

United States Government

Department of Energy

Albuquerque Operations Office

memorandum

DATE: **MAR 6 1997**REPLY TO
ATTN OF: **STTD:REH**SUBJECT: **Guidelines for Development of Umbrella Funds-In Agreements**TO: **Warren D. Siemens, Director, Technology Partnerships & Commercialization, SNL;
Charryl Berger, Acting Director, Industrial Partnership Office, LANL;
David A. Gurule, Area Manager, KCAO;
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This is to provide additional guidance on Umbrella Statements of Work (SOW) and Determinations and Certification (D&C) for Funds-In Agreements (FIA) with non-federal sponsors. This procedure may be used when a contractor has materials or services that may be desired by numerous sponsors, to reduce the duplication of proposal documentation. The purposes of this memorandum are to:

1. Change the term "Umbrella SOW" to "Umbrella Technical Description of Work (UTDW)", to define the "work elements" envisioned for the Umbrella, under which a specific SOW will be developed for each individual sponsor.
2. Change the procedure whereby the Contractor attests that the provision of services or materials under the UTDW will not place DOE or the Contractor in direct competition with the domestic private sector. Previous guidance asked the Contractor, when submitting an individual FIA for DOE execution, to state that the Umbrella D&C applies 100% to the proposed work effort with no changes. We now also require the Contractor to specifically state that the non-competition justification remains valid for each agreement.
3. Provide guidance on developing UTDWs and Umbrella D&Cs in accordance with DOE Order 481.1.

General Guidelines:

In order for a UTDW to be approved by DOE, there must be sufficient documentation to establish that all agreements falling within its scope will meet the requirements of DOE Order 481.1 as addressed in the D&C. The work element descriptions in the UTDW must be specific enough to allow for a NEPA determination, an ES&H assessment, and verification of compliance with all aspects of the D&C. To identify the level of detail necessary for approval of the UTDW, the Contractor should consider a matrix of capabilities consisting of both the type of repeatable

work that may be performed (e.g. design, fabrication, testing) and the technology areas in which the organization has expertise (e.g., lithium ion batteries, multi-junction GaAs photo-voltaic cells, scanning electron microscopy). A possible matrix for a Photovoltaic Technology UTDW is shown below. Each element of this matrix included in the UTDW must be evaluated for compliance with the non-competition requirement of DOE Order 481.1.

	Analysis	Design	Fabrication	Test
Amorphous Silicon	Work Element #1	Work Element #5	Work Element #9	Work Element #13
Single Crystal Silicon	Work Element #2	Work Element #6	Work Element #10	Work Element #14
Multi-Junction Gallium Arsenide	Work Element #3	Work Element #7	Work Element #11	Work Element #15
Cadmium Telluride	Work Element #4	Work Element #8	Work Element #12	Work Element #16

 Unique Work Element

Prior to execution of a specific FIA, the Contractor must certify that:

1. The SOW is 100% consistent with the UTDW.
2. The Umbrella D&C applies 100%.
3. The four determinations approved by DOE are still valid with respect to activities included in the specific SOW.

The four determinations include consistency with mission, no adverse impact on assigned programs, no detrimental future burden, and non-competition with the domestic private sector. The validity of these determinations may change depending on the quantity of deliverables required and changes in private sector capabilities. These certifications must be maintained in the Contractor's official file for the FIA.

Appropriate Work Elements for the Umbrella Technical Description of Work:

The specific work elements listed in the UTDW must meet the following requirements:

1. Work elements should consist of activities for which there is existing demand or a realistic expectation of significant future demand.
2. Recognizing that frequently requested work will be similar, but not identical, work elements may be general enough to allow numerous closely related activities to fall within the description. Only SOWs that are consistent with the UTDW are allowed under the Umbrella.
3. Work elements must be specific enough that a NEPA determination can be made and an ES&H assessment can be conducted. There should be no risk of unforeseen hazards associated with activities permitted by vaguely worded work element descriptions.

4. Work elements must be identified at such a level that the uniqueness justification applies to all possible activities which may be performed under that element. In other words, the work element or work to be performed under a specific agreement must utilize the unique capabilities described in the justification.
5. Work elements must be specific enough that costs could be estimated if quantities were known.

A. Consistency with Mission:

Each work element in the UTDW must be consistent with or complementary to the missions of DOE and the Contractor. The justification must explain the relationship between the proposed work and these missions.

B. No Adverse Impact on DOE Funded Programs

Although quantities of services or materials are not known when the Umbrella is developed, the Contractor should be able to predict any anticipated adverse impacts on the execution of assigned programs of the facility.

C. Non-Competition with the Private Sector:

Work-for-others may be performed when the proposed work will not place the facility in direct competition with the domestic private sector. Each work element in the UTDW must consist of unique capabilities that are not available in the domestic private sector, and each SOW of an individual agreement, to be executed under the Umbrella, must meet this unique capability requirement. In other words, the unique work elements identified in the example matrix on the previous page, could be included in the Umbrella UTDW.

As is the case for the other three determinations, the Contractor must certify that the non-competition justification approved by DOE is still valid with respect to each specific FIA executed under the Umbrella, because the private sector may have obtained the capability after the approval date of the Umbrella FIA.

D. No Future Burden on DOE:

As noted in Item B above, the Contractor should be able to predict a detrimental future burden on DOE resources.

Conclusion:

Adherence to these guidelines will insure that UTDWs and Umbrella D&Cs help to streamline the approval process for FIAs without compromising the work-for-others program. It is left to the Contractor to identify work areas for which the Umbrella FIA process would produce savings in terms of shorter processing time or fewer work-hours charged to FIA proposal development. Following implementation, the Contractor shall determine to what extent the process is streamlined when Umbrella FIAs are used. In addition, the Contractor is to annually review the Umbrella UTDW and D&C to ensure that they are still valid.



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