American Bar Association  
Section of Public Contract Law  

Introduction to Government Contracts Course  
September 17-18, 2018

Program Overview:

Government contracts is a unique field of law with many niche areas of practice. As a result, government contracts can be complicated for new and seasoned attorneys alike. This course is perfect for attorneys with limited experience (0 to 5 years) and seasoned attorneys looking for a refresher course. Subject Matter Experts from private practice and the government will cover the nuts and bolts of major government contracts concepts.

Course participants will leave with an understanding of the:

- Federal Acquisition Regulation (FAR) system
- Solicitation Process
- Agency Acquisition Planning
- Source Selection
- Subcontractor Issues
- Protest Processes at GAO and COFC
- Performance Issues and Terminations
- Contract Disputes

Course materials will include a course summary, session power point presentation handouts, and the *Government Contract Law Deskbook (4th edition)*, a comprehensive, 640-page, step-by-step guide through all aspects of federal government contracting.

This is a must attend event for attorneys who are new to the government's contracts practice and a great refresher course for seasoned attorneys. Register today and build a solid foundation in the wonderful but complicated government contracts field of law.

**Program Co-Chairs**

Michelle Coleman, Associate, Crowell & Moring, Washington, DC  
Ashley Amen, Associate, Smith Pachter McWhorter PCL, Tysons, VA  
George Petel, Associate, Wiley Rein LLP, Washington, DC

**Host Law Firm**

The course will be held at K&L Gates LLP, located at 1601 K Street, Washington, DC 20006. The ABA Section of Public Contract Law gratefully acknowledges K&L Gates LLP for their support and generosity in providing their conference facilities for this course.
Faculty Members

Susan Amiot  
Senior Counsel, Defense Systems  
Northrop Grumman  
Washington, DC

Carlen Capenos  
Chief Acquisition Resources Branch  
Defense Information Systems Agency  
Washington, DC

Richard Castigilia  
General Counsel – Global Defense  
Cubic Corporation  
Herndon, VA

Richard Clifford  
Deputy General Counsel for Acquisition  
U.S. Air Force  
Washington, DC

Justin Ganderson  
Special Counsel  
Covington & Burling, LLP  
Washington, DC

Tracy Howard  
Partner  
Wiley Rein LLP  
Washington, DC

Hon. Elaine D. Kaplan  
Judge  
U.S. Court of Federal Claims  
Washington, DC

Hon. Christopher M. McNulty  
Administrative Judge  
Armed Services Board of Contract Appeals  
Falls Church, VA

Ronald Poussard  
Owner  
Applied Federal Contract Associates LLC  
Burke, VA

Ken Reiss  
Corporate Director & Assistant General Counsel  
Northrup Grumman Corporation  
Falls Church, VA

Kara Sacilotto  
Partner  
Wiley Rein LLP  
Washington, DC

John C. Sawyer  
Office of the Legal Advisor  
Department of State  
Arlington, VA

George Sullivan  
Manager, Contracts and Compliance  
Energy Systems Group  
Eagan, MN

Gerald L. Trepkowski  
The Johns Hopkins University  
Applied Physics Laboratory  
Office of Counsel  
Laurel, MD
Introduction to Government Contracts  
September 17-18, 2018

Course Schedule

Monday, September 17, 2018

8:00 am - 8:30 am  
Registration & Coffee

8:30 am - 8:45 am  
Welcome and Introduction

8:45 am – 10:15 am  
Introduction to Government Contracts  
Government contracts is a unique field of law and differs from the Uniform Commercial Code (UCC). For example, the Federal Acquisition Regulation (FAR) is a guide for contracting officers to procure goods and services for the government. Therefore, it is imperative that government contract attorneys have a basic understanding of the FAR. This session will provide a brief overview of how government contracts differ from UCC contracts, the FAR system, acquisition authority, researching government contract law and ethics issues.

Instructors:  
George Sullivan, Manager, Contracts and Compliance, Energy Systems Group, Eagan, MN  
Kara Sacilotto, Partner, Wiley Rein LLP, Washington, DC

10:15 am – 10:45 am  
Networking Break

10:45 am – 12:15 pm  
The Solicitation Process  
This session will describe the purpose and policies underlying acquisition planning and market research. This session will cover:

- Agency planning  
- Risk allocation (type of contract)  
- Draft RFPs, RFIs, RFQs and RFPs  
- IDIQs, task orders and MATOCS  
- FSS Schedule contract  
- Commercial items  
- Set aside contracts
Instructors:
Carlen Capenos, Chief, Acquisition Resources Branch (PL61), Defense Information Systems Agency, Washington, DC
Gerald L. Trepkowski, The Johns Hopkins University Applied Physics Laboratory Office of Counsel, Laurel, MD

12:15 pm – 1:15 pm
Lunch
The lunch break will include a box lunch (included in the course registration) and will enable attendees to network with each other. Please indicate any dietary restrictions on the online course registration form.

1:30 pm – 3:30 pm
Protest Processes at GAO and COFC
What can contractors do when there are issues with the acquisition plan or the source selection process? An aggrieved contractor can file a bid protest. This session will provide participants with an understanding of the protest process at the GAO and protests from the offerors point of view. During this panel, participants will gain an understanding of the bid protest process, how offerors make the decision to file a protest, and how offerors attack the Government’s source selection decision.

- Common source selection mistakes
- How contractors make the decision to file a protest
- How contractors attack a source selection

Moderator:
Richard Clifford, Air Force General Counsel for Acquisition, Washington, DC

Panelists:
Paul Khoury, Partner, Wiley Rein LLP, Washington, DC
Ken Reiss, Corporate Director and Assistant General Counsel, Northrop Grumman Corporation, Washington, DC

Closing Remarks
3:30 pm – 3:45 pm

Reception
3:45 pm – 5:00 pm
Tuesday, September 18, 2018

8:00 am – 8:15 am
Introduction and Course Announcements

8:15 am – 9:45 am
Source Selection
The Federal Government’s source selection process is designed to be fair and transparent and provide the best value to the taxpayer. This session leads participants through a typical source selection to demonstrate an application of source selection rules and principles, and to highlight challenges that may form the basis for bid protest litigation. This session will cover:

- Part 12 (BPA)
- Part 13 (Simplified Acquisition)
- Part 14 (Sealed Bid)
- Part 15 (Negotiated)
- Part 38 (FSS)
- Composition of government source selection
- Discussions vs. clarifications
- Dealing with ENs
- Final proposal submission
- How to write a responsive proposal
- Evaluation factors

Instructors:
Gerald L. Trepkowski, The Johns Hopkins University Applied Physics Laboratory Office of Counsel, Laurel, MD
Ronald Poussard, Owner, Applied Federal Contract Associates, LLC, Burke, VA

9:45 am – 10:00 am
Networking Break

10:00 am – 11:30 am
Performance Issues and Terminations
This block addresses formal contract changes, constructive changes, and terminations. It also covers other remedy-granting clauses, delays and breaches of contract. The contractor’s remedy for most of these actions is to request an equitable adjustment in the contract price and schedule. The block will cover:

- FAR Changes clauses
- Constructive changes
- Differing site condition
- Defective specifications
- Interference and failure to cooperate
- Termination for convenience
- Termination for default
- Terminations in Part 12
- Grounds for termination
- Notice and cure
- Addressing performance issues
Instructors:
John C. Sawyer, United States State Department, Office of Business Overseas, Arlington, VA Justin Ganderson, Special Counsel, Covington & Burling LLP, Washington, DC

11:30 am – 12:30 pm
Networking Break/Lunch

12:30 pm – 1:30 pm
Subcontracting Issues Panel
Often, contractors pursuing a prime contract will form a team with other companies to maximize their chances of success. Such teaming arrangements may take the form of a Teaming Agreement that leads to a prime-subcontractor relationship, or a joint venture agreement. This panel will address FAR Subpart 9.6, which governs contractor team arrangements, as well as important considerations for contractors when deciding whether and how to team. This panel will also provide advice for negotiating teaming agreements and subcontracts, and a mock negotiation of key terms in each.

Instructors:
Susan Amiot, Senior Counsel, Defense Systems, Northrop Grumman Innovation Systems, Falls Church, VA
Rick Castiglia, General Counsel, Cubic’s Global Defense Group, Herndon, VA
Tracye Howard, Partner, Wiley Rein, LLP, Washington, DC

1:30 pm – 2:00 pm
Networking Break

2:00 pm – 3:30 pm
Contract Disputes
Parties that are unable to resolve performance issues have recourse through the disputes process. This session led by two esteemed judges will guide participants through the disputes process and litigation before the Boards and Courts. This session will cover:
- Requests for Equitable Adjustment and Claims
- The Contracting Officer’s Final Decision (“COFD”) and appeal rights
- Litigation tips

Instructors:
Honorable Elaine D. Kaplan, U.S. Court of Federal Claims, Washington, DC
Honorable Christopher McNulty, Armed Services Board of Contract Appeals, Washington, DC

3:30 pm – 3:45 pm
Closing
Introduction to Government Contracts  
September 17-18, 2018  
Washington, DC

Course Registration Information

REGISTER ONLINE:  www.ambar.org/pubcongovtcon18  
(Credit card payments accepted online only)

All attendees must be preregistered for this course to participate.

Registration Fees  - (Limited slots available)

General Attendee (Non-ABA Member)  
$350

ABA Members, Public Contract Law Section Non-Member*  
$275

ABA Public Contract Law Section Member  
$200

*Section Membership - $45 ABA Lawyer Member/ABA Associate Member
If you are currently an ABA member, consider enrolling in the Section of Public Contract Law for $45 to secure the Section member rate for this course and additional Section member benefits and discounts.

Course Location
The course will be held at K&L Gates LLP, 1601 K Street NW, Washington, DC 20006. The ABA Section of Public Contract Law gratefully acknowledges K&L Gates LLP for their support and generosity in providing their conference facilities for this course

Registration Information
The registration fee (Monday and Tuesday) includes admission to the course, coffee breaks, two box lunches, the Government Contract Law Deskbook (4th edition) and electronic course materials. Payment must accompany registration. Confirmations will be sent to all registrants.

Register online through the Section website  www.ambar.org/pubcongovtcon18  (credit card only).

Tuition Assistance
A limited number of registration fee reductions are available for this program upon application for government employees and public interest lawyers employed with nonprofit organizations. The fee-reductions will be determined on a one-time only, case-by-case basis. Requests must be received by September 3, 2018. To apply, send a letter outlining the basis for your request of a fee reduction to Patty Brennan at patty.brennan@americanbar.org.
**CLE Credit**
The ABA directly applies for and ordinarily receives CLE credit for ABA programs in AK, AL, AR, AZ, CA, CO, CT, DE, GA, GU, HI, IA, IL, IN, KS, KY, LA, ME, MN, MS, MO, MP, MT, NH, NJ, NM, NV, NY, NC, ND, OH, OK, OR, PA, SC, TN, TX, UT, VT, VA, VI, WA, WI, and WV. These states sometimes do not approve a program for credit before the program occurs.

This transitional program is approved for both newly admitted and experienced attorneys in NY. Attorneys may be eligible to receive CLE credit through reciprocity or attorney self-submission in other states. For more information about CLE accreditation in your state, contact Patty Brennan at patty.brennan@americanbar.org or 312.988.5623.

**Course Materials**
Prior to the program, all advance registrants will receive an email with a link to the individual course session materials. The *Government Contract Law Deskbook (4th edition)* will be distributed on-site. You are encouraged to bring a laptop, notebook or tablet to view the materials onsite. Complimentary Wi-Fi access will be available.

**Cancellation Policy**
Requests for refunds must be made in writing and received in the Section of Public Contract Law office on or before September 10, 2018. A $50 administrative fee will be applied. No refunds will be made after September 10, 2018.

A registration submitted online or by mail to the ABA office is considered a firm commitment. If you do not cancel by the designated deadline date for refund, you will be expected to pay the registration fee even if circumstances prevent you from attending the program.

**Substitutions**
Written requests for substitutions will be permitted prior to the conference for requests received by the conference registration cut-off date. After this date, substitutions will need to be made on-site. There is no additional cost for substitutions. Substitutions are not permitted once a registrant has registered on-site or after the conference has occurred. Please submit a request on firm/agency letterhead to transfer the registration to another person. Only the substitute will be eligible for CLE credit. The substitute and original registrant must work out the payment between themselves.

**Dietary Restrictions**
If you have any dietary restrictions for the box lunch offering, please indicate so by contacting Marsha Henriksen at 312.988.5699 or Marsha.Henriksen@americanbar.org

**Services For Persons With Disabilities**
If any special arrangements are required for a person with a disability to attend this conference, please call Marsha Henriksen at 312.988.5699 or Marsha.Henriksen@americanbar.org by September 7, 2018.

**Dress Code**
Business and business casual attire are appropriate for the course.
Metro Stop & Parking
K&L Gates, LLP is located near the Farragut North (K Street exit) metro stop. Parking lots are located at: 1667 K Street NW and 1620 I Street NW.

Lodging
Registration for the course does not include hotel accommodations. Should you require lodging, the following hotels are in close proximity to the course location – K&L Gates LLP, 1601 K Street NW, Washington, DC 20006.

<table>
<thead>
<tr>
<th>Hotel</th>
<th>Address</th>
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<tbody>
<tr>
<td>Hyatt Place Washington DC/White House</td>
<td>1522 K St NW, Washington, D.C. 20005</td>
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<tr>
<td>The St. Regis</td>
<td>The St. Regis</td>
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<tr>
<td>923 16TH Street NW</td>
<td>923 16TH Street NW</td>
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<tr>
<td>Washington, D.C. 20006</td>
<td>Washington, D.C. 20006</td>
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<tr>
<td>Capital Hilton Hotel</td>
<td>Club Quarters Hotel</td>
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<tr>
<td>1001 16TH Street, NW</td>
<td>839 17TH Street NW</td>
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<tr>
<td>Club Quarters Hotel</td>
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