

Steptoe & Johnson LLP

China Central Place, 29th Floor,
Tower 2
79 Jianguo Road, Chaoyang
District
Beijing, 100025
Tel: +86 10 5834 1000
Fax: +86 10 5969 6099

Avenue Louise 489
3rd Floor
B-1050 Brussels
Belgium
Tel: +32 2 626 0500
Fax: +32 2 626 0510

115 South LaSalle Street
Suite 3100
Chicago, IL 60603
Tel: 312.577.1300
Fax: 312.577.1370

2121 Avenue of the Stars
Suite 2800
Los Angeles, CA 90067
Tel: 310.734.3200
Fax: 310.734.3300

633 West Fifth Street
Suite 700
Los Angeles, CA 90071
Tel: 213.439.9400
Fax: 213.439.9599

1114 Avenue of the Americas
New York, NY 10036
Tel: 212.506.3900
Fax: 212.506.3950

201 E. Washington Street
Suite 1600
Phoenix, AZ 85004
Tel: 602.257.5200
Fax: 602.257.5299

1330 Connecticut Avenue, NW
Washington, DC 20036
Tel: 202.429.3000
Fax: 202.429.3902

Steptoe & Johnson

99 Gresham Street
London, EC2V 7NG
England
Tel: +44 20 7367 8000
Fax: +44 20 7367 8001

Government Contracts

Our Government Contracts team combines Steptoe’s litigation prowess with extraordinary breadth of expertise and experience in government contracting issues. The team is built around a collegial group of partners who have practiced together at the firm for over twenty years. We function in a highly cooperative manner, enabling us to deploy our lawyers quickly and seamlessly to meet the demands of large and urgent matters. We also draw with ease from among the many Steptoe attorneys who are experts in related disciplines, such as international regulation & compliance, white-collar criminal defense, intellectual property, antitrust, and employment, whenever a matter transcends the traditional contours of government contract law.

We maintain a strong commitment to efficiency, including “best athlete” staffing rather than conventional multi-layered hierarchies. We respect the importance of realistic budgets and cost-effective game plans, and we counsel all of our clients on how to solve problems in ways that will avoid or minimize litigation risks, and how to resolve disputes through ADR and other measures costing far less than full-fledged litigation.

Over the course of the past two decades, our government contractor clients have entrusted us with matters involving every area of government contracts law; among the most prominent are **Claims, Protests, Audits/Investigations & False Claims Act Litigation, Ethics & Compliance, Construction Claims & Litigation, GSA Schedules & Commercial Products, Healthcare Procurement, International Procurement, Trade Secret & IP Protection, and Teaming/Subcontracting & Business Combinations, Energy Conservation Contracting, and Battle Space & Contingency Operation Contracting.**

- **Claims.** We have assisted our clients in every aspect of preparing, developing, submitting and negotiating claims and requests for equitable adjustments (REAs). We have helped our clients successfully resolve virtually all of these either without litigation or through settlements reached well before trial. The issues presented in these claims and REAs have included constructive changes, defective estimates, superior knowledge, terminations for convenience and default, CAS compliance, Anti-Deficiency Act violations, and many others. The forums in which we have prosecuted and defended claims these include the Court of Federal Claims, the United States District Courts, and federal and state boards of contract appeals. Additional information about our claims experience is available via the following link: **Steptoe & Johnson Representative Claims Experience**

Government Contracts

- **Protests.** We have represented our clients in protesting and defending agency decisions to award contracts either with or without competitive bidding. The issues presented in these protests have included best value, past performance, organizational conflicts of interest, unfair competitive advantage, cost realism, and many others. We have also counseled our clients on planning for potential protests and taking measures to minimize protest risks. Although protests are less amenable to ADR and other settlement mechanisms than claims, we have resolved a significant number of potential protests either informally at the agency level or through settlements while the protests were pending. We use internal agency protest procedures whenever it is worthwhile to do so, but we have also litigated many protests at the Court of Federal Claims, the Government Accountability Office, and state administrative forums. Additional information about our protest experience is available via the following link: **Steptoe & Johnson Representative Bid Protest Experience**
- **Audits/Investigations & False Claims Act Litigation.** We have represented both corporate and individual clients in DCAA audits and Inspector General and Justice Department investigations and prosecutions of alleged product substitution, labor mischarging, defective pricing, kickbacks, and other criminal and civil violations under the False Claims Act and other laws. As with claims, our goal is always to resolve any issues that can be satisfactorily resolved, preferably before litigation begins, and we have had substantial success in achieving that goal through various means including ADR. We have also successfully represented *qui tam* defendants in federal trial and appellate courts around the country. We often assemble multi-disciplinary combinations of white-collar criminal defense attorneys, civil litigators, and government contracting experts to protect our clients from the manifold risks posed by these matters, including suspension and debarment. Additional information about our Civil False Claims Act and Qui Tam litigation experience is available via the following link: **Steptoe & Johnson Civil False Claims Act & Qui Tam Litigation Experience**

Government Contracts

- **Ethics & Compliance.** After helping defense contractors restore trust in the industry during the late 1980s (by means of the Voluntary Disclosure Program and other measures), our team has continued to provide cutting-edge advice and assistance in the area of ethics and compliance. We help our clients develop, enhance and implement their internal compliance programs, encompassing the full range of statutory and regulatory regimes such as the Truth In Negotiations Act, the FAR Cost Principles, the Cost Accounting Standards, the Procurement Integrity Act, the OGE Standards of Conduct, and the National Industrial Security Program. We have conducted internal reviews of compliance issues identified by “hotline” calls, whistleblowers and other sources. We are very sensitive to the importance of fully understanding the business context in which these issues arise, and our broad experience with aerospace, defense, high technology, healthcare and construction industry clients gives us a large head start in this regard.
- **Construction Claims & Litigation.** We have extensive experience in representing contractors and subcontractors on complex, multi-million dollar construction claims and REAs involving the full range of construction issues, including changes, constructive changes, suspension and delay, differing site conditions, acceleration and constructive acceleration, liquidated damages, terminations, and cost/quantum. Our team typically provides counseling and input at the claim or REA preparation and submission stages to maximize chances for an early resolution without litigation. We also have an excellent track record of resolving difficult cases through the use of a variety of ADR procedures, and, where necessary, we have successfully tried construction claims to judgment in the boards of contract appeals and the federal courts.

Government Contracts

- **GSA Schedules & Commercial Products.** We have advised our clients on a broad spectrum of matters related to GSA Federal Supply Schedule (FSS) and other contracts for commercial products. This has included advice on FSS proposal pricing disclosures (CSPF), most favored customer issues, and price reduction clause compliance. We have also represented our clients in matters relating to FSS contract scope issues, including government investigations and bid protests. We have counseled our clients on the reach of the FAR definitions of commercial items and services and application of the related exemption from the Truth in Negotiations Act. In addition, we have assisted our clients in internal reviews and voluntary disclosures relating to contract compliance issues; responses to government audits and investigations; and suspension/debarment matters in connection with FSS and other commercial item contracts.
- **Healthcare Procurement.** We are one of the most active firms advising clients about federal and state healthcare procurement. We are very familiar with the complex interplay between the regulatory regimes for healthcare providers and government contractors. We have provided a broad range of legal advice to CHAMPUS and TRICARE contractors for over twenty years. We have assisted healthcare providers in responding to Medicare investigations and disallowances. We have represented pharmacy benefit managers in bid protests and other contract-related litigation. We have also represented our clients in matters arising under the VA's prime vendor and medical peer review programs.
- **International Procurement.** We have provided advice to government contractors on compliance with the International Traffic in Arms Regulation (ITAR), including preparing license applications, assisting in obtaining Manufacturing License Agreements (MLAs) and Technical Assistance Agreements (TAAs), developing compliance programs, and conducting compliance reviews. In addition, we have advised our clients regarding the Trade Agreements Act, the Buy American Act, the Berry Amendment, the Foreign Military Sales (FMS) program, mergers and acquisitions involving foreign entities, and Foreign Ownership and Control Issues (FOCI) under the National Industrial Security Program. We have also assisted our clients in connection with reconstruction and contingency contracting in Iraq and elsewhere. We frequently draw upon the resources of our International Regulation & Compliance team, which has one of the country's most robust Export Control and FCPA practices.

Government Contracts

- **Trade Secret & IP Protection.** We have assisted our clients in protecting their trade secrets and other confidential information from unwarranted release in response to FOIA requests and other disclosure mechanisms. We have negotiated strict nondisclosure agreements with government agencies on behalf of our clients. We have advised our clients regarding the regulatory framework for protecting valuable data and/or rights in such data from being unnecessarily conveyed to the government. Where necessary, we have obtained preliminary and permanent injunctions to stop agencies from improperly disclosing or using trade secrets and intellectual property. Additional information about our trade secret and IP protection experience is available via the following link: [Step toe & Johnson IP Government Contracts Experience](#)
- **Teaming/Subcontracting & Business Combinations.** We have assisted our clients in drafting and negotiating complex subcontracts and teaming agreements, obtaining government approvals for such agreements, and resolving disputes between team members and between prime contractors and subcontractors. We have advised both buyers and sellers in connection with the acquisition and divestiture of government contract businesses. We have assisted in the performance of due diligence and reviewed transactional documents from a government contracts perspective. We frequently draw upon the expertise of our Antitrust & Competition team to advise our clients on antitrust issues, and our International Regulation & Compliance team to advise our clients on Exon-Florio issues. We have counseled our clients on transitioning issues in connection with business combinations, including requirements for and preparation and submission of novation agreements, transitioning of proposals, and changes in size status. In addition, we have represented our clients in disputes relating to business combinations, including successfully defending against a government assertion that the formation of a joint venture violated the Anti-Assignment Act.

Government Contracts

- **Energy Conservation Contracting.** We have represented clients in connection with energy conservation contracts, contracts for energy related services, and utility privatizations. We have experience with contracts and subcontracts for the procurement, construction, operation and maintenance of cogeneration facilities, as well as with design-build, power facility and power purchase contracts. We have also advised our energy contractor clients on a broad range government contract and policy issues arising under Energy Savings Performance Contracts, utility Areawide/energy related services contracts and RFPs for utility privatizations. Additional information about our Energy Conservation contracting experience is available at: **Steptoe & Johnson LLP Federal Government Energy Conservation Contracting Experience.**
- **Battle Space and Contingency Operation Contracting.** We have assisted clients with issues relating to government contractors operating in areas where the US government is involved in on-going contingency operations, including counterterrorism operations, reconstruction, and humanitarian relief efforts. We advise clients on procurement, criminal, military, humanitarian, and international laws and regulations applicable to contractors and their employees operating in contingency operations areas. We also advise clients regarding FCPA, ITAR, US economic sanctions, and anti-boycott issues common to contractors with contingency operations support contracts. In addition, we have counseled clients and provided training regarding recent developments in accountability laws and status of forces agreements applicable to government contractors and their employees in contingency operations areas.