



**DEPARTMENT OF THE NAVY**  
COMMERCIAL ACQUISITION DEPARTMENT, BUILDING 11  
NAVAL UNDERSEA WARFARE CENTER DIVISION, NEWPORT  
CODE 11911, SIMONPIETRI DRIVE  
NEWPORT RI 02841-1708

IN REPLY REFER TO:  
J & A #: N66604 12300.0  
Control #: 092344  
PR #: N66604-9048-1042

**JUSTIFICATION AND APPROVAL**  
**FOR USE OF OTHER THAN FULL AND OPEN COMPETITION**

**JUSTIFICATION**

1. Contracting Activity

The Naval Sea Systems Command, Naval Undersea Warfare Center Division, Newport, RI, Commercial Acquisition, [REDACTED]

2. Description of Action Being Approved

Authority is requested to solicit, negotiate, and award a five year Indefinite Delivery, Indefinite Quantity contract with cost plus fixed fee provisions on a sole source basis to Woods Hole Oceanographic Institution (WHOI) of Woods Hole, MA.

3. Description of Supplies/Services

The Government's minimum needs were verified by the certifying technical and requirements personnel and the services required are as follows:

Develop and demonstrate new Remote Environmental Measuring Units (REMUS) Undersea Unmanned Vehicle (UUV) functionality along with providing systems engineering, technical analyses, mechanical, and electrical design, fabrication, installation, test and evaluation for existing and future REMUS UUV programs. As part of this tasking, the contractor shall design, develop, and demonstrate new automatic capture, launch, and recovery capability to allow for safe and reliable launch and recovery of REMUS unmanned vehicles at any depth. The contractor shall perform all design changes, upgrades, and modernizations such that they can be easily adapted to many classes of ships or submarines with minimal integration requirements

Total estimated contract value by year and funding type:

LABOR FUNDING ESTIMATE	Year 1	Year 2	Year 3	Year 4	Year 5	
RDTE	\$940,700	\$940,700	700,299	\$452,929	\$452,194	
<b>TOTAL LABOR FUNDING ESTIMATE</b>	<b>\$940,700</b>	<b>\$940,700</b>	<b>\$700,299</b>	<b>\$452,929</b>	<b>\$452,194</b>	<b>\$3,486,823</b>
LOE	8,573	8,573	6,328	4,128	4,122	31,776
ODCs						
	Year 1	Year 2	Year 3	Year 4	Year 5	
RDTE	\$400,000	\$325,000	\$150,000	\$62,500	\$62,500	
<b>TOTAL ODCs</b>	<b>\$400,000</b>	<b>\$325,000</b>	<b>\$150,000</b>	<b>\$62,500</b>	<b>\$62,500</b>	<b>\$1,000,000</b>
<b>TOTAL LABOR AND ODC:</b>						<b>\$4,486,823</b>

Period of Performance: From date of award until five years thereafter.

Delivery Requirements: Will be established in the individual delivery orders under this contract.

4. Statutory Authority Permitting Other Than Full and Open Competition

10 U.S.C. 2304 (c) (1): Only One Responsible Source and No other Supplies or Services will Satisfy Agency Requirements.

5. Rationale Justifying Use of Cited Statutory

Woods Hole Oceanographic Institute (WHOI) is the sole designer and developer for the REMUS 100, 600, and 3000 commercial Unmanned Undersea Vehicles (UUV's). In this role, WHOI developed, licensed, and patented the software and hardware that is incorporated into these vehicles. This contract will be used to develop software and hardware modifications to design, develop, and demonstrate new automatic capture, launch, and recovery capability for these REMUS vehicles. These software and hardware modifications will be integrated into existing Government owned REMUS 3000 or 600 model UUVs for testing and evaluation.

There are currently no other known companies that have the editable source code, and hardware design information for this particular series of UUV's. Further, no other existing UUVs can be substituted for use in this contract. The REMUS was configured, evaluated, and tested to perform per the required Government specifications (operational depths, speed, size, weight, etc.). Start up costs for a new vendor would include, but not be limited to, developing an entirely new UUV and control system, and the extensive testing required to insure the system operates as needed. A rough estimate of the costs to develop and test a new UUV that would perform the same function as the modified REMUS 3000 or 600 would be \$8-10M and would take at least three years of lead time. This estimate was established using the Engineer's knowledge of the initial set up costs, and associated time frames required to acquire the equipment, experience, and necessary certifications.

Unacceptable Delays: NUWC's tasking for overall program deliverables is a very short timetable. The sponsor has tasked NUWC with this project and has requested initial deliverables and

REMUS launch and recovery results within 24 months. Without these initial results, future funding is at risk of being lost. The sponsor has stated that NUWC needs to use this contract to quickly study the feasibility of launching and recovering these REMUS UUVs. If the initial results are favorable, more funding is potentially available for additional studies or even a future production contract. As a result of the above, a delay of three years would be unacceptable as we would not meet the sponsors' program goals and it could severely impact the future of this program in meeting future fleet needs. Without the initial program results, the Government may choose to spend the funds on other programs.

Contract background: None. This is a new requirement.

6. Description of Efforts made to Solicit Offers from as Many Offerors as Practicable

The requirement was posted on Federal Business Opportunities (FedBizOpps), via the Navy Electronic Commerce Online (NECO), on April 02, 2009 in accordance with FAR 5.2. As of May 19, 2009, no inquiries were received. However, if there are any challenges to the sole source, they will be brought to the attention of the Competition Advocate prior to contract award.

Due to the proprietary nature of the source code and hardware design for the REMUS UUV, there are presently no other sources with substantial knowledge of the REMUS UUVs. Therefore, it is anticipated, based on the engineer's understanding of the UUV marketplace, that no other company will make an offer to bid on this solicitation as the start-up costs associated with meeting the SOW would be prohibitive.

7. Determination of Fair and Reasonable Costs

The Contracting Officer has determined that the anticipated cost to the Government for the supplies/services covered by the J&A will be fair and reasonable.

8. Actions to Remove Barriers to Competition

For the reasons set fourth in Paragraph 5, NUWCDIVNPT has no plans at this time to compete future contracts for the REMUS services covered by this document. If another potential source emerges, NUWCDIVNPT will assess whether competition for future requirements is feasible.

**III. IDENTITY OF NEGOTIATOR:**

[Redacted]

**IV. APPROVAL SIGNATURES:**

**A. CONTRACTING OFFICER CERTIFICATION REQUIRED BY FAR 6.303-2(a)(12)**

I certify that this justification is accurate and complete to the best of my knowledge and belief.

[Redacted]

**B. TECHNICAL AND REQUIREMENTS CERTIFICATION REQUIRED BY FAR 6.303-2(b)**

I certify that the facts and representations under my cognizance, which are included in this justification and its supporting data, including Acquisition Plan (No. N/A) except as noted herein, are complete and accurate to the best of my knowledge and belief.

**(1) TECHNICAL COGNIZANCE**

[Redacted]

Type or Print Name Title Code Phone

**(2) REQUIREMENTS COGNIZANCE**

[Redacted]

Type or Print Name Title Code Phone

**C. LEGAL SUFFICIENCY REVIEW (NMCAG 5206.303(90))**

I have determined this justification is legally sufficient.

[Redacted]

Type or Print Name Title Code Phone

**D. COMPETITION ADVOCATE REVIEW AND APPROVAL (FAR 6.502 AND 6.304)**

Upon the basis of the above justification, I hereby approve, the solicitation of the proposed procurement(s) using other than full and open competition, pursuant to the authority of 10 U.S.C. 2304(C(\_)).

[Redacted]

6/1/09

Joseph E. Masterson NUWCDIVNPT Competition Advocate

Type or Print Name

Title

[Redacted]

Code

Phone