

UNITED STATES
DEPARTMENT OF ENERGY (DOE)



PARTNERSHIP INTERMEDIARY
AGREEMENT (PIA) GUIDE

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Executive Summary

This document provides guidance on the Department of Energy’s (DOE) Partnership Intermediary Agreement (PIA) mechanism, and specifically describes the:

- (1) **DOE PIA Background** including legislative authority and DOE policies,
- (2) **DOE Partnership Intermediaries** and their scope and capabilities,
- (3) **PIA Activities, Tasks, and Programs,**
- (4) **PIA Portfolio Management** and oversight,
- (5) **PIA Program Process** including the development and execution of programs,
- (6) **Funds Obligation and Invoicing,** and
- (7) **Articles** (terms) that apply to PIA programs

PIAs are agreements between the Federal government and non-Federal partners (Partnership Intermediaries or “Intermediaries”) that provide additional flexibility and are designed to increase outreach to and engagement with small business firms, institutions of higher education, and other non-traditional partners. These agreements are complementary to traditional funding mechanisms.

A full list of the activities permitted in PIAs is listed in Section 2. The following are non-exhaustive examples of activities that are well suited to PIAs: (1) matchmaking, (2) convening stakeholders, (3) lab vouchers and rebates, (4) rapid prototyping, (5) science, technology, engineering, and mathematics (STEM) education activities, (6) workforce development, (7) community engagement, (8) outreach, training, and events, (9) local and regional deployment, and (10) technology/horizon scanning.

In April 2023, DOE established the DOE Partnership Intermediary Pilot, per the direction of the Working Group on Innovative Funding Mechanisms, co-led by the Office of Management (MA) and the Office of General Counsel (GC). In December 2024, the pilot concluded, and the use of PIAs was formally established as an ongoing agreement mechanism available at DOE.

The following provides a brief overview of the PIA program process. A more detailed description can be found in Section 5:

Phase 1: Program Conception and Scoping

Program Office (PO) initiates a PIA program by contacting the Office of Technology Commercialization (OTC) to discuss the program objectives, desired outcomes, Partnership Intermediary options, feasibility, and design paths. The PO consults with PO GC to ensure adherence to all required and applicable DOE policies and regulations related to the funding stream(s).

Phase 2: Costing and Financial Approvals

The PO and OTC work together to scope the program and obtain the necessary approvals. The PO then completes required DOE-wide reviews, such as National Environmental Policy Act (NEPA) and Research, Technology & Economic Security (RTES), and any additional PO-

specific reviews by their PO GC, leadership, etc. Financial administration of the PIA is provided by the Golden Field Office (GFO). The PO provides funding, and it is obligated by the AO on PIA via the Strategic Integrated Procurement Enterprise System (STRIPES).

Phase 3: Announcement Preparation and Notifications

The PO, Intermediary, and OTC develop the opportunity announcement, application, and outreach strategy.

Phase 4: Applicant Engagement

The PO works with the Intermediary to announce the opportunity and conduct stakeholder and potential applicant outreach.

Phase 5: Selections and Start of Work

When applicable, the PO performs the review and down-selection of the submitted applications, makes performer (i.e., awardee) selections, and stewards Statement of Effort (SOE) negotiations. The performer and Intermediary enter a Business-to-Business Agreement (B2B) and the performer begins work in accordance with the B2B.

Phase 6: Period of Performance

The performer receives funding when they complete milestones established within the SOE. The PO and OTC approve milestone completion after review of submitted invoices and deliverables from the performer. This is then routed to the AO for final approval and payment is remitted. The closeout process begins once the program management period ends.

1. DOE PIA Background

The U.S. Department of Energy (DOE) is tasked with ensuring that funding appropriated by Congress delivers the maximum impact on developing and commercializing innovative energy technologies, while increasing U.S. energy security, infrastructure investment, and domestic economic benefits to the American public. Meeting this challenge requires DOE to successfully engage with non-traditional entities, such as small businesses, community colleges, and state and local organizations.

In 2022, DOE was directed by the Office of the Secretary to explore innovative funding mechanisms authorized under law to support non-traditional entities. Many of these entities have limited-to-no experience working with the federal government and lack the capacity to engage with the federal government through traditional funding mechanisms. PIAs are versatile mechanisms that afford flexibility and reduce barriers to entry, enabling DOE to increase outreach to and engagement with these non-traditional entities.

PIAs are agreements between the Federal government and non-Federal partners (Partnership Intermediaries or “Intermediaries”) designed to increase outreach to and engagement with small business firms, institutions of higher education, and other non-traditional partners.¹ Since the PIA authority was established in 1991, various Federal agencies have used these agreements to cover a broad spectrum of activities, including²:

- Patent and intellectual property (IP) management
- Technology scouting
- Administration of prize competitions
- Research and development collaborations and agreements
- Prototyping and manufacturing capabilities
- Establishing and/or coordinating manufacturing Extension Partnerships
- Running technology showcases
- STEM education and workforce development
- Support to Small Business Innovation Research (SBIR) and Small Business Technology Transfer (STTR) programs
- Establishing, facilitating, and/or running innovation hubs

In 2023, the DOE PIA Pilot was initiated under the following³:

¹ See full definition: [15 U.S.C. § 3715, Use of Partnership Intermediaries, Legal Information Institute, https://www.law.cornell.edu/uscode/text/15/3715.](https://www.law.cornell.edu/uscode/text/15/3715)

² Institute for Defense Analysis, *Opportunities to Advance Department of Defense Technology Transfer with Partnership Intermediary Agreements*, by Vanessa Pena et al., IDA Paper P-20450, 35 (2020), [https://www.ida.org/research-and-publications/publications/all/o/op/opportunities-to-advance-department-of-defense-technology-transfer-with-partnership-intermediary-agreements.](https://www.ida.org/research-and-publications/publications/all/o/op/opportunities-to-advance-department-of-defense-technology-transfer-with-partnership-intermediary-agreements)

³ Note: Delegations are located at www.directives.doe.gov.

- Secretarial Memo Dated April 14, 2023, Approving DOE’s PIA Pilot and Appointment of DOE’s Chief Commercialization Officer as the Laboratory Director Described In 15 U.S.C. § 3715(a)
- *Redelegation of Authority and Redesignation of Authority Order No. S2-DEL-SPE-2022 to the Director, Office of Acquisition Management*
- *Department of Energy Redesignation and Redelegation of Authority Order No. 00-001.09-03B to Derek G. Passarelli as Head of Contracting Activity (HCA) for the Office of Energy Efficiency and Renewable Energy*

In December 2024, the PIA graduated from the pilot phase and was established as a funding mechanism available to DOE under the following:

- *Secretarial Memo Dated December 18, 2024, on PIA Status and Administration*

Through the PIA, DOE seeks to expand capabilities to connect and engage with the broader energy and national security ecosystem. Additionally, the PIA mechanism seeks to address gaps facing regional and local organizations that seek to engage with DOE and other energy and national security ecosystem partners. PIAs also may support the transfer, development, scaling, commercialization, deployment, and adoption of technologies in furtherance of DOE’s mission. Importantly, the PIA’s milestone payment structure provides an additional layer of protection to ensure the efficient use of taxpayer dollars and reduced fraud risk.

PIAs are complementary to traditional funding mechanisms, they are not intended to replace financial assistance or acquisition vehicles. PIAs are best utilized when traditional mechanisms do not provide adequate outreach or engagement with non-traditional entities and/or when providing additional flexibility and reducing barriers to entry to such non-traditional entities is imperative.

The PIA is managed by a team which includes OTC, GC, GFO, and the Office of the Chief Financial Officer (CF). The PIA Team maintains data across PIA Program Orders (PPOs) to track the use of PIAs.

2. PIA Activities, Tasks, and Programs

While the types of activities authorized by 15 U.S.C. § 3715 are broad, DOE PIA activities are limited to performing the types of work described in the Initial and Supplemental Lines of Work described below.

The following types of activities are non-exhaustive examples of activities that are well suited to DOE PIAs: (1) matchmaking, (2) convening stakeholders, (3) lab vouchers and rebates, (4) rapid prototyping, (5) STEM education activities, (6) workforce development, (7) community engagement, (8) outreach, training, and events, (9) local and regional deployment, and (10) technology/horizon scanning. Examples of and more information on programs that were funded under PIAs for these types of activities can be found in the Fiscal Year [2024 PIA Annual Report](#), as well as on each of the Intermediary websites for [EnergyWerx](#), [ConnectWerx](#) and [TechWerx](#).

Each DOE PIA program must incorporate at least one of the Initial Lines of Work (I-LOWs).

I-LOWs for the PIA include:

- 1) Facilitating collaboration, matchmaking, and/or connections through events; clearinghouses; coordination with convening bodies, such as Manufacturing Extension Partnership Centers; providing collaboration spaces; and other means to bring together potential solution providers including small business firms, other industry, government, universities, non-profit organizations, and non-traditional partners to complement the activities of DOE programs, DOE Laboratories, and DOE Facilities;
- 2) Facilitating and/or administering Laboratory voucher programs, rebate programs, and prize competitions;
- 3) Facilitating, managing, and assisting in the awarding of research, development, demonstration and/or deployment funding, innovation hubs, collaborations, public-private partnerships, and SBIR/STTR funding/programs
- 4) Facilitating rapid prototyping, demonstration, deployment, and/or manufacturing, in furtherance of DOE's mission.
- 5) Promoting STEM activities and workforce development, including STEM education and work-based learning programs supporting scientists and engineers across the DOE enterprise, including DOE Laboratories, DOE Facilities, and funding recipients of DOE programs.
- 6) Providing technical assistance to increase outreach and lower barriers of access for domestic small business firms, other industry, government, universities, non-profit organizations, and non-traditional partners with the goal of increasing the likelihood of engagement between such entities and DOE and its Laboratories and Facilities.
- 7) Providing access to physical collaboration space(s) with tools that can enable virtual engagements. Hosting planned and/or ad-hoc engagements with DOE and members of the innovative academic and industrial base across the nation.
- 8) Fostering and tracking a network of academic and industrial base members, keeping them up to date on DOE engagements with academia and industry, and funding opportunities.
- 9) Planning and executing outreach, training, events, and other programs for industry and academic stakeholders.

DOE has identified the following Supplemental Lines of Work (S-LOWs), which are lines of work that are allowed under the PIA and available dependent on demand and availability of funding. It is not required for a PPO to include an S-LOW.

S-LOWs for the PIA include:

- 1) Matchmaking National Laboratory technology includes but is not limited to, facilitating patent and intellectual property (IP) management, such as patent and licensing assistance, or partnering for continued development.
- 2) Conducting technology scouting and horizon scanning for DOE Programs, DOE National Laboratories, and DOE Facilities including technology and market research and hosting technology showcases.
- 3) Encouraging industry collaborative investment of leveraged research resources as having high potential for commercialization, especially in areas related to DOE missions.

- 4) Providing manufacturing, design, business, and incubation assistance to DOE awardees, licensees of DOE technologies, and other DOE stakeholders, including those interested in submitting funding proposals to DOE, for the purpose of successfully maturing and transitioning technologies to commercialization or providing small production runs of critical technologies that would otherwise be too small of an order to be of interest to manufacturers;
- 5) Identifying promising technologies that currently exist or are in the developmental phase at DOE, DOE Facilities, or with DOE awardees, that could be efficiently, and cost-effectively transitioned to the market; and
- 6) Establishing a network of subject matter experts to engage with DOE Program Managers to review and evaluate promising technology solutions for technology transfer and commercialization to industry.

The PIA mechanism is able to leverage a variety of tasks and structures to accomplish PO goals and objectives. These include ecosystem building; consortia and collaboratives; matchmaking; convening and hosting events and/or showcases; pipeline development and stakeholder outreach; accessing subject matter experts; high-volume grant distribution; and providing assistance. As with traditional mechanisms of financial assistance, POs must have independent authority to carry out the activities to be performed under the PIA.

3. DOE Partnership Intermediaries

Partnership Intermediaries function as a neutral, third-party facilitator, working to maximize benefits for both DOE and nonfederal partners. The Intermediary does not charge performers for their services, nor does it have a financial interest in the agreements that they facilitate. These conditions make it easier for Intermediaries to broker the terms of an agreement and mediate any conflicts that arise. This independence allows for reduced friction among the different parties, facilitating smoother relationships and a more efficient workflow.

Partnership Intermediaries ensure increased outreach to and engagement with eligible entities including small business firms, institutions of higher education, and other non-traditional partners by (1) performing market research and conducting outreach so that announcements and opportunities for funding and other cooperative and joint activities are made more readily available and accessible and (2) reducing administrative burdens associated with issuing and applying for such opportunities, negotiating and entering into agreements emanating from such opportunities, and managing the overall program.

DOE's PIA portfolio includes three Intermediaries—EnergyWerx, ConnectWerx, and TechWerx. All Intermediaries can deliver on the I-LOWs and S-LOWs described in section 2. Table 1 describes the unique expertise and capabilities of each Intermediary. As part of its collaboration with POs and based on its unique expertise, the PIA Team can discuss which Intermediary is best suited for a particular program.




DOE PI Organization	 energywerx	 connectwerx	 techwerx
Expertise and Capabilities	<ul style="list-style-type: none"> • Lab vouchers & rebates (10 active voucher programs across 5 offices) • Workforce and community engagement (9 projects announced, 4 in the active work stage) • Local and regional deployment (6 projects in the active work stage) 	<ul style="list-style-type: none"> • Consortia and innovation ecosystem building (26 active collaborations) • Rapid prototyping (1200+ projects valued at \$5B) • Conference/event hosting, seminars, training 	<ul style="list-style-type: none"> • STEM education and workforce development • Technology horizon scanning (access to in-house energy technology SMEs) • Technology licensing and PPP agreements (NASA, SBIR/STTR)
Organization	5,584 members in the EnergyWerx ecosystem; under DefenseWerx	Under ATI, which has 500K+ members (30% are energy sector innovators)	Under RTI, which has 1,000+ contacts at startups, access to the NIST Manufacturing Extension Partnership Network
Organization Size	102 employees, 11 at EnergyWerx	7,300 employees as of December 31 st , 2023	6,000 employees as of December 31 st , 2023
Other Agency Experience	DoD, CIA, NRO, SOCOM, ARMY, NAVY	DoD, NASA, DHS, NSF	EDA, NASA, NIST, NIJ, USAID, NIH, DoD, DoEd
Physical Space	Fully Remote	Offices in SC, VA, and AL	Offices in 6 states – CA, CO, GA, MA, MI, NC – and DC. 11,000 sq-ft laboratory in NC
Date PIA Signed with DOE	April 2023	August 2024	August 2024

Table 1: An overview of the three DOE Partnership Intermediary organizations, including their expertise and capabilities, network reach and other relevant information.

As seen in Table 1 above, EnergyWerx offers expertise for lab vouchers and rebates, workforce and community engagement, and local and regional deployment programs. ConnectWerx has significant experience with consortia and innovation ecosystem building, rapid prototyping, and conference and event hosting. Finally, TechWerx specializes in programs relating to STEM education and workforce development and technology horizon scanning. Specialization allows the Intermediaries to develop deep expertise on specific program needs, but each PI can execute across all PIA I-LOWs and S-LOWs, ensuring there is sufficient flexibility and capacity across the portfolio.

4. PIA Portfolio Management

Executing a PIA program requires effective collaboration between the PO, Partnership Intermediary, performers, OTC, GFO, GC, and CF. Each entity has a defined role in the process. Roles are also defined to manage performance issues of both the Intermediary and selected performers as well as report to appropriators. Figure 2 illustrates the approach to PIA portfolio management and provides a summary of the primary responsibilities for each stakeholder engaged within an individual program.

DOE HQ PIA Management Structure

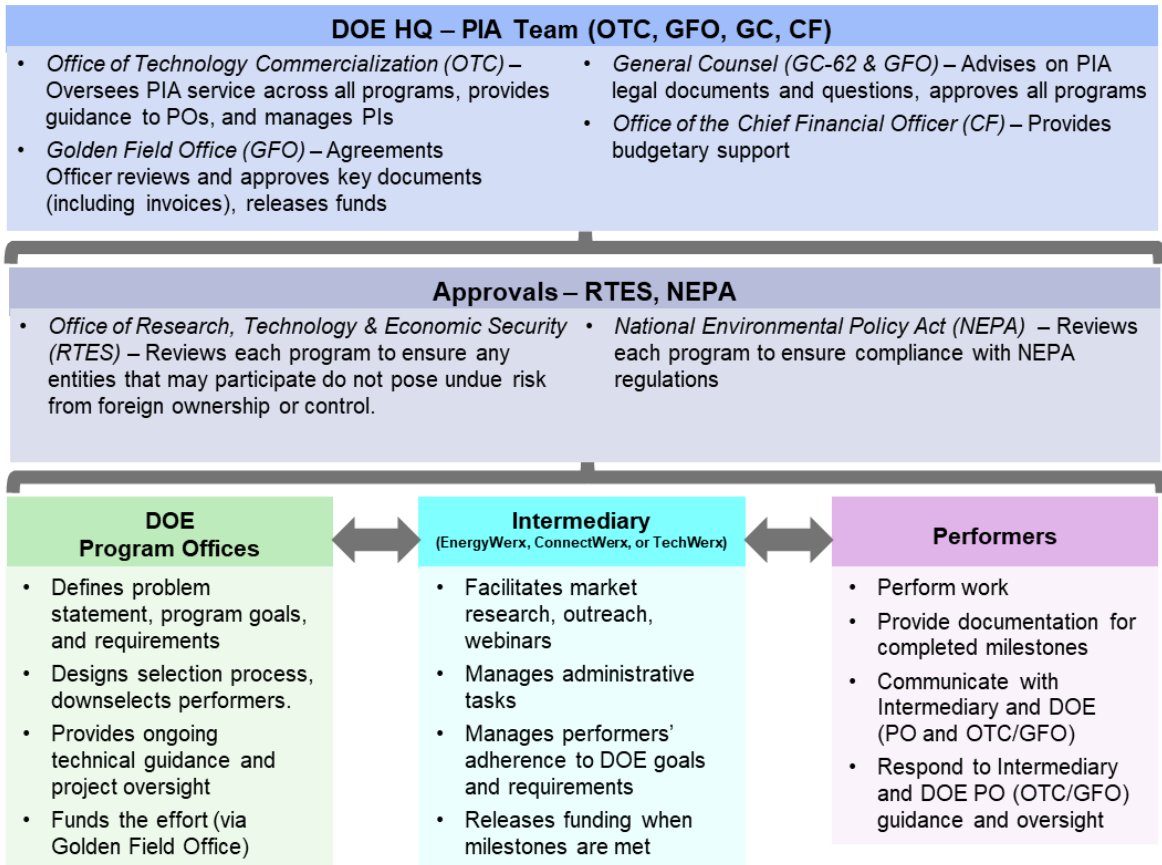


Figure 2: Summary of PO, Intermediary, Performer and PIA Team Management Structure and Core Responsibilities. The PIA Team includes OTC, Golden Field Office (GFO), the PIA GC, and the Office of the Chief Financial Officer (CF).

ROLES AND RESPONSIBILITIES

Program Offices (PO):

The PO is responsible for activities including program ideation and providing program and baseline funding for the PIA program. The PO is also responsible for internal PO leadership, PO GC, RTES, and NEPA approvals. Prior to submission of a PIA Program Information Sheet, POs must consult with PO General Counsel (GC) about the activities contemplated under the PIA program, the funding source, and any applicable cost share requirements. Upon approval of the PIA Program Information Sheet and Statement of Objectives (SOO), the PO develops the opportunity announcement, executes the selection process, drafts each Statement of Effort (SOE), negotiates to finalize the SOE with the performer via the intermediary (including milestone payment amounts based on DOE requirements and policies), and is responsible for the technical management of the performers (including milestone/invoice review and approval). Two points of contact from the PO team should be listed during program development.

Partnership Intermediary:

The Partnership Intermediary manages administrative tasks and serves as the facilitator. The Intermediary collaborates, as appropriate and as approved, with identified third-party performers on efforts that support the objectives of the program. The Intermediary also completes market research to identify potential performers and conducts outreach to engage such performers, including webinars. Once the PO makes selections, the Intermediary mediates between DOE and the selected performer to complete development of a Business-to-Business Agreement (B2B) that includes activity scope and milestones. With approval of the DOE PO, PIA Team, and AO, the Intermediary awards funding to the performer once milestones have been completed.

Performers:

Performers are applicants to an opportunity administered via a PIA and are selected to receive funding. The performer enters into negotiation with the PO via the Partnership Intermediary to determine tasks and milestones for the duration of the award, and ultimately both the performer and Intermediary sign the B2B. The performer is responsible for completing all agreed upon milestones in the B2B and submits deliverables to the Intermediary showing completion of milestones. The Intermediary operates on a net 30 invoicing process, and the performer should receive payment within 30 days of submitting a complete invoice.

Office of Technology Commercialization (OTC):

OTC evaluates if a program is suitable for the PIA mechanism by assessing alignment with the I-LOWs and S-LOWs described in Section 2 and potential for engagement with non-traditional stakeholders. OTC provides feedback to the PO on their program and guides the PO through PIA program development. OTC ensures all required PIA program approvals are complete and serves as a liaison between the PO and Intermediary. As administrator of all PIAs since inception of the PIA Pilot, OTC can apply lessons learned from previous PIA programs to current programs. The PIA Team's OTC staff is heavily involved in the programmatic and logistical management of PIA programs, communicating with the Intermediary and PO several times a week during the development and negotiation phases of programs.

OTC is also responsible for approving invoices after the PO and prior to the AO. To be an OTC invoice approver, the individual must be certified as Level I Technical Project Officer or FAC-COR Level II as defined in DOE's Acquisition Certifications Program Handbook. All invoice approvers must complete either this training FCL-DOE-402 Other Transaction Authority (registration found on the Federal Acquisition Institute site) or the Other Transaction Authority at DOE course found on the internal DOE training system.

Office of General Counsel (GC):

The PIA Team GC and PO GC collaborate to ensure that PIA programs adhere to all legal requirements. GC approval of the Program Information Sheet and SOO is required to move forward with the PIA program. At the negotiation stage, the GC reviews SOE documents, which outline the milestones that performers must meet. Additionally, GC advises the PIA Team on any questions that may arise during the development and execution of the PIA program. POs should consult their Office's cognizant GC while completing the Program Information Sheet to

determine if the PIA program is consistent with the PO’s statutory authority and available appropriations.

Agreements Officer (AO):

An AO is an individual who holds a Certificate of Appointment “warrant” issued by the Head of Contracting Activity (HCA). The AO can obligate funding on behalf of the government. The AO on the PIA must hold a Certification in Other Transaction Authority and at minimum be GS-1102 or GS-1109, GS-12 and above, and 7 years of experience in Financial Assistance or Acquisition.⁴

The AO is heavily involved in management and oversight of all PIA activities. The AO reviews and approves the Program Information Sheet, Statement of Objectives (SOO), SOE, and other materials as necessary to ensure alignment with PIA policies and processes, including those referenced in this guide. The AO or designee submits Section 301 and OMB Max notifications to inform of DOE’s intent to publicly announce and obligate funding for a program order selected for issuance under the PIA in accordance with DOE guidance on Section 301 notifications.

The AO obligates the funding for PIAs and PPOs in the STRIPES. The AO is the final DOE Invoice Approving Official in Vendor Invoicing Portal & Electronic Reporting System (VIPERS)/Financial Accounting Support Tool (FAST). The AO is responsible for managing the PIA with each Intermediary, drafting, reviewing, and signing the Agreement in coordination with the Director of a Federal Laboratory (or their designee). The AO and PIA Team jointly ensure all appropriate documentation and approvals are collected.

Office of the Chief Financial Officer (CF):

CF works with OTC to apply the per-program cost allocation operating model vetted and approved by GC and CF for PIA implementation costs. Per-program costs are communicated to Program Offices at the time of program development. CF receives the signed funding memo from the PO and ensures the funding is transferred from the PO to the Golden Field Office (GFO) so that the money can be obligated by the AO.

OTHER PIA MANAGEMENT

Performance Issues

During the performance period, Intermediary performance issues shall be addressed by the AO, PO, OTC, and Intermediary. In cases where the parties cannot reach resolution, the issue will be discussed with GC and cognizant Head of Contracting Authority (HCA). The Department will not issue payment for work performed outside of the scope of work in the agreement.

⁴ Refer to U.S. Department of Energy, Acquisition Certifications Program Handbook (DOE Handbook) for updates or changes in requirements.

Fiscal Year Review

An annual review, led by OTC with representatives, the AO, Office of Management (MA) and GC, will evaluate the PIA and Intermediaries' performance to determine whether the PIA objectives are being met using agreement performance measures. OTC and AO will also consult with POs regarding Intermediary program performance and assess PIA activity levels and benefits to DOE goals for the PIA as stated in the Broad Agency Announcement (BAA). If applicable, measures will be assessed annually by OTC in consultation with the AO, MA, GC with changes being coordinated with and agreed upon by the Intermediary. The AO must approve any changes to performance measures. Any agreed upon revisions made to the agreement must be documented in a bilateral modification.

5. PIA Program Process

The process to initiate, implement, and conclude a PPO at the U.S. Department of Energy is outlined below. Timelines vary and are driven largely by program complexity and leadership buy-in:

Phase 1: Program Scoping and Conceptual Approvals

POs initiate a PIA program by contacting a member of the OTC PIA Team at pia@doe.gov. OTC then consults the PO to learn about the program objectives and desired outcomes to determine suitability of the PIA mechanism and potential program design paths, and Intermediary capabilities. During this consultation, OTC also advises POs on other agreement and/or contracting mechanisms if an alternate approach is better suited for the proposed program.

Following the informal consultation, the PO must submit a Program Information Sheet to OTC. Within the Program Information Sheet, the PO provides a program description, a background summary and problem statement, a description of the goals of the program, the rationalization for using the PIA, and other information necessary for approvals (i.e., funding source, authorizing statute, etc.). The PO must clear the program concept, authority, and funding source through PO GC prior to submitting the Program Information Sheet to OTC. POs should also discuss with PO GC whether any program- or activity-specific cost share requirements apply. OTC then reviews the Program Information Sheet to ensure suitability of the PIA mechanism, evaluating alignment with the I-LOWs and S-LOWs and the potential for engagement with non-traditional stakeholders.

If OTC determines the program is suitable for the PIA mechanism, OTC recommends an Intermediary—EnergyWerx, TechWerx or ConnectWerx—to engage based on capabilities, available capacity, and overall fit between the Intermediary and PO to collaborate effectively on the proposed program. OTC then provides the Program Information Sheet for review by the recommended Intermediary. If the Intermediary accepts the Program Information Sheet, OTC schedules an introductory meeting between the PO and Intermediary to discuss the proposed PIA program.

If the PO decides to proceed with the recommended Intermediary, they must submit an SOO. The SOO is primarily intended to provide an overview of the program to the Intermediary and

lays out the scope of work for the Intermediary. OTC’s PIA Team, GC, and the AO then review the SOO and Program Information Sheet to ensure the proposed PIA program adheres to all required and applicable DOE policies and regulations. Figure 3 summarizes each stage and the required approvals for Phase 1.

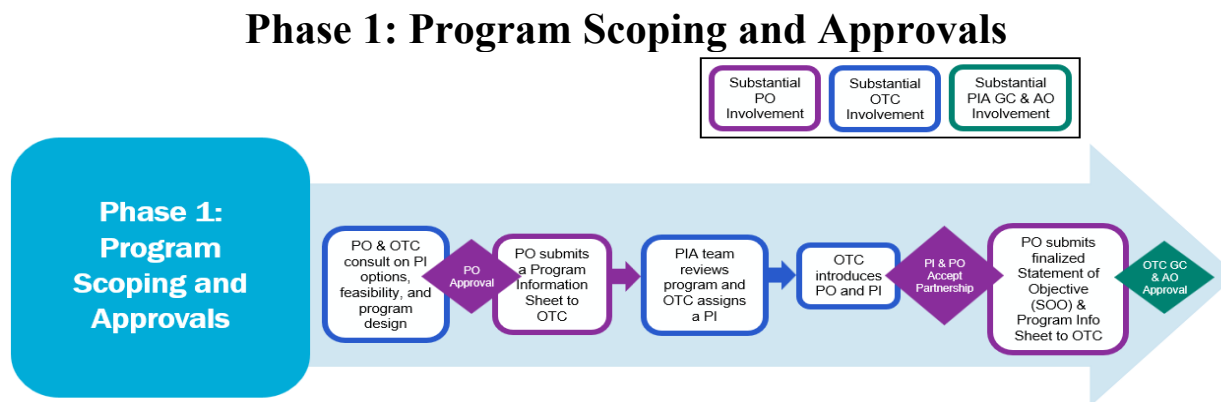


Figure 3: A description of the first phase of developing a PIA program, including the needed approvals.

Phase 2: Partnership Intermediary Costing and Financial Approvals

OTC submits the approved SOO to the Intermediary. The Intermediary then develops a cost and technical proposal, which includes the Intermediary fee to administer the program. The cost and technical proposal lays out the cost for the Intermediary to perform the services described in the SOO and details the responsibilities of the Intermediary and PO. The Intermediary provides the cost and technical proposal to OTC. After confirming the reasonableness of the Intermediary fee, OTC sends the cost and technical proposal and the funding memo to the PO for review and approval.

The funding memo lays out the program costs components—the OTC PIA service fee (scalable percentage based on total funding program size), the Intermediary fee (detailed in cost and technical proposal), and the performer project costs. An approved PO budget officer completes and signs the funding memo and returns it to OTC. The funding memo allows OTC to transfer the funds for the PIA program to GFO on behalf of the PO. Once the PO approves the cost and technical proposal and the budget officer returns the funding memo, the PO and Intermediary begin to meet regularly.

Prior to funding being obligated by the AO or announcing the opportunity, the PO must complete the PIA checklist (Appendix B), which includes applicable reviews (e.g., GC, NEPA, RTES, etc.). While the PO and Intermediary may work on the opportunity announcement and prepare for applications, an announcement cannot be made until all approvals have been completed. The reviews needed for a PIA program depend upon several factors, including the source of funding. The PO will forward all approvals—and any determinations that no further review is required—to OTC. Figure 4 summarizes each stage and the required approvals for Phase 2. Figure 5 provides an overview of the required documents for phases 1 and 2.

Phase 2: Partnership Intermediary Costing & Financial Approvals

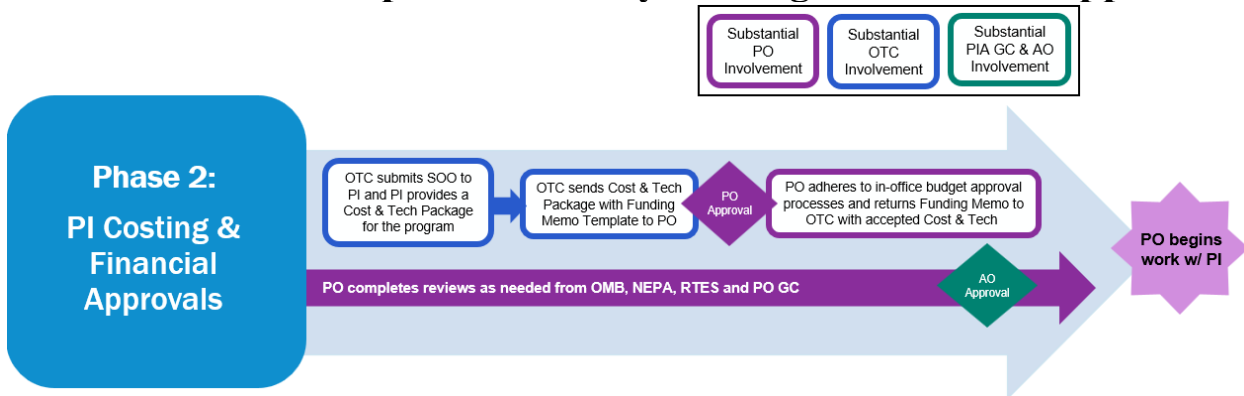


Figure 4: The steps involved in the second phase of developing a PIA program, including the needed reviews and approvals.

PIA Process Documents – Programs “In Development”

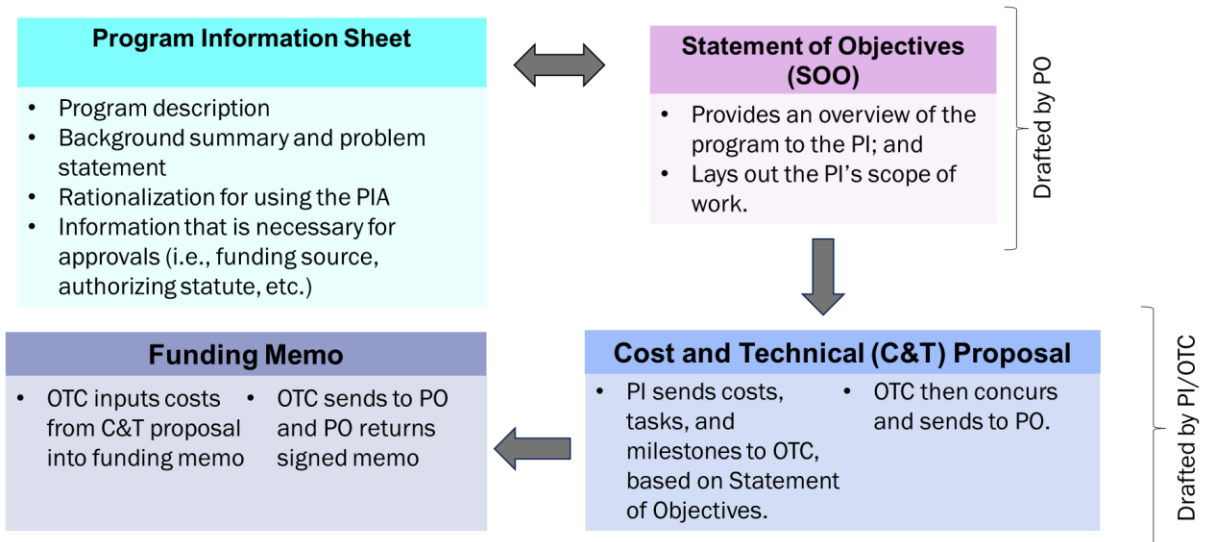


Figure 5: The documents which are drafted during Phases 1 and 2 of the PIA process, when programs are in development.

Phase 3: Announcement Prep and Notifications

The PO and Intermediary begin to develop the opportunity announcement, the document announcing the funding opportunity with the public on the Intermediary website. While developing the opportunity, the Intermediary provides the PO with an opportunity announcement template. The PO develops the content for the opportunity announcement and determines the application requirements, ensuring the opportunity announcement provides for the maximum amount of competition practicable. The PO and Intermediary also begin to develop an outreach strategy during this stage. The PO provides the Intermediary with a description of the types of performers the PO would like the Intermediary to target for outreach. Together the Intermediary, PO, and OTC determine the announcement opportunity date and outreach webinar dates.

Prior to the announcement date, the PO must follow their internal approval process with their leadership and GC to approve the opportunity announcement language and application materials. Once the necessary approvals are in place for programs greater than \$1 million, the AO sends the Office of Management and Budget (OMB) MAX and the congressional 301 notifications. These notifications and required waiting periods must be completed prior to any public announcement or obligation of funding. If OMB and Congress have no comments, then after the required waiting periods, the PIA is modified, which obligates the funding to the PIA. For each opportunity announcement, the AO, the Director of the Office of Technology Commercialization, and the Intermediary representative are required to sign a modification of the PIA between DOE and the Intermediary when funding is obligated. Figure 6 details the required steps for Phase 3.

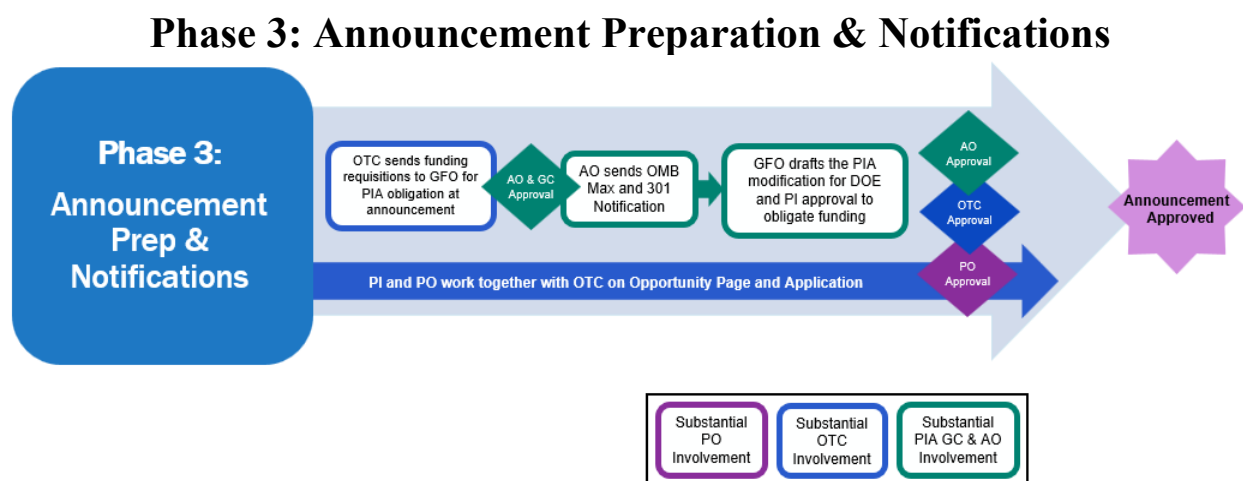


Figure 6: A diagram outlining the steps involved in the announcement preparation phase of developing a PIA program.

Phase 4: Applicant Engagement

Leading up to the announcement, OTC and the PO and Intermediary communications teams coordinate to publish and promote the opportunity. The PO and Intermediary may announce the open opportunity on their respective websites, social media channels, and newsletters, but the opportunity and application are hosted on the Intermediary website. Once the opportunity has been announced, the Intermediary conducts outreach to prospective applicants based upon the eligibility criteria and desired characteristics described in the Program Information Sheet and SOO.

For every opportunity announcement, the Intermediary organizes and hosts one Informational Webinar and at least one Office Hour. The Informational Webinar and Office Hour enable the opportunity for prospective applicants to ask questions to DOE about the opportunity and receive direct answers. The Informational Webinar is an hour-long webinar during which the PO and Intermediary provide an overview of the opportunity and answer questions from prospective applicants. The Office Hour is an additional webinar held one to two weeks before the opportunity closes where the primary goal is to answer applicants' questions. The PO develops overview slides for the Informational Webinar and Office Hour, including information such as eligibility, required application materials, and any other relevant information to the potential

applicants. The Intermediary develops slides on the administration of the program and answers questions relating to invoicing or other administrative tasks.

Throughout the period the application is open, the Intermediary replies to questions from potential applicants and posts an FAQ to the Opportunity Page to provide publicly accessible questions and answers. The PO and OTC provide guidance and information to support the Intermediary in answering questions, as necessary. Figure 7 provides the steps involved in Phase 4.

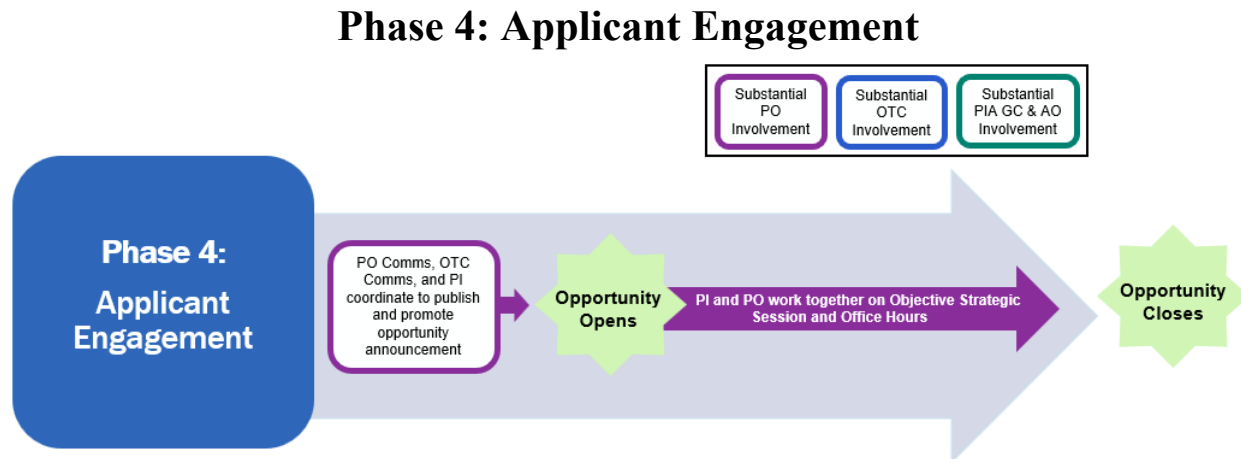


Figure 7: A visual guide to the applicant engagement phase of developing a PIA program. The PO and Intermediary work together to promote the opportunity announcement.

Phase 5: Selections and Start of Work

Once the application has closed, the Intermediary sends the applications to the PO for review and selection after an initial eligibility review. The PO executes their own down-selection process, consistent with the competitive criteria outlined in the opportunity announcement. Once the down-selection process is complete, the PO sends the list of selected performers to OTC and the Intermediary. The PO drafts the SOE for their selected performers based on their application materials – detailing the schedule and tasks that the performers will complete during their award– and shares with OTC, PO GC, PIA GC, and AO for review and input. If applicable, the negotiated milestone table will also include cost share requirements at each milestone and guidance on necessary supporting documentation. The PO is responsible for ensuring the milestone payment amounts are reasonable and allocable to the project and that project costs adhere to all required and applicable DOE policies and regulations.

Once the SOE is approved by the AO, the Intermediary enters into negotiations with each selected performer. During negotiation the Intermediary facilitates meetings between the PO and performer to discuss requested changes to the SOEs (including to the milestones). Upon completion of negotiations, the PO-approved SOE is finalized and included as part of the B2B as shown in Figure 8. The B2B includes the SOE and the articles associated with the agreements. Once finalized, the Intermediary and the performer sign the B2B and work can begin. Figure 9 lays out Phase 5, which includes down-selection and negotiation.

PIA Process Documents – “Active” Projects

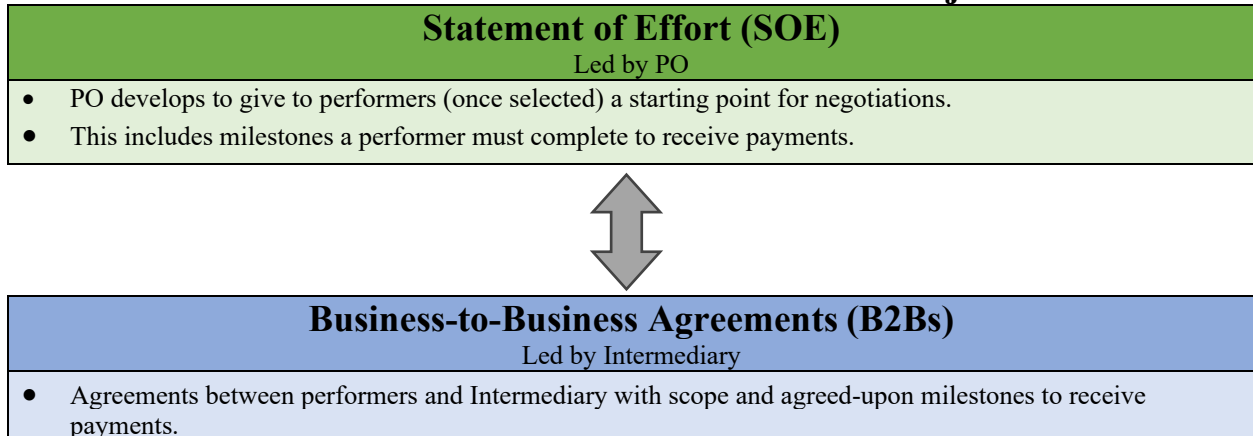


Figure 8: Documents developed in Phases 4 and 5 of the PIA process, while programs are active.

Phase 5: Selections & Start of Work

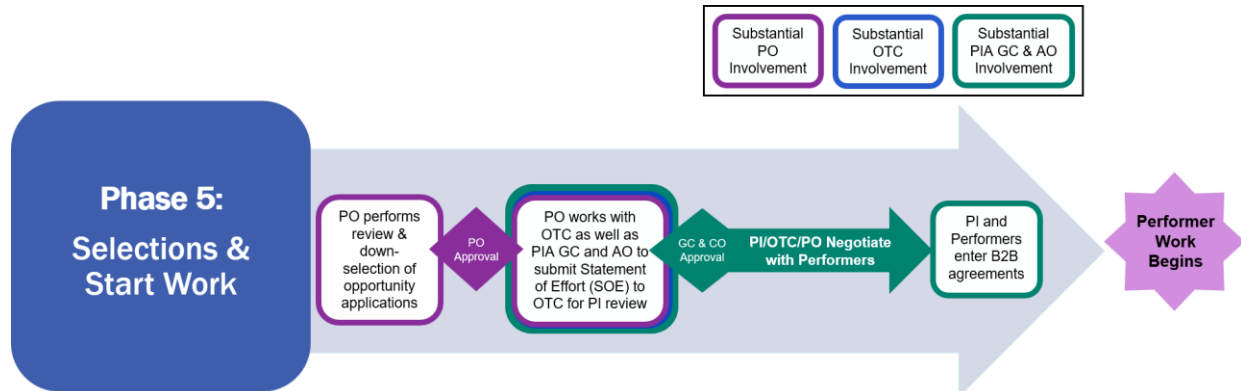


Figure 9: Graphic showing the steps involved in Phase 5 of a PIA program. During this phase the PO, OTC, PIA GC, and AO work together to finalize the SOE. The Intermediary and performers enter into B2Bs.

Phase 6: Active Work

During the period of performance, the PO and performers will meet as outlined in the SOE for performer projects. Performers must submit deliverables and invoices (including evidence of meeting cost share requirements if applicable) to the Intermediary showing they have completed their milestones by the deadline to receive payment. The PO will approve or deny the invoice; if approved, it is sent to OTC for concurrence. This process is completed outside of the VIPERS/FAST systems. Once OTC has concurred, the Intermediary uploads the approvals, deliverables, and other invoicing information to VIPERS. The AO provides the final approval of the invoice in FAST and payment is remitted to the Intermediary. The Intermediary will compensate the performer for meeting their milestone. Once all milestones have been completed, OTC, GFO, and the PO begin the necessary closeout processes to ensure all documentation and deliverables are stored and accessible for future use, awards are closed in the appropriate systems (e.g., STRIPES), and a program closeout sheet is completed. Figure 10 outlines the steps during the period of performance phase of a PIA program and Figure 11 illustrates the basic process flow and decision points for a PIA.

Phase 6: Period of Performance

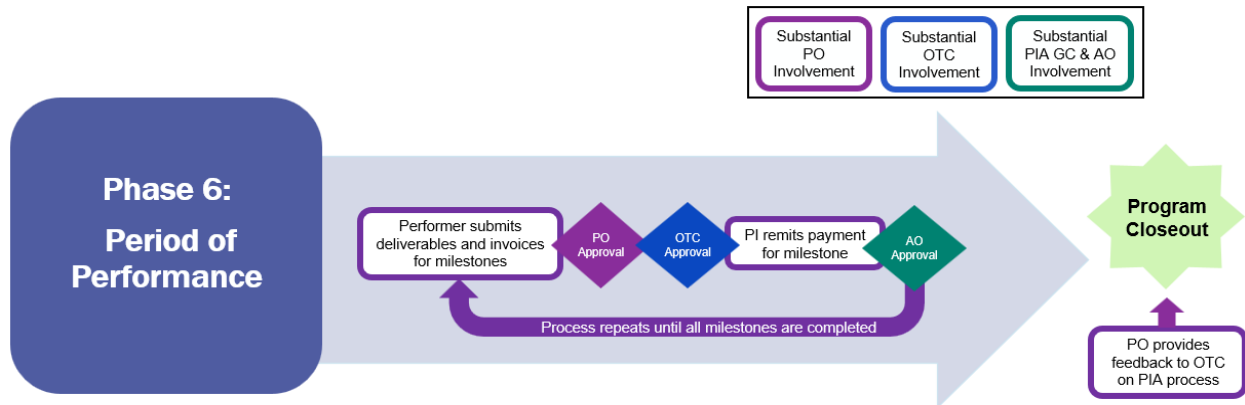


Figure 10: the Period of Performance. Performers execute the work agreed upon in the SOE and performers submit their deliverables for milestones for approval. Once the Period of Performance is completed, the program closeout begins.

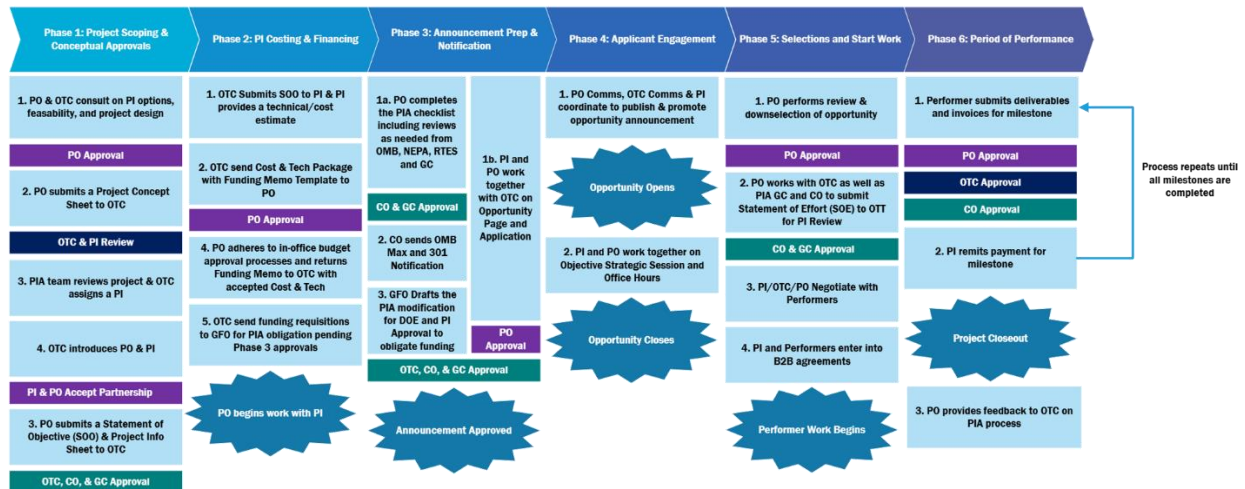


Figure 11: A diagram that illustrates each phase of the process of developing a PIA.

6. Obligation of Funds and Invoicing

Obligation of Funds

Funds are obligated onto the PIA using an award assigned by an AO in the Strategic Integrated Procurement Enterprise System (STRIPES), which interfaces with Standard Accounting and Reporting System (STARS). To obligate funding, POs work closely with the OTC budget officer and AO. To initiate the obligation process, the PO must complete a funding memo to OTC signed by an authorized budget officer with signatory authority in the cognizant PO. This signed funding memo then certifies the availability of funds and allows OTC to create requisitions routed through STRIPES on behalf of the PO. OTC will submit funding requisitions through STRIPES and designate GFO as the administration office to obligate funding to the PIA. Requisitions are released to the GFO AO to add funds to the PIA, and new program orders or modifications are generated in STRIPES and approved by the AO.

Partnership Intermediary Invoicing

Upon AO approval in STRIPES, the funds are made available to the Intermediary, under the following processes:

- DOE uses milestone payments as the method of reimbursement. Payment to the Intermediary will be dependent on the submission of deliverables as well as DOE's verification and acceptance thereof. The Intermediary will be reimbursed upon DOE's acceptance of the deliverable by the PO, OTC, and the AO. The cost and technical proposal includes the negotiated milestone/deliverable table with mandatory submission due dates and milestone payments. Payment submission instructions are found in the Articles in the PIA.
- The DOE Vendor Invoicing Portal and Electronic Reporting System (VIPERS⁵) ACH is used for payment requests and electronic payments to Intermediaries to allow for increased oversight. VIPERS enables oversight by DOE to confirm milestones are met, retains records of invoices and deliverables, and tracks funding actions.
- The PO, OTC, and AO approve the invoice unless the billing is in error. Upon receipt of an invoice payment authorization from the DOE approving official in FAST, the Oak Ridge Financial Service Center (ORFSC) disburses payment to the Intermediary. The Intermediary may check the status of payments at the VIPERS web site. All payments are made by electronic funds transfer.

Performers Invoicing

Upon AO approval in STRIPES, the funds are made available to the performers via the Intermediary, under the following processes:

- DOE uses milestone payments as the method of reimbursement. Payment to the performer is dependent on the submission of deliverables and necessary supporting documentation as well as DOE's verification and acceptance thereof. The performer will be reimbursed upon acceptance of the deliverable by the PO, OTC, and the AO. The SOE includes the negotiated milestone/deliverable table with due dates, federal cost, and cost share (if applicable) per deliverable.
- DOE VIPERS ACH is used for payment requests and electronic payments to Intermediaries to allow for increased oversight. VIPERS enables oversight by DOE to confirm milestones are met, retains records of invoices and deliverables, and tracks funding actions.
- The PO, OTC, and AO approve the invoice unless the billing is in error. Upon receipt of an invoice payment authorization from the DOE approving official in FAST, the Oak Ridge Financial Service Center (ORFSC) disburses payment to the Intermediary, who then releases funds to the relevant performer.

⁵ To access and use VIPERS, the Intermediary must enroll at <https://vipers.doe.gov>. Instructions on how to enroll are provided on the web site.

Cost Share (if applicable)

Performers are required to complete a cost share certification form for each milestone in the SOE that requires cost share to ensure cost share requirements of the project are met. As part of the invoice approval process—PO, OTC, and the AO must approve before the milestone is marked complete and the invoice paid—the cost share certification form and associated documentation is reviewed to ensure compliance with cost share requirements.

“Cost Share” is defined as the portion of the costs of the project(s) not borne by the Federal government. Cost sharing augments federal funding to support project(s) impact. Allowable costs for cost share include, but are not limited to – cash, personnel costs, value of a service, and/or third-party in-kind contributions. All cost share items must be reasonable, allowable, allocable and necessary for the performance of the project. Performers may not use the same cash or in-kind contributions to meet cost share requirements for more than one project.

Reporting of Funds

DOE PIA Team publishes annual reports with information on the amount of funding obligated to the total PIA portfolio and the amount paid to performers during that fiscal year.

7. Articles

Certain articles (terms) apply to PIA programs. The articles are included in the Partnership Intermediary Agreement between DOE and each Intermediary. These are notated in the PIA as “required flow down to performers.” All required flow down articles must be included in B2Bs between the Intermediary and the performer. Applicable requirements related to eligibility must also be included in the Statement of Objectives (SOO) and any public-facing opportunity materials or applications.

The following non-exhaustive list of policies and requirements **must** be applied in carrying out the PIA.

- The proposed work is expected to increase the likelihood of success in the conduct of cooperative or joint activities between DOE, small business firms, institutions of higher education, and other non-traditional partners.
- Federally Funded Research and Development Centers (FFRDCs) (e.g. DOE/National Nuclear Security Administration national laboratories) may participate as a sub-recipient; however, DOE will not directly fund National Labs/FFRDCs under this program. Performers will receive full funding through one agreement with Partnership Intermediaries. Performers are solely responsible for funding and executing necessary agreements with sub-recipients. Intermediaries and DOE will not be involved in nor assist in these activities. FFRDC effort, in aggregate, shall not exceed 10% of total federal share of the project.
- PIAs cannot be used to circumvent standard federal procurement or financial assistance mechanisms.
- Partnership Intermediaries are prohibited from the following: (1) directly providing services beyond an intermediary role that resemble scientific research work where the development of intellectual rights by the Intermediary is likely; (2) efforts in which there

is an actual or apparent conflict of interest; and (3) performance of inherently governmental functions.

- Export control reviews must be performed in accordance with DOE policy and all applicable export control laws and regulations. PIA activities can result in information and technologies that may be subject to export controls. This export-controlled information (ECI) may or may not fall under such categories as classified information or Unclassified Controlled Nuclear Information. The information and/or technology may become ECI at any stage.
- Information and data that are commercially valuable may be developed, including some that may have intellectual property rights associated with it. Consistent with applicable statutes, such information may be considered for protection from public dissemination, for a period not to exceed five years after development of the information, to retain its commercial value and provide an incentive for its commercial application. Any protectable information generated or exchanged as a result of PIA activities will be marked, handled, and safeguarded in accordance with all applicable federal laws, rules, regulations and DOE Orders or directives, including but not limited to, the Trade Secrets Act (18 U.S.C. 1905), the Freedom of Information Act (FOIA) (5 U.S.C. 552), DOE's implementing FOIA regulations at 10 C.F.R. Part 1004, the Federal Technology Transfer Act (15 U.S.C. 3710), and DOE Order 471.7, Controlled Unclassified Information. In accordance with these rules, certain information transmitted pursuant to a PIA may qualify for protection from disclosure under FOIA.
- DOE employees, in accordance with applicable law, must protect properly marked protected information and data provided by private-sector collaborators and non-Federal parties in the conduct of PIA activities.
- All activities under the PIA are anticipated to be performed by domestic U.S. entities. Before work can proceed with foreign entities as defined by DOE P 485.1A, approval must be obtained in accordance with applicable DOE policy.

8. Conclusion

This guide lays out the history of the PIA at DOE, the process for initiating, developing and implementing a PIA program, and articles associated with DOE PIAs. Further information about PIA programs can be found in PIA Annual Reports and on the DOE website.

Appendix A: Definitions

Cognizant Agreements Officer (AO): An official of DOE authorized to execute and administer funding and PIAs on behalf of DOE. To be designated as an AO for a PIA, the individual must have a PIA warrant issued by the Cognizant HCA.

Business-to-Business Agreement (B2B): An agreement entered into between the Partnership Intermediary with the performer, in accordance with the Statement of Effort (SOE) provided by the program office.

Designated Federal Laboratory: The federal laboratory designated to manage the PIAs.

Designated Lab Director: The Director of DOE's Office of Technology Commercialization (OTC)⁶ will serve as the Lab Director described in 15 U.S.C. 3715(a).

Director, Office of Technology Commercialization (OTC): Serves as the Secretary's Designated Lab Director for PIAs as described in 15 U.S.C. 3715(a).

Federal Laboratory: Means any laboratory, as defined below. Any federally funded research and development center or any center that is established under 15 USC 3705 or 3707 that is owned, leased, or otherwise used by a federal agency and funded by the Federal Government, whether operated by the Government or by a contractor.

Head of Contracting Activity (HCA): The HCA is the senior contracting official designated by the SPE that is responsible for the management and oversight of the PIA. The HCA has the authority to enter into, administer, modify, closeout, terminate and take such other actions as may be necessary and appropriate with respect to any other transaction or PIA, whether or not binding DOE to the obligation and expenditure of public funds. Such actions must include the rendering of determinations and decisions, except those required by law or regulation to be made by other authority. The HCA will also serve as the Selection Official (SO).

Laboratory: Means (A) a facility or group of facilities owned, leased, or otherwise used by a Federal agency, a substantial purpose of which is the performance of research, development, or engineering by employees of the Federal Government; (B) a group of Government-owned, contractor-operated facilities (including a weapon production facility of the Department of Energy) under a common contract, when a substantial purpose of the contract is the performance of research and development, or the production, maintenance, testing, or dismantlement of a nuclear weapon or its components, for the Federal Government; and (C) a Government-owned, contractor-operated facility (including a weapon production facility of the Department of Energy) that is not under a common contract described in subparagraph (B), and the primary purpose of which is the performance of research and development, or the production,

⁶ The Director of OTC also acts as the Chief Commercialization Officer for the Department of Energy. In this role the director is responsible for all commercialization activities across DOE, the 17 National Laboratories, and the Department's other research and production facilities across the country.

maintenance, testing, or dismantlement of a nuclear weapon or its components, for the Federal Government, but such term does not include any facility covered by Executive Order No. 12344, dated February 1, 1982, pertaining to the naval nuclear propulsion program.

Partnership Intermediary: A State or local government agency or a nonprofit entity that is owned, chartered, funded or operated in whole or in part by or on behalf of a State or local government that assists, counsels, advises, evaluates, or otherwise cooperates with small business firms, institutes of higher education, and other non-traditional partners that require or can make demonstrably productive use of a Federal Laboratory, including State programs.^{7,8} Intermediaries perform services that increase the likelihood of success in the conduct of cooperative or joint activities of such Federal laboratories with small business firms, institutes of higher education, and other non-traditional partners. The Intermediary may examine and analyze alternative business practices and models or commercially applied or emerging processes in furtherance of its work for DOE. The Intermediary facilitates market research, outreach and webinars. They manage administrative tasks and manage performers' adherence to DOE goals and requirements. When milestones are met, the Intermediary awards funding with DOE approval.

Partnership Intermediary Agreement (PIA): The agreement used to document articles with a Partnership Intermediary that provides for the partnership intermediary to perform services that increase the likelihood of success in the conduct of cooperative or joint activities between DOE and small business firms, institutes of higher education, and other non-traditional partners.⁹

PIA Program Order (PPO): A work order not subject to Federal Acquisition Regulation (FAR) issued under an overarching PIA (under the PIA through OTC and the AO) describing the purpose, scope, and schedule for a program, including a statement of work and identified funding, through which the Intermediary is directed to perform certain activities and/or to provide deliverables within a specified budget and period of performance.

Performer(s): An entity that has entered into, under the PIA, a B2B with the Intermediary to perform work.

Program Office (PO): A DOE Program Office or element that places work on the PIA. The PO defines the problem statement, program goals, and requirements. Once the AO approves a PPO, the PO provides technical oversight, guidance, and exchanges with the Intermediary, AO, and

⁷ See 15 U.S.C. § 3715(c)

⁸ Thus Partnership Intermediaries can include organizations that are: owned in whole or in part by a State or local government, for example an economic development agency or State or local authorities; chartered by a State or local government, for example to include providing a nonprofit's articles of incorporation; funded in whole or in part by a State or local government, for example currently funded or previously funded during the organization's existence; and operated in whole or in part by or on behalf of a State or local government, for example with participation of State or local government officials in an organization's Board of Directors, Advisory Councils, and the like.

⁹ Agreement(s) with Partnership Intermediaries are not subject to the Federal Acquisition Regulations.

OTC throughout the program from pre-order activities through final closeout. The PO designs the selection process and down-selects performers.

Program Information Sheet: PO program summary submitted to OTC that initiates discussion between PO and OTC to determine if work is appropriate for the PIA and more detailed documents (SOE, SOO) should be developed. Standard information includes a brief/general description of the proposed work, rationale for use of the PIA, and funding source.

Senior Procurement Executive (SPE): DOE official who is responsible for management direction of the procurement system of the Department, including implementation of the unique procurement policies, regulations, and standards of the Department.

Statement of Effort (SOE): Developed by the PO (in coordination with the Intermediary and OTC), the SOE describes milestones and the payment schedule for work to be performed by sub-tier performers under the PIA.

Statement of Objectives (SOO): Developed by the PO (in coordination with the Partnership Intermediary and OTC), the SOO includes: (1) a detailed description of work to be performed under the PIA, (2) identification of funding, (3) statement that the identified funding is appropriate for the anticipated work under the PIA, and (4) identification of any required flow-down terms stemming from the identified funding/appropriations and/or special terms necessary or desired.

Appendix B: Program Office Checklist for Program Approvals Under the PIA

1. **Program Information Sheet**

- PO will complete the Program Information Sheet and will obtain any office-specific approvals (e.g., leadership and GC) required. PO must clear the program concept, authority, and funding source through PO GC prior to submitting the Program Information Sheet to OTC. PO will provide the Program Information Sheet to Office of Technology Commercialization (OTC) personnel for review. Once approved, OTC will coordinate and obtain approvals from Golden Field Office (GFO) General Counsel (GC) and GFO Agreements Officer (AO).

2. **Statement of Objective (SOO)**

- PO will complete the Statement of Objective and coordinate with PO GC and leadership.
- The PO will provide to OTC personnel for review.
- OTC will coordinate and obtain concurrences from GFO GC and GFO AO prior to sending to the Intermediary to obtain cost and technical proposal.

3. **Cost Proposal and Final SOO from the Intermediary**

- OTC will send cost and technical proposal from Intermediary to PO. OTC will send funding memo to PO.
- PO will review the cost and technical proposal and email OTC with acceptance of cost and technical proposal.
- PO will return signed funding memo to OTC.

5. **Cost Share requirements**

- GFO GC will coordinate with the PO GC to determine if cost share is required. The GFO GC will indicate cost share requirements in the final, approved Program Information Sheet.
 1. If requesting a cost share waiver, provide the signed waiver to the PIA AO.

6. **Research, Technology, and Economic Security (RTES)**

- PO must provide the SOO to the RTES Vetting Center for all PIA program orders for review. PO to take any required actions to ensure compliance prior to funding and performance of work.
 1. Confirmation of review should be sent to the OTC point of contact.

7. **National Environmental Policy Act (NEPA)**

- PO will send the SOO to their NEPA Office for NEPA determination on the program activities.
 1. Forward NEPA Determination to the OTC point of contact.

8. **Congressional 301 and OMB MAX Notifications** — *Required for programs with over \$1 million in program funding and must be submitted a minimum of 14 business days prior to announcement.*
- Once all required approvals have been obtained, the AO completes and submits the 301 Congressional Notifications and OMB MAX Notifications.
 1. The notification must be cleared prior to announcement and obligation of funding. A formal modification to the PIA will be done prior to announcement by the Intermediary.
9. **Obligation of Funding** – *Cannot occur before the above steps have been completed and OTC has signed off.*
- PO will prepare the requisition information documents for the Intermediary to engage on work.
 - PIA AO will obligate funding via STRIPES. AO will submit two requisitions through STRIPES: one for the program costs and one for administration costs.
10. **Announcement**
- PO and Intermediary to develop materials such as Opportunity Page and Announcement.
 - The PO may also post a press release or webpage which directs applicants to the Intermediary. The PO's communications processes should be followed.
 1. OTC will provide standard PIA language to be used in the announcement.
11. **Potential Performer Applications** – In most cases the work performed by the Intermediary will result in responses (applications) from potential performers to the PO for consideration. The decision for selection is considered inherently governmental and must be made by the PO.
12. **Performer Selection Process**
- PO will use its internal selection procedures to review applications from potential performers and make selections.
 1. POs must adhere to legal requirements for selections. OTC requires that the selection process be documented and defensible.
13. **Statement of Effort (SOE)**
- PO will draft the Statement of Effort for each performer and provide to OTC personnel for review and concurrence.
 - OTC personnel will provide to PIA GC and CO for approval, then to the Intermediary once completed.
 - The Intermediary will use the approved SOE to negotiate and enter B2Bs between the Intermediary and performer.
14. **Announcement of Programs**

- PO will use its internal communications processes to announce the projects following the signed negotiations.

15. **Program Order Work** – Performer will begin work, as agreed upon in the B2B.

- All projects will utilize firm-fixed-price, payments to be paid upon AO concurrence of completion of milestones and demonstrated by deliverables required in the SOE.
- When performers submit invoices, the PO and OTC will recommend approval or denial of invoices based upon the submitted deliverables. The AO will make the final approval or denial of invoices and release funding upon approval.