



GSA Office of Governmentwide Policy

4/28/2023

Class Deviation CD-2023-07

MEMORANDUM FOR FAS PSHC CONTRACTING ACTIVITIES

FROM:

JEFFREY A. KOSES
SENIOR PROCUREMENT EXECUTIVE
OFFICE OF ACQUISITION POLICY (MV)

DocuSigned by:

Jeffrey A. Koses

21BD80B9F8AC4A0

SUBJECT: General Services Administration Regulation (GSAR)
Class Deviation - Cancellation Criteria for OASIS+ Indefinite
Delivery, Indefinite Quantity Multiple-Award Contracts (Non-
Schedules)

1. Purpose. This memorandum approves a class deviation pursuant to the General Services Administration Acquisition Manual (GSAM) to establish cancellation criteria for the One Acquisition Solution for Integrated Services Plus (OASIS+) multiple-award indefinite delivery, indefinite quantity (IDIQ) contracts.
2. Background. As requirements for oversight and various public policy objectives continue to evolve in the acquisition landscape, there is a growing need to ensure that contracts are compliant with Federal standards, policies, and reporting requirements. In order to implement procurement objectives such as Made in America¹, and protect against risks such as cybersecurity threats², GSA must have flexibility to manage its contracts accordingly, including cancelling all or part of a contract if warranted.

GSA has an even greater responsibility for ensuring effective management of its procurements when administering multiple-award IDIQ contracts that are used across Government, such as the Federal Supply Schedule (FSS) contracts, providing millions of commercial products and services. OASIS+ is a multiple-award family of six IDIQ contract vehicles that will provide for a variety of complex, non-IT professional and non-professional services and will also be utilized across Government.

¹ Executive Order 14005, 86 FR 7475

² Executive Order 14028, 86 FR 26633

GSA already has a cancellation clause for the Federal Supply Schedule (FSS) Program, at GSAR 552.238-79. This class deviation applies to OASIS+ and establishes a new clause at GSAR 552.242-99 Cancellation (Non-Schedules). Since the period of performance for OASIS+ is greater than five years, inclusive of a base period of five years with one five year option period, there is a need to have the flexibility offered by a cancellation clause that will allow the Government or the Contractor to cancel a contractual relationship.

3. Applicability. This class deviation is limited to OASIS+ contracts.
4. Authority. This class deviation is issued under the authority of GSAM 501.404.
5. Deviation. See Attachment A for the Line-In/Line-Out GSAR text as amended by this class deviation.
6. Effective Date. This class deviation is effective immediately and remains in effect for the 10 year duration of the OASIS+ contract vehicle unless rescinded, amended, or incorporated into the GSAM.
7. Point of Contact. Any questions regarding this class deviation may be directed to GSARPolicy@gsa.gov.

Attachments

Attachment A – GSAR Deviation Line-In/Line-Out Text

ATTACHMENT A GSAR DEVIATION LINE-IN/LINE-OUT TEXT

FOR CLASS DEVIATION CD-2023-07

GSAM Baseline: Change 164 effective 03/08/2023

- Additions to baseline made by rule are indicated by **[bold text in brackets]**
- Deletions to baseline made by rule are indicated by ~~strikethroughs~~
- Five asterisks (* * * * *) indicate that there are no revisions between the preceding and following sections
- Three asterisks (* * *) indicate that there are no revisions between the material shown within a subsection
- Regulatory GSAR language is indicated by **shaded text**
- Non-regulatory GSAM language is indicated by unshaded text

Part 542 - Contract Administration and Audit Services

* * * * *

[Subpart 542.71 Cancellation of Non-Schedule IDIQ Contracts]

[542.7101 General

(a) This subpart prescribes cancellation policy for non-Schedule One Acquisition Solution for Integrated Services Plus (OASIS Plus) multiple-award indefinite delivery, indefinite quantity (IDIQ) contracts. This subpart does not apply to Federal Supply Schedule contracts, which use the clause at 552.238-79, Cancellation.

(b) GSA or the contractor may unilaterally cancel in whole or in part an OASIS Plus non-Schedule IDIQ contract, in accordance with the provisions of the Cancellation clause, if the contract includes the clause at 552.542-99, Cancellation (Non-Schedules).

[542.7102 Clauses

The contracting officer may insert the clause at 552.242-99, Cancellation (Non-Schedules), in the solicitation and contract when an OASIS Plus multiple-award indefinite delivery, indefinite quantity contract is contemplated.]

* * * * *

Part 552 - Solicitation Provisions and Contract Clauses

* * * * *

[552.242-99 Cancellation (Non-Schedules).

As prescribed in 542.7102, insert the following clause:

Cancellation (Non-Schedules) (APR 2023)

(a) Either party may cancel this contract in whole or in part by providing written notice. The cancellation will take effect 30 calendar days after the other party receives the notice of cancellation.

(b) Cancellations under this clause will be at no cost to the Government or the Contractor, with the exception of the payment of the minimum guarantee, see paragraph (c).

(c) *Minimum guarantee.*

(i) If the Contractor elects to cancel this contract in whole, the Government will not pay the minimum guarantee.

(ii) If the Government elects to cancel this contract in whole, the minimum guarantee payment is due only if the Contractor has not received task order awards in excess of the minimum guarantee.

(d) If the contract is canceled in whole, the contractor is no longer eligible to receive new orders. However, the contractor shall complete existing orders, and any priced order options that may be exercised.

(End of Clause)]

* * * * *