

OAK RIDGE NATIONAL LABORATORY

MANAGED BY UT-BATTELLE FOR THE DEPARTMENT OF ENERGY

OLCF-6 RFP WS963667983 Cover Letter

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July 19, 2024

Attention: All Interested Offerors

Subject: OLCF-6 Request for Proposal (RFP) Number WS963667983
Proposal Due: **August 30, 2024, at 5:00 pm Eastern Time**

OVERVIEW

Oak Ridge National Laboratory, managed and operated by UT-Battelle, LLC (hereinafter referred to as the Company), is acquiring non-recurring engineering (NRE) and a High-Performance Computing (HPC) system.

In accordance with this Request for Proposal (RFP) and the attached documents, the Company seeks proposals that are to result in an OLCF-6 machine build award and an associated OLCF-6 NRE award. (Throughout the RFP, the award for the system will be described as the build award, machine build award, system award, and OLCF-6 Build subcontract. These terms are interchangeable.). The resulting award(s) are expected to be Firm Fixed Price agreements. The attachments to this RFP are listed below:

- Attachment A – ORNL Terms and Conditions, Commercial Item (Aug. 29, 2023)
- Attachment B – ORNL Prime Supplemental Flowdowns
- Attachment C – OLCF-6 Technical Requirements Document (TRD)
- Attachment D – Representations and Certifications - Abbreviated (May 18, 2023)
- Attachment E – Proposal Evaluation and Proposal Preparation Instructions (PEPPI)
- Attachment F – OLCF-6 Draft Lease Agreement (Jun. 24, 2024)¹
- Attachment G – OLCF-6 Price Schedule (Jun. 24, 2024)
- Attachment H – ORNL Exhibit 9 Technical Data (June 2011)
- Attachment I – OLCF-6 Draft Non-Recurring Engineering Subcontract (Jul. 19, 2024)
- Attachment J – ORNL Exhibit 17 Rights to Proposal Data (Technical) (Oct 1991)
- Attachment K – RESERVED
- Attachment L – OLCF-6 Build Technical Proposal (Volume 1) Template

¹ Attachment F is for informational purposes only. This draft is provided for informational purposes for traditional system integrators proposing a lease-to-own system.

A complete proposal should include Attachments D, G, and L completed by the Offeror. The PEPPi contains additional instructions for other items to include in the proposal(s) being submitted.

The OLCF-6 system is currently expected to be delivered in late 2027 to early 2028 and accepted in late 2028. The delivery and acceptance timing provided represents the current outlook and alignment of programmatic requirements and funding.

NRE

NRE may be a risk mitigation or an enhancement to the base system's capabilities. In the first case, NRE is envisioned to reduce the risk of deploying future technologies that will support the systems on the schedule required by the Company. In the second case, the NRE is not required for a successful system to be deployed and operated, but it is intended to provide additional capabilities that will improve system productivity, reduce operating expenses, etc. The NRE proposal should, at a minimum, include a Center of Excellence (COE).

REQUEST

UT-Battelle requests proposals for OLCF-6 NRE and OLCF-6 machine build in accordance with this RFP and the enclosed subcontract documents. Proposals must be valid for at least one (1) year after the proposal due date.

Acceptance of late proposals will be at the sole discretion of UT-Battelle. The Company reserves the right to (1) make selections on the basis of initial proposals; (2) negotiate with any or all Offerors for any reason; (3) award subcontracts based on all or part of an Offeror's proposal, including any options contained in the proposal; (4) reject any or all proposals and make no award; (5) waive any minor irregularities in any proposal; (6) cancel this RFP.

Proposal preparation costs will not be reimbursed.

The UT-Battelle Procurement Officer is Justin Keck who may be reached by telephone at (865) 241-6445 or by e-mail at OLCF6-RFP@ornl.gov.

This RFP letter and all associated documents are at the following URL: <https://www.olcf.ornl.gov/olcf-6-rfp/>. Interested Offerors are requested to provide a contact name, phone number, and email address to Mr. Keck, via email no later than **July 31, 2024**. Offerors are responsible for monitoring the website for all amendments, questions and answers, and updated information related to this procurement.

FUNDING AND PROPOSED FINANCING

Funding is not presently available. The Company anticipates funding from DOE SC to become available in a manner that will allow the selected Offeror to perform continuously until completion.

The anticipated budget for the OLCF-6 system, including any associated NRE, is \$500M for traditional lease-to-own systems. The PEPPi has additional instructions for pricing cloud proposals. The budget for NRE is expected to be no more than \$45M. However, the actual NRE or system award amount may be more or less than the anticipated budget, depending on the Company's perceived value of the proposal(s), resulting negotiations, and annual appropriated funding from Congress.

The Awardee will not be obligated to perform, and the Company will not have any obligation to pay for, work done under the resulting contract until and unless the Company issues direction to perform work.

If the Awardee is a traditional system integrator, the Company intends to pay for its machine by using Awardee-provided financing or exercising an option to use third-party Lease-To-Own (LTO) financing as provided in the Sample Lease Agreement that is included as part of this RFP. The Company expects cloud proposals to include financing in their service price.

RFP STRUCTURE AND TERMS AND CONDITIONS

The RFP includes the documents shown in the table at the end of this letter.

All documents should be read to be consistent and in a manner to give meaning to all terms and conditions included in the documents. If the Offeror believes there is an inconsistency in any terms and conditions, Offeror must bring the issue to the attention of the UT-Battelle Procurement Officer prior to submitting a proposal.

NAICS CODES AND SMALL BUSINESS SIZE STANDARD

NRE Award

The North American Industry Classification System (NAICS) Code for the NRE awards is 541715, Research and Development in the Physical, Engineering, and Life Sciences (except Nanotechnology and Biotechnology). The corresponding small business size standard for this acquisition is 1,000 or fewer employees.

The Offeror must base its Small Business Program Representations in the attached NRE Representations and Certifications form on this small business size standard. Refer to Subpart 19.1 - Size Standards of the Federal Acquisition Regulation (FAR) for information on calculating annual average gross revenue.

Machine Build Award

The NAICS Code for this acquisition is 334111, Electronic Computer Manufacturing. The corresponding small business size standard for the machine build awards is 1,250 or fewer employees.

The Offeror must base its Small Business Program Representations in the attached machine build Representations and Certifications form on this small business size standard. Refer to Subpart 19.1 - Size Standards of the Federal Acquisition Regulation (FAR) for information on calculating number of employees.

INTELLECTUAL PROPERTY

The DOE has granted a class advance waiver on intellectual property for OLCF-6 NRE. In general, the waiver will allow an awardee that is a large business, and any first-tier subcontractor of that awardee, to assert copyright to its works of authorship and to elect title to its subject inventions without prior approval from the Government.

Price sharing is a condition of the class advance waiver for a large business awardee. A large business must fund at least 40% of the total price of performance under its NRE subcontract to have the class advance waiver language included in any resulting award. For reference, the draft NRE contract (Attachment I) includes a copy of the advance waiver as an attachment as it would appear if a large business awardee price-shares at least 40%. Offerors that are large businesses must make a specific assertion accepting the 40% share (or offering to share more than 40%) to obtain the terms of the class advance waiver. Offerors that are large businesses that do not accept the 40% share and are selected for award will be subject to the FAR and DOE Acquisition Regulations intellectual property clauses in the terms and conditions incorporated in the Sample Subcontracts.

A large business Offeror seeking a class advance waiver who proposes a price share percentage below 40% or otherwise different terms than those stated will be required to negotiate directly with DOE. Due to schedule constraints and the potential delay those negotiations may take, and the resulting impact to the OLCF-6 award schedule, Company may view the Offeror's proposal less favorably than a proposal from an Offeror who accepts the price sharing as proposed.

All contributions, including cash and third-party in-kind contributions, shall be accepted as part of the Offeror's price sharing when such contributions meet all of the following criteria.

1. Are verifiable from the recipient's records
2. Are not included as contributions for any other federally-assisted project or program.
3. Are necessary and reasonable for proper and efficient accomplishment of project or program objectives.
4. Are allowable under the applicable cost principles in Federal Acquisition Regulation (FAR) Subpart 31.2, as supplemented by DOE Acquisition Regulation (DEAR) Subpart 931.2.
5. Are not paid by the Federal Government under another award, except where authorized by Federal statute to be used for price sharing.
6. Are provided for in the approved budget when required by the Company.

Offerors that are small businesses or nonprofit entities should note that the class advance waiver provisions for patents will not be included in a subcontract. By statute, a small business may elect title to its subject invention without prior approval from the Government.

Foreign-owned or controlled Offerors and proposed foreign-owned or controlled subcontractors to an Offeror at any tier are not eligible to receive the class advance waiver provisions. These entities will be subject to the existing FAR and DEAR intellectual property clauses in the terms and conditions incorporated in the Sample Subcontracts.

PROPRIETARY INFORMATION

The Company and DOE will treat all properly marked commercial, financial, or technical information submitted in response to this RFP as proprietary information. Proper marking requires that each page containing proprietary commercial, financial, or technical information be marked "Proprietary" or its equivalent. The Company and DOE assume no liability for disclosure or use of unmarked data and may use or disclose unmarked data for any purpose. Unless restricted, information submitted in response to this RFP and subsequently used for procurement purposes may become subject to public disclosure pursuant to the provisions of the Freedom of Information Act.

The Company will make its best effort to (1) maintain such proprietary information in confidence, giving it the same degree of care, but no less than a reasonable degree of care, as the Company exercises with its own proprietary information to prevent its unauthorized disclosure; and (2) only disclose such proprietary information to Company employees, agents, consultants, or subcontractors on a “need-to-know” basis.

The Offerors agree that the Company can disclose proprietary information to personnel at the other computing Laboratories which will assist in the evaluation process. The Laboratories with which these discussions may occur are as listed below:

- Argonne National Laboratory (ANL)
- Lawrence Berkeley National Laboratory (LBNL)
- Lawrence Livermore National Laboratory (LLNL)
- Los Alamos National Laboratory (LANL)
- Sandia National Laboratories (SNL)

In addition to the above, the Offeror agrees that from time to time, consistent with the terms of the Laboratories’ prime contracts with the Government, the Laboratories may release proprietary information to Government personnel who administer the prime contracts at these Laboratories. Government personnel in receipt of proprietary information are subject to confidentiality requirements pursuant to 18 U.S.C. §1905.

EXPORT CONTROL INFORMATION

The first page of any document with export-controlled information must include all Export Control Classification Numbers (ECCN) included in the document. The notice on the first page should appear in bold, red font to allow the Company to easily identify the ECCNs. The Company will ensure that reviewers meet the requirements of the ECCNs.

COMPANY PROFILE

Offeror shall provide a Company Profile to include business classification (e.g. Large, Small, Disadvantaged, etc.).

SIGNING AUTHORITY

The Offeror must include the signature of the official authorized to contractually commit the Offeror; the names, positions, email address, and phone numbers of persons authorized to negotiate this proposal or persons to be contacted for clarification or questions.

OFFEROR QUESTIONS

Questions should be submitted in writing to the UT-Battelle Procurement Officer on or before **August 9, 2024**. UT-Battelle will respond to questions no later than **August 16, 2024**. Questions must be submitted via email to OLCF6-RFP@ornl.gov. Answers to questions that are germane to the interpretation of OLCF-6 requirements will be posted to the OLCF-6 RFP web site for viewing by all potential Offerors. Answers to questions that are specific to the interpretation of OLCF-6 requirements and are based on an Offeror’s competitive bid strategy or proprietary information will only be provided

to the Offeror who submitted the question(s). In all cases, UT-Battelle will determine what questions and answers (Q&A) will be posted to the OLCF-6 RFP web site and what Q&A will be provided only to the Offeror who submitted the question(s).

SUBMITTING PROPOSALS

Offerors MUST submit proposals to UT-Battelle's Procurement Officer at keckjc@ornl.gov. Do not send proposals to OLCF6-RFP@ornl.gov. Offerors may submit multiple proposals with different technologies.

Submission of a proposal(s) indicates the Offeror's willingness to accept the terms and conditions of the RFP, including all attachments, unless specific exceptions are made. These terms and conditions have been approved by the DOE. Failure to accept the terms and conditions may result in significant, unacceptable delays in award of the subcontracts, which could cause the Company to reject an Offeror's proposal. The PEPPi contains additional instructions for submitting proposal(s).

Proposals are due to UT-Battelle's Procurement Officer on **August 30, 2024, no later than 5:00pm ET**. Facsimile proposals are not acceptable.

Proposals may be withdrawn by written notice received prior to award.

If you have any questions, please contact:

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