DEPARTMENT OF HEALTH & HUMAN SERVICES
Centers for Medicare & Medicaid Services
7500 Security Boulevard, Mail Stop B2-14-21
Baltimore, Maryland 21244-1850

Office of Acquisition and Grants Management

2015-247

Date: November 17, 2015

Contractor: Primaris
200 N. Keene Street, Suite 101
Columbia, MO 65201

Subject: Negotiation Agreement

		Rates		
Type	**Period**	**Final**	**Provisional**	**Base**
Fringe Benefits	1/1/2015-12/31/2015		39.89%	(a)
Indirect Expenses	1/1/2015-12/31/2015		53.30%	(b)

Rate Application Bases:

(a)	Total Direct & Indirect Salaries
(b)	Modified Total Direct Costs (excluding subcontracts over $25,000, direct equipment, rental costs and pass-through costs)

General:

A. LIMITATIONS: Use of the rates contained in this agreement is subject to any applicable contractual or grant limitations. Acceptance of the rates agreed to herein is predicated upon the conditions:

(1) That no costs other than those incurred by the contractor or grantee were included in its indirect cost proposal and that such costs are legal obligations of the contractor or grantee;

(2) That the same costs that have been treated as indirect costs have not been claimed as direct costs; and

(3) That similar types of costs have been accorded consistent treatment.

The rates, as approved, are subject to periodic review by the Government at any time their use is deemed to be improper or unreasonable. The contractor is required to advise the Government promptly of any circumstances that could affect the applicability of the approved rates.

The elements of indirect cost and the bases used in computing billing rates shall not be construed as a determination of the indirect costs to be distributed, or of the bases of distribution to be used in the final settlement. The approval of the billing rates does not constitute acceptance of all accounting practices proposed. Final compliance with FAR, OMB Circulars, and/or CAS of proposed accounting practices will be determined during our incurred cost audit to be performed in the future (see FAR 42.704(d)).

This rate approval does not relieve the contractor of any responsibilities associated with their requirement for "Certification of Indirect Costs" in accordance with FAR 42.703-2.

B. ACCOUNTING CHANGES: The rates contained in this agreement are based on the accounting system in effect at the time the proposal was prepared and the agreement negotiated. Changes to the method of accounting that affect the amount of reimbursement resulting from the use of these rates require the prior approval of this office. Failure to obtain such approval may result in subsequent cost disallowances.

C. NOTIFICATION TO FEDERAL AGENCIES: *The rates in this agreement should be applied to grants, contracts and other agreements with the Federal Government*. Copies of this document may be provided to other Federal offices as a means of notifying them of the agreement contained herein.

D. The contractor or grantee excludes direct and indirect costs, including general and administrative expenses, applicable to independent research and development projects from direct and indirect costs charged to DHHS contracts or grants.

E. The rates listed above are applicable only for the fiscal year stated. All contracts, both active and inactive, should be adjusted to reflect the provisional billing rates. ***Please take notice that in terms of billing rates, ceiling rates specified in certain contracts or grants must be used if they are lower than the above rates.***

Once established, billing/provisional rates should be utilized by your organization for all interim billings/vouchers. Established billing/provisional indirect rates may be prospectively or retroactively revised by mutual agreement between the contracting officer and Primaris to prevent substantial overpayment or underpayment. *However, it is the responsibility of Primaris to notify the contracting officer of any significant variances in the actual rates in comparison to the established billing/provisional indirect rates.*

Danielle Kochenour -S Digitally signed by Danielle Kochenour -S Date: 2015.11.17 15:29:03 -05'00'

Danielle Kochenour
Cost/Price Auditor
Division of Financial Services
Acquisition Business & Services Group
Office of Acquisition and Grants Management
Telephone: (410) 786-2999

Primaris

By: _____
Signature

Joel Kaplan
Typed or Printed Name

Chief Financial Officer
Title

11/17/2015
Date