

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		BPA NO.	1. CONTRACT ID CODE	PAGE 1	OF PAGES 14
2. AMENDMENT/MODIFICATION NUMBER 0002		3. EFFECTIVE DATE 09-17-2018		4. REQUISITION/PURCHASE REQ. NUMBER	
5. PROJECT NUMBER (if applicable) None		6. ISSUED BY CODE 36C24E US Department of Veterans Affairs Veterans Health Administration Service Area Office (SAO) East 323 North Shore Drive, Suite 500 Pittsburgh PA 15212-5319		7. ADMINISTERED BY (If other than Item 6) CODE 36C24E US Department of Veterans Affairs Veterans Health Administration Service Area Office (SAO) East 323 North Shore Drive, Suite 500 Pittsburgh PA 15212-5319	
8. NAME AND ADDRESS OF CONTRACTOR (Number, street, county, State and ZIP Code) To all Offerors/Bidders		(X)		9A. AMENDMENT OF SOLICITATION NUMBER 36C24E18Q9524	
CODE		FACILITY CODE		9B. DATED (SEE ITEM 11) X 08-27-2018	
				10A. MODIFICATION OF CONTRACT/ORDER NUMBER	
				10B. DATED (SEE ITEM 13)	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input checked="" type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input checked="" type="checkbox"/> is extended, <input type="checkbox"/> 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 <u>1</u> copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or electronic communication which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT 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 letter or electronic communication, provided each letter or electronic communication makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified. 9/21/18, 1201 ET					
12. ACCOUNTING AND APPROPRIATION DATA (If required)					
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS 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).				
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:				
	D. OTHER (Specify type of modification and authority)				
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.					
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) <i>This information was omitted from Amendment 2 which posted a short time ago. There is no Amendment 3</i> The purpose of this Amendment 0002 to the TTP solicitation is to: * Extend due date for submission of bids from 9/17/18 to 9/21/18 @ 1201 ET; * Minor changes in SOW(A) and SOW(B) (shown in green text) * Q&A's provided; * Changes to the 52.212-1, Instructions to Offerors- Commercial Items- see Key Changes;					
Note: Offerors on the solicitation should also include a signed copy of this Amendment with their bids. 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)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Jeff Greis			
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA BY (Signature of Contracting Officer)	
				16C. DATE SIGNED	

A.1 52.212-1 INSTRUCTIONS TO OFFERORS—COMMERCIAL ITEMS - ADDENDUM (AMENDED PER AMENDMENT 0002 TO THE SOLICITATION)

This is an amended Instructions to Offerors (bidders) for commercial items prepared in accordance with the format in FAR Subpart 12.6, Request for Quotation (RFQ), and supplemented with additional information included in this notice. The solicitation number is 36C24E18Q9524. The solicitation document and incorporated provisions and clauses are those in effect through Federal Acquisition Circular FAC 2005-99-1.

The associated North American Industrial Classification System (NAICS) code for this procurement is 541512. This procurement is set aside for small business. However, offerors shall provide their socioeconomic status and include in their responses (as applicable), any subcontracting commitments anticipated with SDVOSB/VOSB contractors (see contract clause 852.215-70).

The selected offeror must comply with commercial item terms, conditions and provisions, which are incorporated in the attached solicitation document. The full text of the referenced FAR clauses may be accessed electronically at <https://www.acquisition.gov/far/>. In addition, the offeror must review and acknowledge the attached solicitation document, item details, SOW's delivery schedules, and all other requirements, and agree to all terms and conditions set forth in the solicitation document. Quotes will be evaluated using a comparative evaluation process.

Prospective offerors shall, in their responses to the solicitation, and as appropriate- submit quotes based on either SOW(A) (upgrade to current Sophia TT system) or for an 'as equal', entirely new TT system as described in SOW(B). For those latter bidders- SOW(A) must also be addressed/bid

No additional Q&A's will be taken/posted. Award is to be effective on 10/01/18.

KEY CHANGES in this Amendment 0002 *Instructions to Offerors* and to the solicitation:

- Response date extended to **9/21/18 at 1201 ET**;
- Minor changes in SOW(A) and SOW(B) (shown in green text);
- Q&A's provided;
- Non-incumbent bidders or those bidding a non-Sophia TTP system should now bid both SOW(A) and SOW(B) in their responses, or otherwise ensure that their pricing and narrative response address the requirements of each SOW. Where (if) conflicts exist in requirements between the two SOW's, SOW(A) will take precedence. Rationale: *The non-Sophia bidders need to meet SOW B in order to meet SOW A. The condition is set for any bidder to compete. SOW B was developed based on the VA's requirements in 2013, and to ensure the VA maintained the level of requirements for the new phase, SOW A.*

Eligibility: To be eligible for contract award, prospective contractors shall:

Have a DUNS #;

Be registered and active in SAMS with no exclusions;

Have a record of satisfactory past performance;

Be a small business;

Be determined by the VA to be a fully capable and responsible supplier;

Quote submissions: No hardcopy proposals will be accepted, and late offers will not be accepted. The Offerors must submit:

1. Signed Form 1449 and completed Price/Cost Schedule or similar document, including a separate completed cost sheet (breakdown) for each SOW (as applicable).
2. A (brief) narrative addressing all tasks/requirements identified in the applicable Statement of Work (SOW), presenting clear evidence of the ability of the vendor to meet or exceed the tasks/requirements contained in this solicitation. The Offeror's narrative should address all of the requirements, notes and any bulleted, numbered, or lettered items in the respective SOW.
3. Past Performance information (details to follow);
4. Offeror's socioeconomic status and that of any intended sub-contractor(s);
5. DUNS# on their quote;
6. Total quote submission shall not exceed 15 pages- including non-quote supporting documentation;

Technical

1. Narrative
 - Offerors must display adequate understanding of the Government's requirements and how they will meet/exceed them. As applicable, offerors must display an adequate understanding of the Govt's requirements in both SOW's;
 - Narrative(s) shall be brief but complete and specific to the tasks/requirements identified in the SOW.
 - Offeror's narrative(s) should describe their approach to addressing all aspects of the SOW('s) and meeting or exceeding its requirements;

Cost

Offeror must submit a cost breakdown as a separate document and provide sufficient information for the Government to determine fair and reasonable pricing. Aggregate prices for the base and OY years may be provided using the enclosed Price/Cost Schedule or by other means (i.e., on company form/document). OY pricing will be included in the comparative evaluation process.

Past Performance

Response to this solicitation must list up to 3 (no more) contracts of similar type, scope, size and complexity that are ongoing, or have been completed within the past five years. The following information shall be provided for each contract. VA or other Government TTP experience should be listed.

- Name and address of the contracting activity;
- Name and telephone number of contact person
- Dates of contract performance (beginning and ending);
- Total dollar value of contract;
- Brief description of the project, scope and services offered, and brief description of how the previous project aligns with this SOW;

Note: *Please advise your references to expect contact from VAPHS personnel regarding customer satisfaction with your products and services and your compliance with and fulfillment of the requirements of previous contracts. Information utilized in past performance evaluation will be obtained from the references provided by the Offeror, and may also be obtained from other sources such as customers known to the Government, others who may have useful and relevant information, and Government databases.*

The Government intends to make an award based on the initial quotations/responses to the solicitation. If further questions are required, the contracting officer may contact the Offeror or Offerors. Award may be made without discussions. Award will be made to the capable and responsible Offeror whose quotation conforms to all solicitation requirements, including narrative response to the solicitation/SOW('s), cost and past performance and offers the best value to the Government based on the results of the evaluation.

Evaluation:

The Government intends to evaluate quotes IAW FAR Part 13 Simplified Acquisition Procedures (FAR 13.106-2) using comparative evaluation procedures. The Government will select the quote deemed the best value when compared to all other quotes. The Government will use the value indicators listed above to determine the best value. Lowest price may or may not be deemed the best value. The Government will also directly compare quotes to each other, considering the quote amount, narrative response to the SOW('s), and past performance/experience.

(a) *North American Industry Classification System (NAICS) code and small business size standard.* The NAICS code and small business size standard for this acquisition appear in Block 10 of the solicitation cover sheet (SF 1449). However, the small business size standard for a concern which submits an offer in its own name, but which proposes to furnish an item which it did not itself manufacture, is 500 employees.

(b) *Submission of offers.* Submit signed and dated offers to the office specified in this solicitation at or before the exact time specified in this solicitation. Offers may be submitted on the SF 1449, letterhead stationery, or as otherwise specified in the solicitation. As a minimum, offers must show—

- (1) The solicitation number;
- (2) The time specified in the solicitation for receipt of offers;
- (3) The name, address, and telephone number of the offeror;
- (4) A technical description of the items being offered in sufficient detail to evaluate compliance with the requirements in the solicitation. This may include product literature, or other documents, if necessary;
- (5) Terms of any express warranty;
- (6) Price and any discount terms;
- (7) "Remit to" address, if different than mailing address;
- (8) A completed copy of the representations and certifications at FAR 52.212-3 (see FAR 52.212-3(b) for those representations and certifications that the offeror shall complete electronically);

(9) Acknowledgment of Solicitation Amendments;

(10) Past performance information, when included as an evaluation factor, to include recent and relevant contracts for the same or similar items and other references (including contract numbers, points of contact with telephone numbers and other relevant information); and

(11) If the offer is not submitted on the SF 1449, include a statement specifying the extent of agreement with all terms, conditions, and provisions included in the solicitation. Offers that fail to furnish required representations or information, or reject the terms and conditions of the solicitation may be excluded from consideration.

(c) *Period for acceptance of offers.* The offeror agrees to hold the prices in its offer firm for 30 calendar days from the date specified for receipt of offers, unless another time period is specified in an addendum to the solicitation.

(d) *Product samples.* When required by the solicitation, product samples shall be submitted at or prior to the time specified for receipt of offers. Unless otherwise specified in this solicitation, these samples shall be submitted at no expense to the Government, and returned at the sender's request and expense, unless they are destroyed during preaward testing.

(e) *Multiple offers.* Offerors are encouraged to submit multiple offers presenting alternative terms and conditions, including alternative line items (provided that the alternative line items are consistent with subpart 4.10 of the Federal Acquisition Regulation), or alternative commercial items for satisfying the requirements of this solicitation. Each offer submitted will be evaluated separately.

(f) Late submissions, modifications, revisions, and withdrawals of offers.

(1) Offerors are responsible for submitting offers, and any modifications, revisions, or withdrawals, so as to reach the Government office designated in the solicitation by the time specified in the solicitation. If no time is specified in the solicitation, the time for receipt is 4:30 p.m., local time, for the designated Government office on the date that offers or revisions are due.

(2)(i) Any offer, modification, revision, or withdrawal of an offer received at the Government office designated in the solicitation after the exact time specified for receipt of offers is "late" and will not be considered unless it is received before award is made, the Contracting Officer determines that accepting the late offer would not unduly delay the acquisition; and—

(A) If it was transmitted through an electronic commerce method authorized by the solicitation, it was received at the initial point of entry to the Government infrastructure not later than 5:00 p.m. one working day prior to the date specified for receipt of offers; or

(B) There is acceptable evidence to establish that it was received at the Government installation designated for receipt of offers and was under the Government's control prior to the time set for receipt of offers; or

(C) If this solicitation is a request for proposals, it was the only proposal received.

(ii) However, a late modification of an otherwise successful offer, that makes its terms more favorable to the Government, will be considered at any time it is received and may be accepted.

(3) Acceptable evidence to establish the time of receipt at the Government installation includes the time/date stamp of that installation on the offer wrapper, other documentary evidence of receipt maintained by the installation, or oral testimony or statements of Government personnel.

(4) If an emergency or unanticipated event interrupts normal Government processes so that offers cannot be received at the Government office designated for receipt of offers by the exact time specified in the solicitation, and urgent Government requirements preclude amendment of the solicitation or other notice of an extension of the closing date, the time specified for receipt of offers will be deemed to be extended to the same time of day specified in the solicitation on the first work day on which normal Government processes resume.

(5) Offers may be withdrawn by written notice received at any time before the exact time set for receipt of offers. Oral offers in response to oral solicitations may be withdrawn orally. If the solicitation authorizes facsimile offers, offers may be withdrawn via facsimile received at any time before the exact time set for receipt of offers, subject to the conditions specified in the solicitation concerning facsimile offers. An offer may be withdrawn in person by an offeror or its authorized representative if, before the exact time set for receipt of offers, the identity of the person requesting withdrawal is established and the person signs a receipt for the offer.

(g) *Contract award (not applicable to Invitation for Bids)*. The Government intends to evaluate offers and award a contract without discussions with offerors. Therefore, the offeror's initial offer should contain the offeror's best terms from a price and technical standpoint. However, the Government reserves the right to conduct discussions if later determined by the Contracting Officer to be necessary. The Government may reject any or all offers if such action is in the public interest; accept other than the lowest offer; and waive informalities and minor irregularities in offers received.

(h) *Multiple awards*. The Government may accept any item or group of items of an offer, unless the offeror qualifies the offer by specific limitations. Unless otherwise provided in the Schedule, offers may not be submitted for quantities less than those specified. The Government reserves the right to make an award on any item for a quantity less than the quantity offered, at the unit prices offered, unless the offeror specifies otherwise in the offer.

(i) Availability of requirements documents cited in the solicitation.

(1)(i) The GSA Index of Federal Specifications, Standards and Commercial Item Descriptions, FPMR Part 101-29, and copies of specifications, standards, and commercial item descriptions cited in this solicitation may be obtained for a fee by submitting a request to—

GSA Federal Supply Service Specifications Section

Suite 8100 470 East L'Enfant Plaza, SW

Washington, DC 20407

Telephone (202) 619-8925

Facsimile (202) 619-8978.

(ii) If the General Services Administration, Department of Agriculture, or Department of Veterans Affairs issued this solicitation, a single copy of specifications, standards, and commercial item

descriptions cited in this solicitation may be obtained free of charge by submitting a request to the addressee in paragraph (i)(1)(i) of this provision. Additional copies will be issued for a fee.

(2) Most unclassified Defense specifications and standards may be downloaded from the following ASSIST websites:

- (i) ASSIST (<https://assist.dla.mil/online/start/>);
- (ii) Quick Search (<http://quicksearch.dla.mil/>);
- (iii) ASSISTdocs.com (<http://assistdocs.com>).

(3) Documents not available from ASSIST may be ordered from the Department of Defense Single Stock Point (DoDSSP) by?

- (i) Using the ASSIST Shopping Wizard (<https://assist.dla.mil/wizard/index.cfm>);
- (ii) Phoning the DoDSSP Customer Service Desk (215) 697-2179, Mon-Fri, 0730 to 1600 EST; or
- (iii) Ordering from DoDSSP, Building 4, Section D, 700 Robbins Avenue, Philadelphia, PA 19111-5094, Telephone (215) 697-2667/2179, Facsimile (215) 697-1462.

(4) Nongovernment (voluntary) standards must be obtained from the organization responsible for their preparation, publication, or maintenance.

(j) *Unique entity identifier.* (Applies to all offers exceeding \$10,000, and offers of \$10,000 or less if the solicitation requires the Contractor to be registered in the System for Award Management (SAM) database.) The Offeror shall enter, in the block with its name and address on the cover page of its offer, the annotation “Unique Entity Identifier” followed by the unique entity identifier that identifies the Offeror’s name and address. The Offeror also shall enter its Electronic Funds Transfer (EFT) indicator, if applicable. The EFT indicator is a four-character suffix to the unique entity identifier. The suffix is assigned at the discretion of the Offeror to establish additional SAM records for identifying alternative EFT accounts (see subpart 32.11) for the same entity. If the Offeror does not have a unique entity identifier, it should contact the entity designated at www.sam.gov for unique entity identifier establishment directly to obtain one. The Offeror should indicate that it is an offeror for a Government contract when contacting the entity designated at www.sam.gov for establishing the unique entity identifier.

(k) *System for Award Management.* Unless exempted by an addendum to this solicitation, by submission of an offer, the offeror acknowledges the requirement that a prospective awardee shall be registered in the SAM database prior to award, during performance and through final payment of any contract resulting from this solicitation. If the Offeror does not become registered in the SAM database in the time prescribed by the Contracting Officer, the Contracting Officer will proceed to award to the next otherwise successful registered Offeror. Offerors may obtain information on registration and annual confirmation requirements via the SAM database accessed through <https://www.acquisition.gov>.

(l) *Debriefing.* If a post-award debriefing is given to requesting offerors, the Government shall disclose the following information, if/as applicable:

- (1) The agency's evaluation of the significant weak or deficient factors in the debriefed offeror's offer.

(2) The overall evaluated cost or price and technical rating of the successful and the debriefed offeror and past performance information on the debriefed offeror.

(3) The overall ranking of all offerors, when any ranking was developed by the agency during source selection.

(4) A summary of the rationale for award;

(5) For acquisitions of commercial items, the make and model of the item to be delivered by the successful offeror.

(6) Reasonable responses to relevant questions posed by the debriefed offeror as to whether source-selection procedures set forth in the solicitation, applicable regulations, and other applicable authorities were followed by the agency.

NOTE: Multiple questions were raised IRT SOW's A & B. The intent of having 2 SOW's is this:

The VA seeks to enhance competition and provide maximum opportunities to potential bidders for this solicitation. The Gov't believes that an 'upgrade' to the current system by other than the incumbent contractor is likely prohibited by, at a minimum, proprietary issues. So, SOW (B) was provided for those potential bidders who might be able to bid on an entirely new system. The VA will consider both without prejudice. The following amended language is added to the Instructions to Offerors contained in the solicitation:

The offerors need to meet SOW B in order to meet SOW A. The condition is set for any offeror to compete. SOW B was developed based on the VA's requirements in 2013, and to ensure the VA maintained the level of requirements for the new phase, SOW A.

Q1: How many VA TTP staff are daily users of the current software? Page 3 of SOW(B) states "System shall permit multiple users (up to 3,000 or more concurrent users) to create new records..." but then on page 5 of SOW(B) it reflects "The system shall permit multiple users (up to 50 concurrent users) to create new records,". Can you please confirm the number of concurrent logged in users VA TTP anticipates using the Knowledge Management System? Is this inclusive of portal users?

A1: All VA TTP staff are current daily users of the current software. The system should allow for 3,000 or more concurrent users.

Q2: Does this website page identify all of those who are employed by VA TTP?

https://www.research.va.gov/programs/tech_transfer/contacts.cfm

A2: As of 22 August 2018, yes

Q3: Does this report pp5 accurately identify the number of staff on the TTP organization?

https://www.research.va.gov/programs/tech_transfer/TTP-Briefing.pdf

A3: As of 22 August 2018, no

Q3: How many Technologies, patents, agreements do the VA TTP currently manage

A3: 4802 inventions, 4242 patents, 1935 agreements

Q4: What number of jointly owned patents in which the VA has a beneficial interest i.e. those that are not VA sole owned patents are managed by VA TTP?

A4: 3,993

Q5: Please clarify: the SOW (B) indicates a hosted SaaS solution, but also says that “Knowledge Management Software System Solution shall include perpetual licenses that allow Government to use the licensed software indefinitely”. These two are contradictory. Please confirm.

A5: SOW A is for the SaaS, SOW B is for the perpetual license

Q6: The Sophia WS master license agreement uses the term “Perpetual” in the grant language but elsewhere states that WellSpring can terminate the license if any payment is not received. So, WellSpring seeks to redefine the commonly understood definition of the word Perpetual.

A6: (This is not a question per se) - it is not the understanding of the VA that the license is perpetual.

Q7: Does the VA currently have an actual perpetual license to the WS Sophia software currently i.e. a license that the VA TTP can continue to use freely without payment to WellSpring (incumbent)?

A7: See question/answer Q/A6. However, proprietary issues could arise if another vendor/contractor attempted to use/manipulate the system/software. That is a reason why SOW(B) is provided for competing bidders.

Q8: Does the cancellation of a previous government contract (U.S. Department of the Interior) for non-performance have any impact on a bidder’s past performance evaluation?

A8: CPARS/FAPIS past performance information will also routinely be checked. If this is reflected in CPARs it will certainly be considered. Also- if provided in reference materials submitted- it would also be considered.

Q9: On this website, https://www.research.va.gov/programs/tech_transfer/default.cfm:

The VA Invention disclosures shown for FY 2017 are 589 and year to date FY 2018 are 358. Do these numbers refer to invention disclosures that include those made at affiliated institutions that VA TTP does not have primary responsibility for?

A9: The number reported is the number of all invention disclosures made to VA that involve a VA employee.

Q9: Does the VA TTP use WellSpring’s Researcher Portal? Did VA TTP previously acquire rights to use the WellSpring Researcher Portal?

A9: The VA TTP does not understand the question reference to a *Researcher* Portal. The VA does not actively utilize WellSpring’s Research module.

Q10: Does VA TTP propose to require the vendor to affirm in writing that the pricing quoted in response to this SOW is not greater than the price charged by that vendor to any other third party?

A10: This is a competitive procurement. Responses will be evaluated in and of themselves and then in comparison to other bids/responses. Price is but one consideration. However, before an award

can be made- it must be determined that the price is fair and reasonable. It is possible that the award price could be, relatively speaking, more or less than other similar contracts with other organizations.

Q11: Is the database requirement a firm requirement? If yes, what is the rationale for the requirement.

A11: The VA prefers the requirements be met.

Q12: Is a 4D database system with the ability to communicate with a SQL system acceptable? If yes, please modify the requirements in this section. The COTS Software shall be based on a Structured Query Language (SQL) database such as MySQL, Microsoft SQL Server, or Oracle Relational Database Management System (RDBMS). Our system is based on the 4D platform. It was acceptable to VA prior to 2013. I would argue that this is an unduly restrictive requirement, perhaps put in the SOW by the performing organization knowing that it would limit competition and eliminate us. If it is hosted SaaS, why would they care?

A12: Consideration will be made for the legacy 4D platform.

Q13: Should responding vendors provide an explanation along with the existing FedRamp readiness plan to meet the ATO required work and timeline?

A13: Yes.

Q14: Should responding vendor provide an outline of how the implementation process is in line with the VA Directive on Cloud Computing from 2016?

A14: Yes.

Q15: Is 'valuable and relevant' to include additional functionality that would allow for searching of IP and Grant Databases to better assess submitted technology disclosures?

A15: Yes.

Q16: ...a concern is that if we just respond to SOW B as we are a competing vendor and cannot 'upgrade' the Sophia system, it may be misconstrued that we offer less functionality.

A16: SOW (B) was developed to enhance competition and provide bidders to offer alternatives to the upgrade to the Sophia system in SOW (A). There is no bias towards either approach with regards to functionality. See NOTE at beginning of Q&A's.

Q17: Can you explain the rationale for the different functional requirements for respondents to the two SOW's? For example, SOW A requires 'support of U.S. Patent and Trademark Office (USPTS) and European Patent Office (EPO) for patent prosecution processing' whereas SOW B requires it only from the USPTO.

A17: See A28.

Q18: Our interpretation is that respondents to SOW B will be evaluated only on the SOW B requirements and will not be penalized for not including SOW A requirements. While SOW B respondents will demonstrate how they do SOW B requirements to achieve a 100% score, SOW A respondents will have to demonstrate how they do more per the SOW A requirements to achieve a 100% score. Since SOW B

respondents are not being asked to perform the additional tasks that are in SOW A, they will not be penalized for not responding to something the Gov't has not requested of them. Please confirm that our interpretation is correct or please modify SOW B to mirror SOW A.

A18: The requirement should be one and the same for both SOWs representing the language in SOW A.

Q19: It then follows that the pricing for SOW B respondents will not include requirements the Government is not requesting SOW B respondents to perform but is asking SOW A respondents to perform. SOW B respondents will not be penalized for not including the cost of something that the Government has not asked them to do. We certainly don't want to offer services not requested and inadvertently create an issue. Please confirm that respondents to SOW B should provide a firm fixed price only to the requirements in the SOW B statement of work and that their pricing will only be evaluated on those requirements, and that SOW B respondents will not be penalized for not offering pricing on un-requested services that are in SOW A.

A19: The requirement should be one and the same for both SOWs representing the language in SOW A. See NOTE at beginning of Q&A's.

Q20: When evaluating proposals (sic) responding to both SOW's to make an award, how will the Gov't select based on best value when proposals (sic) are responding to two different SOW's.

A20: The requirement should be one and the same for both SOWs representing the language in SOW A. Pricing for bids submitted for SOW(A) and/or SOW(b) should reflect the requirements of both, as applicable.

Q21: On your website, there is a reference to an 'Instructions to Offerors' document. It is not clear to which document that refers. Can you clarify and/or provide the document?

A21: On pages 24-30 of the RFQ are shown the Instructions to Offerors- both the standard or 'boilerplate' text and addendums. Of particular importance is the custom addendum that begins on page 24 and that precedes the boilerplate text. Note that the Instructions to Offerors has been changed as a result of these Q&A's and this amendment. A revised Instructions to Offerors is provided as an attachment to this amendment.

Q22: In the two different SOWs, as you begin to enumerate their requirements, Item 1 in SOW A is:

1, Submission and automated verification of a certified invention disclosure and certification form and/or an agreement including appropriate automated notifications and routing aligned with TTP business rules,

Whereas, the corresponding item in SOW-B says this:

10. Submission and automated verification of a certified invention disclosure and/or an agreement,

A22: The requirement should be one and the same for both SOWs representing the language in SOW A

Q23: B. SOW A requires:

3. Patent prosecution and maintenance as/if needed with external patent counsel,

SOW B requires

12. Patent protection process as/if needed with outside patent counsel,

A23: The requirement should be one and the same for both SOWs representing the language in SOW A

Q24: C. SOW A requires

5. Licensing of the technology,

SOW B requires

14. Licensing of the technology (whether or not the disclosed technology is patented),

A24: The requirement should be one and the same for both SOWs representing the language in SOW A.

Q25: D. SOW A require

6. Processing and tracking of royalty payments to the appropriate persons and appropriate VA Medical Centers IAW federal laws and VA TTP policy,

SOW B requires

15. Processing royalty payments to the appropriate researchers and appropriate VA Medical Centers,

A25: The requirement should be one and the same for both SOWs representing the language in SOW A.

Q26: E. SOW A require

7. Facilitate the processing of agreements such as, but not limited to, CRADAs (Cooperative Research and Development Agreements), Material Transfer Agreements, Non-Disclosure Agreements, Invention Management Agreements, License Agreements, and agreements of the like, through the TTP for intellectual property terms review, and management by TTP,

SOW B requires

16. Facilitate the processing of agreements such as, but not limited to, CRADAs (Cooperative Research and Development Agreements), Material Transfer Agreements and the like, through the TTP for intellectual property terms review, and

A26: The requirement should be one and the same for both SOWs representing the language in SOW A.

Q27: F. SOW A require

9. Reporting of statistics and metrics on technology transfer activities.

SOW B requires

18. Reporting statistics on technology transfer activities.

A27: The requirement should be one and the same for both SOWs representing the language in SOW A.

Q28: Page 2 Notes: SOW A includes

support of U.S. Patent and Trademark Office (USPTO) and European Patent Office (EPO) for patent prosecution processing such as patent application, office action responses, automated marketing via emails, license drafting, automated report collection from TTP partners such as but not limited to Academic Universities, consultants, collaborators, business and the like, royalty processing, tracking and disbursement support, and agreement review processing support.

Page 2 Notes: SOW B includes

support of U.S. Patent and Trademark Office (USPTO) patent prosecution processing such as patent application, office action responses, automated marketing via emails, license drafting, automated report collection from TTP partners such as but not limited to Academic Universities, consultants, collaborators, business and the like, royalty processing, tracking and disbursement support, and agreement review processing support.

A28: The requirement should be one and the same for both SOWs representing the language in SOW A.

Q29: Page 2 Notes: SOW A includes

Additionally, dashboards are required to inform a variety of internal VA and external users including, but not limited to the Director of TTP, the TTP staff, any VA employee with an invention to disclose, the Assistant Chiefs of Staff for Research (ACOSRs) and Administrative Officers (AO) at each VA Medical Center (VAMC), the supervisors for any VA employee with an invention disclosed in the environment, the Technology Transfer staffs at the VA's Academic Affiliates, external patent counsel under contract with TTP, TTP's marketing firm, the VA's Office of General Counsel (OGC) staff, and VA senior leadership.

Whereas, SOW B states:

Additionally, dashboards are required to inform a variety of users including, but not limited to the Director, TTP, the TTP staff, VA researchers and any VA employee with an invention to disclose, the Assistant Chiefs of Staff for Research (ACOSRs) and Administrative Officers (AO) at each VA Medical Center (VAMC), the supervisors for any VA employee with an invention disclosed in the environment, the Technology Transfer staffs at the VA's Academic Affiliates, outside patent counsel under contract with TTP, TTP's marketing firm, the VA's Office of General Counsel (OGC) staff, VA senior leadership and the public at large.

A29: The requirement should be one and the same for both SOWs representing the language in SOW A.

See attached document: S06_P09_AMENDED SOW(A).

See attached document: S06_P09_AMENDED SOW(B).