period of Performance - September 15, 2010 – December 14, 2010					
0003	FFP - Task A – Initial Pilot Phase labor	1	Job	(b)(4)	
0004	FFP – Licenses for Task A – Initial Pilot Phase - licensing solution to support 4,100 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, EIGHTEEN MONTH LICENSE TERM	1	Lot	(b)(4)	
0005 (includes CLINs 0005A, 0005A1)	FFP – Licenses for Task A – Initial Pilot Phase - licensing solution to support 4,100 users of the Microexpression Training Course (Original) training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	
0006	T&M – Task B - OLC Integration labor *	1	Job	(b)(4)	
Phase II – Period of Performance – EDOE – 3 months					
0007	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution	1	Lot	(b)(4)	

	(licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) ENTERPRISE LICENSE, ONE YEAR ACCESS				
0007A	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) ENTERPRISE LICENSE, TWO YEAR ACCESS	1	Lot	(b)(4)	
0007B	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, TWO YEAR LICENSE TERMS	1	Lot	(b)(4)	
0008	OPTIONAL - FFP – Year 1 - Licenses for Task A – licensing solution to support 44,000 users of the Microexpression Training Course (Original) training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	
0009	OPTIONAL – T&M - Task D – Curriculum Development for TSA Micro-Facial Training*	1	Job	(b)(4)	
Phase III - Period of Performance – December 15, 2010 – March 14, 2011					
0010	T&M – Task E - BDO Training Licenses/ OLC Integration*	1	Job	(b)(4)	
0011	FFP – Year 1 - Licenses for Task E – BDO Training Licenses - licensing solution to support 3,100 users of the MiX2 and MiX2 Additional training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	

*Labor rates applied to these CLINs shall be based on Attachment 20 of the IDIQ contract.

**Contractor shall bill CLINs 0001, 0001A, 0001b, 0002, 0002A, and 0002B at the sub-CLIN level (as separate CLINs with separate periods of performance)...

B.2 Associated Labor Categories

The following table defines the labor categories that can be used under each T&M CLIN:

CLIN NO	LABOR CATEGORIES
0006	#58 - Senior information Technology Specialist #72 – Subject Matter Expert (SME)
0009	#01 – Senior Instructional Technologist/ Designer #02 – Instruction Technologist/ Designer #03 – Junior Instructional Technologies/ Designer #04 – Senior Curriculum Developer #05 – Classroom Curriculum Developer #06 – Junior Classroom Curriculum Developer #27 – Graphics #73 – Security Training Analyst #75 – Technical Writer/Editor
0010	#58 – Senior Information Technology Specialist #72 – Subject Matter Expert (SME)

B.3 Conditions and Assumptions

The prices above are based on the conditions and assumptions stated in Attachment B that have been accepted by the Government and incorporated into this Task Order.

B.4 Accepted Proposal

The technical proposal titled SST900 TO 08 Tech Approach v2 2nd Submission, dated 08/30/2010 and the price proposal titled SST900 TO 08 Vol 2 Price 2nd Submission, dated 08/30/2010 is hereby accepted.

(End of Section B)

SECTION C – STATEMENT OF WORK

1. Background

The Transportation Security Administration's (TSA's) Screening of Passengers by Observation Techniques (SPOT) program is a behavior observation and analysis program in which personnel are trained to identify anomalous behaviors that deviate from an established environmental baseline. SPOT is a program designed for passive observation by TSA personnel, known as Behavior Detection Officers (BDOs), who typically observe in front of the security checkpoint, to identify potentially high-risk passengers exhibiting anomalous behaviors that deviate from an established environmental baseline, to include behavior cues associated with the fear of discovery.

Each of the behaviors the BDOs are trained to observe is garnered from both the scientific and law enforcement community. Beginning in fiscal year (FY) 2009, TSA introduced the Additional Behavior Detection Training course (ABDT) as an additional training tool for BDOs. ABDT is a two day class emphasizing non-verbal behavioral detection. This class teaches BDOs how to recognize possible red flags in terms of deception that may manifest itself in micro-expressions and other non-verbal gross motor behavior movements. The main focus is with micro-expression detection during the Casual Conversation portion of the SPOT process. The training also helps direct questions asked of the passenger in order to resolve the situation. The expressions emphasized in the course are universal, meaning that it is culturally independent.

Ideally, the behavior detection capability should be implemented for all TSA staff and especially Transportation Security Officers (TSO), but cognitive demands of the skill severely limit its applications when personnel have other assigned duties they must concentrate on (e.g. physical screening or threat image recognition). As a result, TSA is seeking training for Micro-Facial recognition for TSOs, a smaller subset of the overall behavior detection capability, which is less cognitively demanding than the entire behavior detection capability that is performed by BDOs. With adequate training, Micro-Facial recognition can be implemented while other screening duties are being performed by TSOs or when other cognitive demands are eased. TSA is also looking to procure additional Micro-Facial training for Behavior Detection Officers to complement initial Micro-Facial training and support recurrent Micro-Facial training requirements.

2. Objective

This initiative will provide BDOs and TSOs with continual on-line training in Micro-Facial expression. The objective of the training is to provide BDOs and TSOs with an additional detection tool that can help identify information indicating a potential security threat through recognition of deceptive behaviors. This information would allow TSOs to target their screening efforts more precisely through more directed searches or by requesting the assistance of a BDO to further understand the anomalous behaviors. Because behavior detection focuses on people rather than threat objects which can and have changed to exploit vulnerabilities in our screening system—the capability will better enable the TSA screening workforce to identify existing and novel security threats introduced by a dynamic, adaptive adversary.

The Micro-Facial training for TSOs is in no way intended to replace or diminish the roll of Behavior Detection Officers. Because of the cognitive demands, TSOs cannot implement the full range of the behavior detection, as in the Screening Passengers by Observation Technique (SPOT) process while performing other screening duties. BDOs, unencumbered by these other screening duties, will continue to have a crucial role in detecting mal-intent by being able to employ the full range of behavior detection tools across a wider scope of security operations.

3. Scope of Work

TSA requires scientifically validated, web-based Micro-Facial recognition training that can be completed in approximately 20-60 minute sessions. Through market research TSA has identified two Commercial- Off-The-Shelf (COTS) products that meet TSA's requirements, will minimize development efforts and significantly reduce Operations and Maintenance (O&M) costs. The two Micro-Facial training products complement one another for training purposes, as one product primarily focuses on frontal facial views, whereas the second product adds profiles views to the frontal views. An additional benefit of using both products is a greater number of images for TSOs/BDOs to view. Although TSA's market research revealed only two vendors which produce Micro Facial training meeting TSA requirements, the contractor is encouraged to offer other potential training solutions if such solutions are discovered. A detailed description of the two suggested products, sub-products and TSA's training requirements are provided in Appendix A.

TSA requires a multi-phased procurement of the Micro-Facial recognition training as described in the following requirements.

Task A: Initial Pilot Phase

The Contractor shall deliver licensing solutions to support 4100 users of the METT-Advanced Online, and 4100 users of the Microexpression Training Course (Original) within 30 business days of award. Once procured, any / all licensing solutions shall be recorded in TSA's name. Licenses shall include any updates and/or revisions made by the vendor(s) to the COTS products for the duration of license agreements. TSA will review each product, perform operational pilot testing for TSOs, and conduct training pilots for BDOs. Results from operational and training pilots will assist TSA in determining which of the following tasks will be awarded.

Each training product shall have the ability to track pass/fail and individual scores. The Contractor shall track training effectiveness based on individual scores and other factors. In addition, the Contractor shall provide summary level pass/fail and score reporting for each pilot group to assist with ascertaining training effectiveness. The contractor shall ensure all participant completion information is entered into TSA's Online Learning Center (OLC). Options include, but are not limited to online (web access) and/or offline (CD/DVD) support during each of the pilots.

Task B: OLC Integration

The Contractor shall support IT testing with the goal to integrate the training products for use on or via TSA's Online Learning Center (OLC). Although hosting web-based training on the OLC is preferred, an interim solution for hosting on a vendor's IT system may be acceptable as long as DHS's privacy and security policies are met. In either case, participants must be able to launch the training via the OLC and all completion/grade data must reside on the OLC. The contractor shall work with training vendors and the TSA OLC team to determine the most efficient and cost effective approach for implementation. The OLC hosting requirement is not necessarily applicable during the TSO and BDO pilot stages, but is preferred.

A Project Management Plan (PMP) shall be prepared by the contractor within 10 business days following the kickoff meeting for Task B. The PMP shall outline the contractor's detailed plans for executing Task B.

Task C: OPTIONAL TSO Training Licenses

Assuming TSO Micro-Facial operational pilots are successful for at least one training product, the next phase of this task order effort is acquiring TSO Training Licenses. The government will decide which of the two training products will be selected. The Contractor shall deliver licensing solutions

to support 44,000 additional users. If more than one product is successful during pilot testing, the contractor shall provide licensing solutions for each successful product. All licenses shall be in TSA's name. Licenses shall include any updates and/or revisions made by the vendor(s) to the COTS products for the duration of license agreements.

Task D: OPTIONAL Curriculum Development for TSO Micro-Facial Training

TSOs will gain a better understanding of the traveling public because they will have the skill to observe and react appropriately to certain situations with individuals based on emotional awareness. In addition, TSOs will use the Micro-Facial recognition skill to determine if additional screening is appropriate for an individual.

TSA will develop policy and operational procedures for TSOs to use the Micro-Facial skill effectively. The contractor shall develop approximately one (1) hour of Interactive Multimedia Instruction (IMI) level 2 curriculum to support TSA policies and operational procedures to meet the following goals;

- Provide training to apply Micro-Facial recognition skills in TSA's operational environment
- Provide training on what to do and not do based upon observation of Micro-Facial expressions (i.e. resolution)

A Project Management Plan shall be prepared by the contractor within 10 business days following Task D kick-off meeting. The PMP will outline the contractor's detailed plans for executing the task.

Task E: OPTIONAL BDO Training Licenses / OLC Integration ...

The Contractor shall deliver licensing solutions to support 3100 users of the "Frontal, Profile, and ¾ Views (MiX2)" and "MiX2 Additional" training courses within 30 business days of award. All licenses shall be in TSA's name. Licenses shall include any updates and/or revisions made by the vendor(s) to the COTS products for the duration of license agreements.

The Contractor shall integrate the MiX2 and MiX2 Additional training courses for use on or via TSA's Online Learning Center (OLC). Although hosting web-based training on the OLC is preferred, hosting on a vendor's IT system may be acceptable as long as DHS's privacy and security policies are met. In either case, participants must be able to launch the training via the OLC and all completion/grade data must reside on the OLC. The contractor shall work with the training vendors and the TSA OLC team to determine the most efficient and cost effective approach for implementation.

A Project Management Plan (PMP) shall be prepared by the contractor within 10 business days following the kickoff meeting for Task E. The PMP shall outline the contractor's detailed plans for executing Task E.

4. Quality Assurance

The Contractor shall ensure that all Task Order performance objectives and deliverables are of the highest achievable quality; to promote continuous improvement; and ensure best practices are employed at all times.

5. Government Furnished Equipment, Information, and Property (GFE/GFI/GFP)

- The government will provide applicable Government Furnished Information (GFI) including user information necessary for the provision of training, recording and the reporting of performance feedback. The contractor shall provide GFI Inventory Report to the COTR in the weekly report;
- The government will provide applicable policies and operational procedures once created;

- All GFE shall be tracked and reported in accordance with the requirements of the base contract (HSTS01-09-D-OSO900);
- The Contractor shall utilize Government Furnished Equipment (GFE) for all Tasks within the SOW. These systems shall be configured the same as fielded units operating at the TSA specification for U.S. airports unless otherwise agreed upon by the government;
- The Contractor may be required to purchase equipment if GFE is not available. A separate modification will be issued for these purchases. All contractor acquired equipment subsequently becomes GFE as defined by the terms of the contract;
- TSA will supply property tags in support of this effort. Property records shall be managed by the contractor and provided on a monthly basis to TSA property for bulk upload into the TSA Sunflower system in accordance with TSA Management Directive No 200.57 “Personal Property Management”;

6. IT Requirements

IT Security requirements shall be in accordance with the requirements of the base contract (HSTS01-09-D-OSO900).

The contractor shall comply with the following DHS Enterprise Architecture Compliance Clause.

DHS Enterprise Architecture Compliance

All solutions and services shall meet DHS Enterprise Architecture policies, standards, and procedures. Specifically, the contractor shall comply with the following Homeland Security Enterprise Architecture (HLS EA) requirements:

- All developed solutions and requirements shall be compliant with the HLS EA
- All IT hardware and/or software shall be compliant with the HLS EA Technical Reference Model (TRM) Standards and Products Profile
- Description information for all data assets, information exchanges and data standards, whether adopted or developed, shall be submitted to the Enterprise Data Management Office (EDMO) for review and insertion into the DHS Data Reference Model and Enterprise Architecture Information Repository
- In compliance with OMB mandates, all network hardware shall be IPv6 compatible without modification, upgrade, or replacement

7. Travel

The Contractor will be required to support Domestic Travel for this effort. Travel locations are CVG, PIT and TPA to support pilots, meetings with vendors and/or curriculum development requirements defined within this SOW. The government anticipates three (3) trips may be necessary and five (5) days in duration (1 trip / 5 days per site). Reimbursement of travel will be in accordance with the Terms and Conditions of the IDIQ Contract.

8. Deliverables and Schedules**Task A and B Deliverables**

Number	Deliverable	Due Date	Recipient	Government Review
1	OTT Weekly Status Report(Electronic)	Every Monday	COTR & Technical Monitor	1 business day
2	Project Kick-off Meeting	Within 5 Business Days of Award	Technical Monitor, OTT Project Lead	N/A
3	Project Management Plan	Within 10 Business Days of Kick-off meeting	Technical Monitor, OTT Project Lead	10 Business Days
4	Micro-Facial Products / Licenses	Within 30 Business Days of Award	COTR & Technical Monitor	5 Business Days
5	Subsequent Tasks and Deliverables will be agreed upon during the Project Kick-off Meeting	TBD	Technical Monitor, OTT Project Lead	TBD

Task C Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1	Micro-Facial Products / Licenses	Within 15 Business Days of Award	COTR & Technical Monitor	N/A

Task D Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1	OTT Weekly Status Report (Electronic)	Every Monday	COTR & Technical Monitor	1 business day
2	Project Kick-off Meeting	Within 5 Business Days of Award	Technical Monitor, OTT Project Lead	N/A
3	Project Management Plan	Within 10 Business Days of Kick-off meeting	Technical Monitor, OTT Project Lead	10 Business Days
4	Subsequent Tasks	TBD	Technical Monitor,	TBD

	and Deliverables will be agreed upon during the Project Kick-off Meeting		OTT Project Lead	
--	--	--	------------------	--

Task E Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1.	OTT Weekly Status Report (Electronic)	Every Monday	COTR & Technical Monitor	1 business day
2	Project Kick-off Meeting	Within 5 Business Days of Award	Technical Monitor, OTT Project Lead	N/A
3	Project Management Plan	Within 10 Business Days of Kick-off meeting	Technical Monitor, OTT Project Lead	10 Business Days
4.	Subsequent Tasks and Deliverables will be agreed upon during the Project Kick-off Meeting	TBD	Technical Monitor, OTT Project Lead	TBD

9. Inspection and Acceptance Criteria

Inspection and acceptance of all deliverables required under this contract will be performed by the Deliverable Recipient specified. All deliverables are due by noon on the day specified, unless otherwise noted by the Government. The Government will review the deliverable and provide the Contractor with notification stating whether the deliverable is acceptable or not within the specified timeframe.

10. Additional Information

The following is provided for licensing information;

License Holder;

Transportation Security Administration (TSA)
 C/O (b)(6)
 701 S. 12th Street
 Arlington, VA 20598

POC Contact Information;

(b)(6)
 Software Manager

(b)(6)

11. General Contact Information - Points of Contact

Marvin Grubbs,
Transportation Security Administration
Office of Technical Training, Training Support Division
601 South 12th Street, 2nd Floor, East Building
Arlington, VA 20598

(b)(6)

(b)(6) TSA Contract Specialist
Transportation Security Administration
Office of Technical Training, Training Support Division
601 South 12th Street, 2nd Floor, East Building
Arlington, VA 20598

(b)(6)

(b)(6) TSA Task Order COTR
Transportation Security Administration
TSA-29
601 South 12th Street
Arlington, VA 20598

(b)(6)

(b)(6) TSA Technical Monitor
Transportation Security Administration
Office of Technical Training, Training Support Division
601 South 12th Street, 2nd Floor, East Building
Arlington, VA 20598

(b)(6)

(b)(6) TSA Project Lead
Transportation Security Administration
TSA-29
601 South 12th Street
Arlington, VA 20598

(b)(6)

(End of Section C)

SECTION D – PACKING, PACKAGING, AND MARKING

D.1 Clauses of the IDIQ Contract HSTS01-09-D-OSO900 shall apply to this task order.

SECTION E - INSPECTION AND ACCEPTANCE

E.1 Clauses of the IDIQ Contract HSTS01-09-D-OSO900 shall apply to this task order.

SECTION F - DELIVERY

F.1 Delivery Requirements

All materials ordered under this task order shall be shipped "F.O.B. Destination".

F.2 Period of Performance

CLIN	PERIOD OF PERFORMANCE
0001	September 15, 2010 – December 14, 2010.
0001A	EDOE – 3 months
0001B	December 15, 2010 – March 14, 2011.
0002	September 15, 2010 – December 14, 2010.
0002A	EDOE – 3 months
0002B	December 15, 2010 – March 14, 2011.
0003-0006	September 15, 2010 – December 14, 2010.
0007-0009	EDOE – 3 Months
0010-0011	December 15, 2010 – March 14, 2011.

The period of performance for this task order can go no later than June 14, 2011.

F.3 Delivery Schedules/ Deliverables/ Delivery Information

See Section C for list of deliverables and deliverable schedule.

SECTION G - CONTRACT ADMINISTRATION DATA

G.1 Clauses of the IDIQ Contract HSTS01-09-D-OSO900 shall apply to this task order.

G.2 SUBMISSION OF INVOICES - Commercial

(a) Background: The Transportation Security Administration (TSA) partners with the United States Coast Guard Finance Center for financial services in support of TSA operations, including the payment of contractor invoices. Therefore, all contractor invoices must be submitted to, and will be paid by, the U.S. Coast Guard Finance Center (FinCen).

(b) Invoice Submission Method: Invoices may be submitted via facsimile, U.S. Mail, or email. Contractors shall utilize ONLY ONE method per invoice submission. The submission information for each of the methods is as follows in order of preference:

- 1) Facsimile number is: 757-413-7314

The facsimile number listed above shall be used by contractors for ORIGINAL invoice submission only. If facsimile submission is utilized, contractors shall not submit hard copies of invoices via the U.S. mail. It is the responsibility of the contractor to verify that

invoices are received, regardless of the method of submission used. Contractors may inquire regarding the receipt of invoices by contacting the U.S. Coast Guard Finance Center via the methods listed in subparagraph (e) of this clause.

2) U.S. Mail:

United States Coast Guard Finance Center
TSA Commercial Invoices
P.O. Box 4111
Chesapeake, VA 23327-4111

3) Email Invoices:

FIN-SMB-TSAInvoices@uscg.mil or www.fincen.uscg.mil

(c) Invoice Process: Upon receipt of contractor invoices, FinCen will electronically route invoices to the appropriate TSA Contracting Officer's Technical Representative and/or Contracting Officer for review and approval. Upon approval, the TSA will electronically route the invoices back to FinCen. Upon receipt of certified invoices from a Authorized Certifying Official, FinCen will initiate payment of the invoices.

(d) Payment Status: Contractors may inquire on the payment status of an invoice by any of the following means:

(1) Via the internet: <https://www.fincen.uscg.mil>

Contacting the FinCen Customer Service Section via telephone at 1-800-564-5504 or (757) 523-6940 (Voice Option #1). The hours of operation for the Customer Service line are 8:00 AM to 5:00 PM Eastern Time, Monday through Friday. However, the Customer Service line has a voice-mail feature that is available 24 hours per day, 7 days per week.

(2) Via the Payment Inquiry Form: <https://www.fincen.uscg.mil/secure/payment.htm>

(e) Invoice Elements: Invoices will automatically be rejected if the information required in subparagraph (a)(2) of the Prompt Payment Clause, contained in this Section of the Contract, including EFT banking information, Taxpayer Identification Number (TIN), and DUNS number are not included in the invoice. All invoices must be clearly correlate invoiced amounts to the corresponding contract line item number and funding citation.

(f) Supplemental Invoice Documentation: Contractors shall submit all supplemental invoice documentation (e.g. copies of certified time sheets (as applicable), subcontractor invoices, receipts, signed receiving reports, travel vouchers, etc) necessary to approve an invoice along with the original invoice. The Contractor invoice shall contain the information stated in the Prompt Payment Clause in order to be received and processed by FinCen. Invoice charges shall be billed per appropriate Contract Line item Number (CLIN), period of performance and obligated funding. Unless otherwise authorized by fiscal law, funding from one CLIN may not be utilized to offset charges on another CLIN, specifically if it is different accounting and appropriation data. Supplemental invoice documentation required for review and approval of invoices may, at the written

direction of the Contracting Officer, be submitted directly to either the Contracting Officer, or the Contracting Officer's Technical Representative.

(g) Frequency of invoice submission: Monthly

G.3 Supplemental Invoice Documentation

In accordance with Section G.4 of the IDIQ contract, Contractor shall provide with the invoice submitted to FINCEN, backup documentation that includes finalized quotes/proposals for ODCs used in performance of this Task Order.

SECTION I – CONTRACT CLAUSES, TERMS, AND CONDITIONS

I.1 Clauses of the IDIQ Contract HSTS01-09-D-OSO900 shall apply to this task order.

(End of Section I)

SECTION J – CONTRACT DOCUMENTS, EXHIBITS, OR ATTACHMENTS

J.1 Contract Documents

ATTACHMENT NO.	TITLE/ DESCRIPTION	DATE
A	Description of Products	N/A
B	Conditions and Assumptions	09/15/2010

(End of Section J)

Appendix A

TSA Training Requirements:

Requirements

- Product(s) will provide Micro Facial recognition training based on scientifically validated research to detect facial expressions of emotion.
- The training shall be available in small, discrete sessions which can be reviewed in approximately 20-60 minutes intervals
- The training module shall track the effectiveness of the training and the training's impact by recording scores of individual achievement levels
 - Pre- and Post-tests are desired
- The training shall have the ability to be delivered via the in web for up to 50,000 users
- The training shall be automatically updated as changes are implemented

Description of Commercial Off The Shelf (COTS) Products:

Product 1; Paul Ekman Group

- <http://face.paulekman.com/products.aspx>
- Paul Ekman group has a series of online training tools for micro-facial expressions based on 40 years of research into emotions and deception
- **Training Tools**
 - **METT-Advanced Online**
 - This training is meant for those whose work requires them to evaluate truthfulness and detect deception - such as police and security personnel, and those in sales, education, and medical professions
 - METT Advanced will improve your accuracy, as it has more practice and training items-and a review section for additional training than the original version. It will take about one hour

Product 2; Humintell

- <http://www.humintell.com/>
- MiX microexpression and subtle training series have been scientifically proven and teaches how to recognize facial expressions of emotion that happen when someone tries to conceal or repress their emotion
- **Unique Features**
 - Users or admin can set the target expressions to be presented at any speed between 1. to 5000 msec, allowing for training of micro OR macro expressions.
 - Response alternatives can be altered to include any emotion words.
 - All courses include faces of males and females from multiple ethnicities and ages
 - Courses can be customized to include only faces of a specific ethnicity.

- **Training Tools**
 - **Microexpression Training Course (Original) (Task A)**
 - MiX training offers users a more comprehensive learning tool to detect microexpressions. Complete with expressions of males and females from six different ethnic groups, MiX can improve your ability to recognize hidden signs of emotions in less than one hour of training
 - The MiX training tool consists of a baseline test, 16 instructional videos, 4 practice arrays and a post test
 - **Frontal, Profile, and ¾ Views Training Course (MiX2) (Task E)**
 - Real human interactions involve moving heads and bodies, and experts need to be able to detect micro-expressions from multiple angles. This course provides users with the most advanced training on micro-expression recognition, presenting frontal, ¾, and profile views of 84 individuals who contribute two expressions each
 - The MiX 2 training tool consists of a baseline test, 8 instructional videos, a practice test with 42 images, a review section and a post test. All of the tests contain images from all angles
 - **MiX2 Additional (Task E)**
 - MiX 2 TM-Additional Training Tool allows users to practice with images from exclusively the profile view. The training tool contains 84 color images of people representing various ethnicities, ages and genders. You will not receive a certification with this training and there are no instructional videos. It is meant exclusively for additional practice

Conditions and Assumptions for HSTS01-10-J-OOP112 (TO8) – Micro-Facial Training

The prices in this Task Order are based on the following conditions and assumptions that have been accepted by the Government.

Task A

1. LM assumes functional internet connectivity will be available at all pilot locations for all scheduled participants.
2. LM assumes that the TSA Program Office will handle all field communications directly with operational tryout/pilot participants.

Task D

1. 1.5.2.1 LM assumes the developed IMI will be no more than one (1) hour in length, and SCORM conformant.
2. LM assumes receipt, as GFI, all applicable TSA policies and operational procedures at the Task D kick-off meeting.
3. LM assumes that all TSA comments will be received within 5 business days of delivery for each development product. LM assumes no more than two (2) review cycles for each development product.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
2. AMENDMENT/MODIFICATION NO. PC0001		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. 211120100F020	
5. PROJECT NO. (if applicable)		6. ISSUED BY CODE 20		7. ADMINISTERED BY (if other than Item 6) CODE 01	
OFFICE OF ACQUISITION 701 S 12TH STREET ARLINGTON VA 20598		Human Capital & Finance 701 S 12TH STREET ARLINGTON VA 20598			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 11)	
Lockheed Martin Services Incorporated Attn: (b)(6) 700 N Frederick Ave Gaithersburg MD 208793328		(X)			
CODE 805258373		FACILITY CODE		10A. MODIFICATION OF CONTRACT/ORDER NO. HSTS01-09-D-OS0900 HSTSC1-10-J-00P112	
				10B. DATED (SEE ITEM 13) 09/15/2010	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended. is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

See Schedule

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.212-4 paragraph (f) (Oct 2003)
	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not. is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

Tax ID Number: 52-1813509

DJNS Number: 805258373

Task Order 8

The purpose of this modification is to extend the period of performance of CLIN 0002 and CLIN 0003 to March 14, 2011 due to Government delay and at no additional cost to the Government.

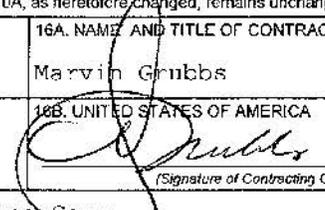
Funding and the terms and conditions of this task order remain unchanged.

Discount Terms:

Net 30

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect

15A. NAME AND TITLE OF SIGNER (Type or print) (b)(6) Senior Contracts Negotiator		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Marvin Grubbs	
15C. DATE SIGNED 12/21/2010		16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	
15D. AUTHORITY TO SIGN (Type or print) (b)(6)		16C. DATE SIGNED 12/21/2010	

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
 HSTSG1-09-D-OSC900/HSTSG1-10-J-00P112/PC0001

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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Payment: JS Coast Guard Financial Center TSA Commercial Invoices P.O. Box 4111 Chesapeake VA 23327-4111 Accounting Info: 5AV090AC00D2010SWE02CTR1001250059005900TT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D FCB: Destination Period of Performance: 09/15/2010 to 06/14/2011 Change Item 00002 to read as follows (amount shown is the obligated amount):				
00002	ODC Reimbursable - NTE Travel and ODCs	1	CB	10,553.63	0.00
	Change Item 00003 to read as follows (amount shown is the obligated amount):				
00003	ITP - Task A - Initial Pilot Phase Labor	1	CB	(b)(4)	0.00

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ NO. 5. PROJECT NO. (if applicable)
 P00002 See Block 16C 21112010CP033
 6. ISSUED BY CODE 20 7. ADMINISTERED BY (if other than Item 6) CODE 01

OFFICE OF ACQUISITION
 701 S 12TH STREET
 ARLINGTON VA 20598
 Human Capital & Finance
 701 S 12TH STREET
 ARLINGTON VA 20598

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
 Lockheed Martin Services Incorporated
 Attn: (b)(6)
 700 N Frederick Ave
 Gaithersburg MD 208793328
 CODE 805258373 FACILITY CODE
 9A. AMENDMENT OF SOLICITATION NO.
 9B. DATED (SEE ITEM 11)
 X 10A. MODIFICATION OF CONTRACT/ORDER NO.
 HSTS01-03-D-OSO900
 HSTS01 10 J COP112
 10B DATED (SEE ITEM 13)
 09/15/2010

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended. is not extended.
 Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
 See Schedule Not Increase: \$128,625.77

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

CHECK ONE
 A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 14.
 B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
 X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
 FAR 52.212-4 paragraph (c) (Oct 2003)
 D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not. is required to sign this document and return _____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
 Tax ID Number: 52 1813509
 DUNS Number: 805258373
 Task Order 8

The purpose of this modification is to execute the following:
 1. Update Section C of this Task Order with a revised Statement of Work (see Attachment C) which includes new requirements for Task F that will continue performance through 08/15/2011.
 2. Incorporate and fund the following CLTNS into Section B to reflect the new work that Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) 15B. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
 (b)(6) Senior Contracts Negotiator Marvin Grubbs
 15C. DATE SIGNED 15D. UNITED STATES OF AMERICA 15E. DATE SIGNED
 (b)(6) 03/10/2011 3/10/2011
 (Signature of Contracting Officer)

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
 HSTSG1-09-D-OSC900/HSTSG1-10-J-00P112/PC0002

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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>has been added into this task order.</p> <p>3. Incorporate additional assumptions into Attachment B due to the new requirements for Task E.</p> <p>4. Update Section B.1.</p> <p>Please see following pages for modification details.</p> <p>Overall, funding in the amount of \$128,625.77 is being added to this task order therefore funding for this task order is increased from \$1,084,667.08 by \$128,625.77 to \$1,213,292.85. All other terms and conditions remain the same.</p> <p>Attachment C - Revised Statement of Work, 02/16/2011.</p> <p>Discount Terms: Net 30</p> <p>Payment: JS Coast Guard Financial Center TSA Commercial Invoices P.O. Box 4111 Chesapeake VA 23327-4111</p> <p>Accounting Info: 5AV:12A00D20:1SWF02CGFC00025005900590BDO-590700:4 02000000-252R-TSA DIRECT-DEF. TASK-D FCB: Destination Period of Performance: 09/15/2010 to 08/15/2011</p> <p>Add Item 00001C as follows:</p>				
00001C	<p>CLIN 0001C - FFP - Project Management for Task E within the revised SOW, dated 02/16/11. PCP - March 15, 2011 - August 15, 2011</p> <p>Add Item 00002D as follows:</p>	1	CB	(b)(4)	
00002D	<p>CLIN 0002D - ODC Reimbursable - NTE Travel for Task E PCP - March 15, 2011 - August 15, 2011</p> <p>Continued ...</p>	1	CB	9,352.12	9,352.12

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
 HSTSC1-09-D-OSC900/HSTSC1-10-J-OOP112/PC0002

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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Add Item 00002C as follows:				
00002C	CLIN 0002C - ODC Reimbursable - NTE ODCs for Task F PCP - March 15, 2011 - August 15, 2011	1	CB	272.79	272.79
	Add Item 00012 as follows:				
00012	CLIN 0012 - FFP - Labor for Task F within revised SCW, dated 02/16/2011. PCP - March 15, 2011 - August 15, 2011	1	CB	(b)(4)	

The purpose of this modification is to:

1. Incorporate new work into this Task Order’s Statement of Work. Therefore, Section C of the Task Order is hereby removed and replaced with Attachment C – Revised Statement of Work, 02/16/2011, which includes new requirements described in Task F.
2. Incorporate and fund the following CLINs into Section B to reflect the new work that has been added into this task order:
 - CLIN 0001c – Firm-fixed price to perform Project Management for Task F as defined in the revised SOW in the amount of (b)(4)
 - CLIN 0002c - Not-to-Exceed ceiling amount for anticipated ODCs for Task F work as defined in the revised SOW in the amount of \$272.79.
 - CLIN 0002d - Not-to-Exceed ceiling amount for anticipated travel for Task F work as defined in the revised SOW in the amount of \$9,352.12.
 - CLIN 00012 - Firm-fixed price to perform Task F as defined in the revised SOW in the amount of (b)(4)
3. Incorporate the following assumptions into Attachment B – Conditions and Assumptions for HSTS01-10-J-OOP112 (TO8) – Micro-Facial Training:

Task F

1. LM assumes functional internet connectivity will be available at all pilot locations for all scheduled participants.
2. LM assumes that the TSA Program Office will handle all field communications directly with operational tryout/pilot participants.

4. Update Section B.1 as follows:

B.1 Contract Line Items, Descriptions

Effective Date of Award (EDOA) = September 15, 2010

ITEM NO	SUPPLIES/SERVICES	QUANTIT Y	UNI T	UNIT PRICE	AMOUNT
0001**	FFP – Project Management for Phase I POP - September 15, 2010 – December 14, 2010	1	Job	(b)(4)	
0001A* *	OPTIONAL - FFP – Project Management for Phase II POP - Effective Date of Exercise (EDOE) – 3 months	1	Job	(b)(4)	
0001B (includes CLIN	FFP – Project Management for Phase III POP – December 15, 2010 – March 14, 2011	1	Job	(b)(4)	

1B1)**					
0001C	FFP - Project Management for Task F within the revised SOW, dated 02/16/11. POP - March 15, 2011 - August 15, 2011	1	Job	(b)(4)	
0002**	ODC Reimbursable - NTE Travel and ODCs POP - September 15, 2010 – December 14, 2010	1	Lot	NTE \$10,553.63	NTE \$10,553.63
0002A* *	OPTIONAL - ODC Reimbursable - NTE Travel and ODCs for Phase II POP - Effective Date of Exercise (EDOE) – 3 months	1	Lot	NTE \$48,560.37	NTE \$48,560.37
0002B* *	ODC Reimbursable - NTE Travel and ODCs for Phase III POP – December 15, 2010 – March 14, 2011	1	Lot	NTE \$340.44	NTE \$340.44
0002C	ODC Reimbursable - NTE ODCs for Task F POP - March 15, 2011 - August 15, 2011	1	Lot	NTE \$272.79	NTE \$272.79
0002D	ODC Reimbursable - NTE Travel for Task F POP - March 15, 2011 - August 15, 2011	1	Lot	NTE \$9,352.12	NTE \$9,352.12
Phase I - Period of Performance - September 15, 2010 – December 14, 2010					
0003	FFP - Task A – Initial Pilot Phase labor	1	Job	(b)(4)	
0004	FFP – Licenses for Task A – Initial Pilot Phase - licensing solution to support 4,100 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, EIGHTEEN MONTH LICENSE TERM	1	Lot	(b)(4)	
0005 (include s CLINs 0005A, 0005A1)	FFP – Licenses for Task A – Initial Pilot Phase - licensing solution to support 4,100 users of the Microexpression Training Course (Original) training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	
0006	T&M – Task B - OLC Integration labor	1	Lot	(b)(4)	

	*				
Phase II – Period of Performance – EDOE – 3 months					
0007	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) ENTERPRISE LICENSE, ONE YEAR ACCESS	1	Lot	(b)(4)	
0007A	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) ENTERPRISE LICENSE, TWO YEAR ACCESS	1	Lot	(b)(4)	
0007B	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, TWO YEAR LICENSE TERMS	1	Lot	(b)(4)	
0008	OPTIONAL - FFP – Year 1 - Licenses for Task A – licensing solution to support 44,000 users of the Microexpression Training Course (Original) training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	
0009	OPTIONAL – T&M - Task D – Curriculum Development for TSA Micro-Facial Training*	1	Lot	(b)(4)	
Phase III - Period of Performance – December 15, 2010 – March 14, 2011					
0010	T&M – Task E - BDO Training	1	Lot	(b)(4)	

Licenses/ OLC Integration*					
0011	FFP – Year 1 - Licenses for Task E – BDO Training Licenses - licensing solution to support 3,100 users of the MiX2 and MiX2 Additional training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	
0012	FFP - Labor for Task F within revised SOW, dated 02/16/2011. POP - March 15, 2011 - August 15, 2011	1	Job	(b)(4)	

*Labor rates applied to these CLINs shall be based on Attachment 20 of the IDIQ contract.

**Contractor shall bill CLINs 0001, 0001A, 0001b, 0002, 0002A, and 0002B at the sub-CLIN level (as separate CLINs with separate periods of performance).

SECTION C – STATEMENT OF WORK

1. Background

The Transportation Security Administration's (TSA's) Screening of Passengers by Observation Techniques (SPOT) program is a behavior observation and analysis program in which personnel are trained to identify anomalous behaviors that deviate from an established environmental baseline. SPOT is a program designed for passive observation by TSA personnel, known as Behavior Detection Officers (BDOs), who typically observe in front of the security checkpoint, to identify potentially high-risk passengers exhibiting anomalous behaviors that deviate from an established environmental baseline, to include behavior cues associated with the fear of discovery.

Each of the behaviors the BDOs are trained to observe is garnered from both the scientific and law enforcement community. Beginning in fiscal year (FY) 2009, TSA introduced the Additional Behavior Detection Training course (ABDT) as an additional training tool for BDOs. ABDT is a two day class emphasizing non-verbal behavioral detection. This class teaches BDOs how to recognize possible red flags in terms of deception that may manifest itself in micro-expressions and other non-verbal gross motor behavior movements. The main focus is with micro-expression detection during the Casual Conversation portion of the SPOT process. The training also helps direct questions asked of the passenger in order to resolve the situation. The expressions emphasized in the course are universal, meaning that it is culturally independent.

Ideally, the behavior detection capability should be implemented for all TSA staff and especially Transportation Security Officers (TSO), but cognitive demands of the skill severely limit its applications when personnel have other assigned duties they must concentrate on (e.g. physical screening or threat image recognition). As a result, TSA is seeking training for Micro-Facial recognition for TSOs, a smaller subset of the overall behavior detection capability, which is less cognitively demanding than the entire behavior detection capability that is performed by BDOs. With adequate training, Micro-Facial recognition can be implemented while other screening duties are being performed by TSOs or when other cognitive demands are eased. TSA is also looking to procure additional Micro-Facial training for Behavior Detection Officers to complement initial Micro-Facial training and support recurrent Micro-Facial training requirements.

2. Objective

This initiative will provide BDOs and TSOs with continual on-line training in Micro-Facial expression. The objective of the training is to provide BDOs and TSOs with an additional detection tool that can help identify information indicating a potential security threat through recognition of deceptive behaviors. This information would allow TSOs to target their screening efforts more precisely through more directed searches or by requesting the assistance of a BDO to further understand the anomalous behaviors. Because behavior detection focuses on people rather than threat objects which can and have changed to exploit vulnerabilities in our screening system—the capability will better enable the TSA screening workforce to identify existing and novel security threats introduced by a dynamic, adaptive adversary.

The Micro-Facial training for TSOs is in no way intended to replace or diminish the roll of Behavior Detection Officers. Because of the cognitive demands, TSOs cannot implement the full range of the behavior detection, as in the Screening Passengers by Observation Technique (SPOT) process while performing other screening duties. BDOs, unencumbered by these other screening duties, will continue to have a crucial role in detecting mal-intent by being able to employ the full range of behavior detection tools across a wider scope of security operations.

3. Scope of Work

TSA requires scientifically validated, web-based Micro-Facial recognition training that can be completed in approximately 20-60 minute sessions. Through market research TSA has identified two Commercial- Off-The-Shelf (COTS) products that meet TSA's requirements, will minimize development efforts and significantly reduce Operations and Maintenance (O&M) costs. The two Micro-Facial training products complement one another for training purposes, as one product primarily focuses on frontal facial views, whereas the second product adds profiles views to the frontal views. An additional benefit of using both products is a greater number of images for TSOs/BDOs to view. Although TSA's market research revealed only two vendors which produce Micro Facial training meeting TSA requirements, the contractor is encouraged to offer other potential training solutions if such solutions are discovered. A detailed description of the two suggested products, sub-products and TSA's training requirements are provided in Appendix A.

TSA requires a multi-phased procurement of the Micro-Facial recognition training as described in the following requirements.

Task A: Initial Pilot Phase

The Contractor shall deliver licensing solutions to support 4100 users of the METT-Advanced Online, and 4100 users of the Microexpression Training Course (Original) within 30 business days of award. Once procured, any / all licensing solutions shall be recorded in TSA's name. Licenses shall include any updates and/or revisions made by the vendor(s) to the COTS products for the duration of license agreements. TSA will review each product, perform operational pilot testing for TSOs, and conduct training pilots for BDOs. Results from operational and training pilots will assist TSA in determining which of the following tasks will be awarded.

Each training product shall have the ability to track pass/fail and individual scores. The Contractor shall track training effectiveness based on individual scores and other factors. In addition, the Contractor shall provide summary level pass/fail and score reporting for each pilot group to assist with ascertaining training effectiveness. The contractor shall ensure all participant completion information is entered into TSA's Online Learning Center (OLC). Options include, but are not limited to online (web access) and/or offline (CD/DVD) support during each of the pilots.

Task B: OLC Integration

The Contractor shall support IT testing with the goal to integrate the training products for use on or via TSA's Online Learning Center (OLC). Although hosting web-based training on the OLC is preferred, an interim solution for hosting on a vendor's IT system may be acceptable as long as DHS's privacy and security policies are met. In either case, participants must be able to launch the training via the OLC and all completion/grade data must reside on the OLC. The contractor shall work with training vendors and the TSA OLC team to determine the most efficient and cost effective approach for implementation. The OLC hosting requirement is not necessarily applicable during the TSO and BDO pilot stages, but is preferred.

A Project Management Plan (PMP) shall be prepared by the contractor within 10 business days following the kickoff meeting for Task B. The PMP shall outline the contractor's detailed plans for executing Task B.

Task C: OPTIONAL TSO Training Licenses

Assuming TSO Micro-Facial operational pilots are successful for at least one training product, the next phase of this task order effort is acquiring TSO Training Licenses. The government will decide which of the two training products will be selected. The Contractor shall deliver licensing solutions to support 44,000 additional users. If more than one product is successful during pilot testing, the

contractor shall provide licensing solutions for each successful product. All licenses shall be in TSA's name. Licenses shall include any updates and/or revisions made by the vendor(s) to the COTS products for the duration of license agreements.

Task D: OPTIONAL Curriculum Development for TSO Micro-Facial Training

TSOs will gain a better understanding of the traveling public because they will have the skill to observe and react appropriately to certain situations with individuals based on emotional awareness. In addition, TSOs will use the Micro-Facial recognition skill to determine if additional screening is appropriate for an individual.

TSA will develop policy and operational procedures for TSOs to use the Micro-Facial skill effectively. The contractor shall develop approximately one (1) hour of Interactive Multimedia Instruction (IMI) level 2 curriculum to support TSA policies and operational procedures to meet the following goals;

- Provide training to apply Micro-Facial recognition skills in TSA's operational environment
- Provide training on what to do and not do based upon observation of Micro-Facial expressions (i.e. resolution)

A Project Management Plan shall be prepared by the contractor within 10 business days following Task D kick-off meeting. The PMP will outline the contractor's detailed plans for executing the task.

Task E: OPTIONAL BDO Training Licenses / OLC Integration

The Contractor shall deliver licensing solutions to support 3100 users of the "Frontal, Profile, and ¾ Views (MiX2)" and "MiX2 Additional" training courses within 30 business days of award. All licenses shall be in TSA's name. Licenses shall include any updates and/or revisions made by the vendor(s) to the COTS products for the duration of license agreements.

The Contractor shall integrate the MiX2 and MiX2 Additional training courses for use on or via TSA's Online Learning Center (OLC). Although hosting web-based training on the OLC is preferred, hosting on a vendor's IT system may be acceptable as long as DHS's privacy and security policies are met. In either case, participants must be able to launch the training via the OLC and all completion/grade data must reside on the OLC. The contractor shall work with the training vendors and the TSA OLC team to determine the most efficient and cost effective approach for implementation.

A Project Management Plan (PMP) shall be prepared by the contractor within 10 business days following the kickoff meeting for Task E. The PMP shall outline the contractor's detailed plans for executing Task E.

Task F: Extended Pilot Phase (March 15, 2011 – Aug 15, 2011)

The Contractor shall track training effectiveness based on individual scores and other factors as provided by the vendor data. In addition, the Contractor shall provide summary level pass/fail and score reporting for each pilot group to assist with ascertaining training effectiveness. Training effectiveness tracking is required for all four training products; METT-Advanced, MiX, MiX2, and MiX2 Additional.

The contractor shall ensure all participant completion information is entered into TSA's Online Learning Center (OLC) and also continue managing license assignments for trainees.

4. Quality Assurance

The Contractor shall ensure that all Task Order performance objectives and deliverables are of the highest achievable quality; to promote continuous improvement; and ensure best practices are employed at all times.

5. Government Furnished Equipment, Information, and Property (GFE/GFI/GFP)

- The government will provide applicable Government Furnished Information (GFI) including user information necessary for the provision of training, recording and the reporting of performance feedback. The contractor shall provide GFI Inventory Report to the COTR in the weekly report;
- The government will provide applicable policies and operational procedures once created;
- All GFE shall be tracked and reported in accordance with the requirements of the base contract (HSTS01-09-D-OSO900);
- The Contractor shall utilize Government Furnished Equipment (GFE) for all Tasks within the SOW. These systems shall be configured the same as fielded units operating at the TSA specification for U.S. airports unless otherwise agreed upon by the government;
- The Contractor may be required to purchase equipment if GFE is not available. A separate modification will be issued for these purchases. All contractor acquired equipment subsequently becomes GFE as defined by the terms of the contract;
- TSA will supply property tags in support of this effort. Property records shall be managed by the contractor and provided on a monthly basis to TSA property for bulk upload into the TSA Sunflower system in accordance with TSA Management Directive No 200.57 “Personal Property Management”;

6. IT Requirements

IT Security requirements shall be in accordance with the requirements of the base contract (HSTS01-09-D-OSO900).

The contractor shall comply with the following DHS Enterprise Architecture Compliance Clause.

DHS Enterprise Architecture Compliance

All solutions and services shall meet DHS Enterprise Architecture policies, standards, and procedures. Specifically, the contractor shall comply with the following Homeland Security Enterprise Architecture (HLS EA) requirements:

- All developed solutions and requirements shall be compliant with the HLS EA
- All IT hardware and/or software shall be compliant with the HLS EA Technical Reference Model (TRM) Standards and Products Profile
- Description information for all data assets, information exchanges and data standards, whether adopted or developed, shall be submitted to the Enterprise Data Management Office (EDMO) for review and insertion into the DHS Data Reference Model and Enterprise Architecture Information Repository
- In compliance with OMB mandates, all network hardware shall be IPv6 compatible without modification, upgrade, or replacement

7. Travel (Revised)

The Contractor will be required to support Domestic Travel for this effort to support pilots, meetings with vendors and/or curriculum development requirements defined within this SOW. The government anticipates three (2) trips per month may be necessary and five (5) days in duration (1 trip / 5 days per site). Reimbursement of travel will be in accordance with the Terms and Conditions of the IDIQ Contract. Specific locations are unknown; however, all locations are in CONUS.

8. Deliverables and Schedules

Task A and B Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1	OTT Weekly Status Report(Electronic)	Every Monday	COTR & Technical Monitor	1 business day
2	Project Kick-off Meeting	Within 5 Business Days of Award	Technical Monitor, OTT Project Lead	N/A
3	Project Management Plan	Within 10 Business Days of Kick-off meeting	Technical Monitor, OTT Project Lead	10 Business Days
4	Micro-Facial Products / Licenses	Within 30 Business Days of Award	COTR & Technical Monitor	5 Business Days
5	Subsequent Tasks and Deliverables will be agreed upon during the Project Kick-off Meeting	TBD	Technical Monitor, OTT Project Lead	TBD

Task C Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1	Micro-Facial Products / Licenses	Within 15 Business Days of Award	COTR & Technical Monitor	N/A

Task D Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1	OTT Weekly Status Report (Electronic)	Every Monday	COTR & Technical Monitor	1 business day
2	Project Kick-off Meeting	Within 5 Business Days of Award	Technical Monitor, OTT Project Lead	N/A
3	Project Management Plan	Within 10 Business Days of Kick-off meeting	Technical Monitor, OTT Project Lead	10 Business Days
4	Subsequent Tasks and Deliverables will be agreed upon during the Project Kick-off Meeting	TBD	Technical Monitor, OTT Project Lead	TBD

Task E Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1	OTT Weekly Status Report (Electronic)	Every Monday	COTR & Technical Monitor	1 business day
2	Project Kick-off Meeting	Within 5 Business Days of Award	Technical Monitor, OTT Project Lead	N/A
3	Project Management Plan	Within 10 Business Days of Kick-off meeting	Technical Monitor, OTT Project Lead	10 Business Days
4	Subsequent Tasks and Deliverables will be agreed upon during the Project Kick-off Meeting	TBD	Technical Monitor, OTT Project Lead	TBD

Task F Deliverables

Number	Deliverable	Due Date	Recipient	Government Review
1	OTT Weekly Status Report(Electronic)	Every Monday	COTR & Technical Monitor	1 business day

9. Inspection and Acceptance Criteria

Inspection and acceptance of all deliverables required under this contract will be performed by the Deliverable Recipient specified. All deliverables are due by noon on the day specified, unless otherwise noted by the Government. The Government will review the deliverable and provide the Contractor with notification stating whether the deliverable is acceptable or not within the specified timeframe.

10. Additional Information

The following is provided for licensing information;

License Holder;

Transportation Security Administration (TSA)
C/O (b)(6)
701 S. 12th Street
Arlington, VA 20598

POC Contact Information;

(b)(6)

Software Manager

(b)(6)

11. General Contact Information - Points of Contact

Marvin Grubbs,
Transportation Security Administration
Office of Technical Training, Training Support Division
601 South 12th Street, 2nd Floor, East Building
Arlington, VA 20598

(b)(6)

(b)(6) TSA Contract Specialist
Transportation Security Administration
Office of Technical Training, Training Support Division
601 South 12th Street, 2nd Floor, East Building
Arlington, VA 20598

(b)(6)

(b)(6) TSA Task Order COTR
Transportation Security Administration
TSA-29
601 South 12th Street
Arlington, VA 20598

(b)(6)

(b)(6) TSA Technical Monitor
Transportation Security Administration
Office of Technical Training, Training Support Division
601 South 12th Street, 2nd Floor, East Building
Arlington, VA 20598

(b)(6)

(b)(6) TSA Project Lead
Transportation Security Administration
TSA-29
601 South 12th Street
Arlington, VA 20598

(b)(6)

(End of Section C)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 7
2. AMENDMENT/MODIFICATION NO. P00003	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. None	5. PROJECT NO. (If applicable)
6. ISSUED BY OFFICE OF ACQUISITION 701 S 12TH STREET ARLINGTON VA 20598	CODE 20	7. ADMINISTERED BY (If other than Item 6) Human Capital & Finance 701 S 12TH STREET ARLINGTON VA 20598	CODE 01
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Lockheed Martin Services Incorporated Attn: (b)(6) 700 N Frederick Ave Gaithersburg MD 208793328		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 805258373	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. HSTS01-09-D-030903 HSTS01-10-J-00P112	10B. DATED (SEE ITEM 13) 09/15/2010

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended. is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Schedule Net Decrease: -\$162,145.62

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
X	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not. is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

Tax ID Number: 52-1813509
DUNS Number: 805258373
Task Order 8

The purpose of this modification is to deobligate funding in the amount of \$162,145.62 from this task order due to the end of the period of performance. Please see following pages for modification details.

All other terms and conditions remain unchanged. Overall, funding in the amount of \$162,145.62 is being deobligated by this modification; therefore funding for this task order is decreased from \$1,213,292.85 by \$162,145.62 to \$1,051,147.23. The total contract Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) (b)(6) Senior Contracts Negotiator	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Marvin Grubbs
15B. CONTRACTOR/OFFEROR (b)(6)	15C. DATE SIGNED 02/13/2012
15D. UNITED STATES OF AMERICA	16C. DATE SIGNED 2/14/2012

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSTSG1-09-D-OSC900/HSTSG1-10-J-00P112/PC0003

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NAME OF OFFEROR OR CONTRACTOR
Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	amount (including options) is decreased from \$7,524,532.42 by \$162,145.62 to \$7,362,386.80. Discount Terms: Net 30 Payment: US Coast Guard Financial Center TSA Commercial Invoices P.O. Box 4111 Chesapeake VA 23327-4111 PCB: Destination Period of Performance: 09/15/2010 to 08/15/2011 Change Item 00002 to read as follows (amount shown is the total amount):				
00002	ODC Reimbursable - NTE Travel and ODCs Accounting Info: 5AV090AC00D2010SWE02CTR100125005900590OTT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: -\$6,939.63 Change Item 00002B to read as follows (amount shown is the total amount):	1	JB	3,614.00	3,614.00
00002B	ODC Reimbursable - NTE Travel and ODCs for Phase III PCP- December 15, 2010 - March 14, 2011 Accounting Info: 5AV101AC00D2010SWE02CTR100425005900590OTT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: -\$340.44 Change Item 00002C to read as follows (amount shown is the total amount):	1	JB	0.00	0.00
00002C	CLTN 0002C - ODC Reimbursable - NTE ODCs for Task F PCP - March 15, 2011 - August 15, 2011 Accounting Info: 5AV112AC00D2011SWE02CGE000025005900590BDO-59070014 02000000-252R-TSA DIRECT-DEF. TASK-D Funded: -\$272.79 Change Item 00002D to read as follows (amount shown is the total amount): Continued ...	1	JB	0.00	0.00

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
 HSTSC1-09-D-OSC900/HSTSC1-10-J-OOP112/PG0003

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NAME OF OFFEROR OR CONTRACTOR
 Lockheed Martin Services Incorporated

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	shown is the total amount):				
00002D	CLTN 0002D - ODC Reimbursable - NTE Travel for Task F POP - March 15, 2011 - August 15, 2011 Accounting Info: 5AV112AC00D2011SWE020GEC00025005900590BDO-59070014 02000000-252R-TSA DIRECT-DEF. TASK-D Funded: -\$9,352.12	1	CB	0.00	0.00
	Change Item 00006 to read as follows (amount shown is the total amount):				
00006	T&M - Task B - OLC Integration labor Accounting Info: 5AV090AC00D2010SWE020CTR100125005900590OTT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	CB	(b)(4)	(b)(4)
	Change Item 00010 to read as follows (amount shown is the total amount):				
00010	T&M - Task E - BDC Training Licenses/ OLC Integration Accounting Info: 5AV101AC00D2010SWE020CTR100425005900590OTT-59070005 03000000-2521-TSA DIRECT-DEF. TASK-D Funded: (b)(4)	1	CB	(b)(4)	(b)(4)

The purpose of this modification is to deobligate unexpended funding due to the completion of this task order. Following are the deobligation actions executed per this modification:

1. Deobligate unexpended funding in the amount of \$6,939.63 from CLIN 0002. Funding for CLIN 0002 is decreased from \$10,553.63 by \$6,939.63 to \$3,614.00.
2. Deobligate all funding in the amount of \$340.44 from CLIN 0002B. Funding for CLIN 0002B is decreased from \$340.44 by \$340.44 to \$0.00.
3. Deobligate all funding in the amount of \$272.79 from CLIN 0002C. Funding for CLIN 0002C is decreased from \$272.79 by \$272.79 to \$0.00.
4. Deobligate all funding in the amount of \$9,352.12 from CLIN 0002D. Funding for CLIN 0002D is decreased from \$9,352.12 by \$9,352.12 to \$0.00.
5. Deobligate unexpended funding in the amount of (b)(4) from CLIN 0006. Funding for CLIN 0006 is decreased from (b)(4) by (b)(4) to (b)(4).
6. Deobligate unexpended funding in the amount of (b)(4) from CLIN 0010. Funding for CLIN 0010 is decreased from (b)(4) by (b)(4) to (b)(4).
7. Update Section B.1 as follows:

B.1 Contract Line Items, Descriptions

Effective Date of Award (EDOA) = September 15, 2010

ITEM NO	SUPPLIES/SERVICES	QUANTIT Y	UNI T	UNIT PRICE	AMOUNT
0001**	FFP – Project Management for Phase I POP - September 15, 2010 – December 14, 2010	1	Job	(b)(4)	
0001A* *	OPTIONAL - FFP – Project Management for Phase II POP - Effective Date of Exercise (EDOE) – 3 months	1	Job	(b)(4)	
0001B (includes CLIN 1B1)**	FFP – Project Management for Phase III POP – December 15, 2010 – March 14, 2011	1	Job	(b)(4)	
0001C	FFP - Project Management for Task F within the revised SOW, dated 02/16/11. POP - March 15, 2011 - August 15, 2011	1	Job	(b)(4)	
0002**	ODC Reimbursable - NTE Travel and ODCs POP - September 15, 2010 – December 14, 2010	1	Lot	NTE \$3,614.00	NTE \$3,614.00

0002A* *	OPTIONAL - ODC Reimbursable - NTE Travel and ODCs for Phase II POP - Effective Date of Exercise (EDOE) – 3 months	1	Lot	NTE \$48,560.37	NTE \$48,560.37
0002B* *	ODC Reimbursable - NTE Travel and ODCs for Phase III POP – December 15, 2010 – March 14, 2011	1	Lot	NTE \$0.00	NTE \$0.00
0002C	ODC Reimbursable - NTE ODCs for Task F POP - March 15, 2011 - August 15, 2011	1	Lot	NTE \$0.00	NTE \$0.00
0002D	ODC Reimbursable - NTE Travel for Task F POP - March 15, 2011 - August 15, 2011	1	Lot	NTE \$0.00	NTE \$0.00
Phase I - Period of Performance - September 15, 2010 – December 14, 2010					
0003	FFP - Task A – Initial Pilot Phase labor	1	Job	(b)(4)	
0004	FFP – Licenses for Task A – Initial Pilot Phase - licensing solution to support 4,100 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, EIGHTEEN MONTH LICENSE TERM	1	Lot	(b)(4)	
0005 (include s CLINs 0005A, 0005A1)	FFP – Licenses for Task A – Initial Pilot Phase - licensing solution to support 4,100 users of the Microexpression Training Course (Original) training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA’s name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	
0006	T&M – Task B - OLC Integration labor *	1	Lot	(b)(4)	
Phase II – Period of Performance – EDOE – 3 months					
0007	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and	1	Lot	(b)(4)	

	licenses shall be in TSA's name.) ENTERPRISE LICENSE, ONE YEAR ACCESS				
0007A	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) ENTERPRISE LICENSE, TWO YEAR ACCESS	1	Lot	(b)(4)	
0007B	OPTIONAL – FFP – Year 1 - Licenses for Task C – TSO Training Licenses - licensing solution to support 44,000 users of the METT-Advanced Online training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, TWO YEAR LICENSE TERMS	1	Lot	(b)(4)	
0008	OPTIONAL - FFP – Year 1 - Licenses for Task A – licensing solution to support 44,000 users of the Microexpression Training Course (Original) training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL USER LICENSES, UNLIMITED ACCESS	1	Lot	(b)(4)	
0009	OPTIONAL – T&M - Task D – Curriculum Development for TSA Micro-Facial Training*	1	Lot	(b)(4)	
Phase III - Period of Performance – December 15, 2010 – March 14, 2011					
0010	T&M – Task E - BDO Training Licenses/ OLC Integration*	1	Lot	(b)(4)	
0011	FFP – Year 1 - Licenses for Task E – BDO Training Licenses - licensing solution to support 3,100 users of the MiX2 and MiX2 Additional training solution (licenses shall be valid for no less than a one year period and licenses shall be in TSA's name.) INDIVIDUAL	1	Lot	(b)(4)	

	USER LICENSES, UNLIMITED ACCESS				
0012	FFP - Labor for Task F within revised SOW, dated 02/16/2011. POP - March 15, 2011 - August 15, 2011	1	Job	(b)(4)	

*Labor rates applied to these CLINs shall be based on Attachment 20 of the IDIQ contract.

**Contractor shall bill CLINs 0001, 0001A, 0001b, 0002, 0002A, and 0002B at the sub-CLIN level (as separate CLINs with separate periods of performance).