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Decision

Matter of: The MIL Corporation

File: B-424664; B-424664.2

Date: October 19, 2026

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D. Thomas Wilson, Esq., Department of the Navy, for the agency.
Glenn G. Wolcott, Esq., and April Y. Shields, Esq., Office of the General Counsel, GAO, participated in the preparation of the decision.

DIGEST

1. Protest is denied where agency reasonably determined that protester's offer failed to comply with the solicitation requirements regarding key personnel.
2. Where agency reasonably determined that protester's offer was unacceptable, protester does not qualify as an interested party to further challenge the procurement.

DECISION

The MIL Corporation, of Bowie, Maryland, protests the Department of the Navy's issuance of a task order to BAE Systems Technology Solutions & Services, Inc., of Rockville, Maryland, pursuant to request for offers (RFO) No. N0042124R3040, to provide various information technology (IT) services for the Naval Air Warfare Center Aircraft Division. MIL challenges various aspects of the agency's evaluation and source selection decision, including the assertion that the agency erroneously determined that MIL's proposal failed to comply with the solicitation requirements regarding key personnel. Protest at 13-23.¹

¹ In responding to this protest, the agency submitted all of the attachments to its report as a single electronic document; accordingly, in preparing our decision, it was necessary for GAO to separate the attachments into separate documents. The page (continued...)

We deny the protest in part and dismiss it in part.

BACKGROUND

On June 12, 2025, pursuant to subpart 16.5 of the Federal Acquisition Regulation (FAR), the agency issued the RFO to contractors holding SeaPort-NxG multiple-award contracts, seeking offers to provide labor in various specified labor categories to perform “rapid design, fabrication, installation/kitting, and fielding of systems and capability enhancements via technologically-derived solutions.” Agency Report (AR), Tab 1, RFO at 11. The solicitation provided that the agency “intends to make a fair opportunity selection and award one TO [task order] to the responsible Contractor whose offer conforms to the RFO requirements and is determined to have the Highest Technically Ranked Offer (HTRO) with a fair and reasonable price.” *Id.* at 91. The RFO further explained that the agency would “perform a comparative analysis, comparing . . . technical offers directly to each other considering the following elements: Sample Tasks and Key Personnel.” *Id.* at 92. Finally, the solicitation provided that, “[a]lthough the Government may waive informalities and minor irregularities in offers received, the failure to comply with terms and conditions of the RFO may adversely impact the Contractor’s evaluation results, and could result in the Contractor being removed from consideration for award.” *Id.* at 91.

With regard to key personnel, the solicitation stated that the agency “will evaluate each resume to ensure the proposed Key Personnel meet the minimum qualifications stated in Section C, SOW [statement of work] Paragraph 3.4.” *Id.* at 92. In this context, paragraph 3.4 of the SOW, headed “Personnel Qualifications,” contained a table that listed multiple labor categories (including, of relevance here, the key personnel category of industrial production manager) along with qualification requirements for each category; specifically, under the heading “Specific Degree Disciplines Required,” the table provided that personnel proposed for each listed labor category must hold either a bachelor’s degree or a master’s degree. *Id.* at 20-22. For some--but not all--of the labor categories, the solicitation also provided that the degree requirements could be met through a “qualifying substitution” of experience.² *Id.* at 21-22. For example, with regard to the labor category, “General and Operations Manager[], Senior,” the

numbers referenced in this decision are the PDF page numbers for the various pleadings submitted and the separated attachments to the agency report.

² Accordingly, under the heading “Qualification substitution chart,” the solicitation described the “allowable standard experience/education substitutions.” RFO at 20. Specifically, with regard to the requirement for a bachelor’s degree, the solicitation stated that an “[a]ssociate degree plus four years of additional work experience related to the applicable labor categor[y]” could be substituted. *Id.* Similarly with regard to the requirement for a master’s degree, the solicitation stated that a “[b]achelor’s degree plus four years of additional work experience related to the applicable labor categor[y]” could be substituted. *Id.*

solicitation stated: “Master’s degree in any discipline, *or a qualifying substitution.*” *Id.* at 21 (emphasis added). In contrast, for the key personnel labor category of “Industrial Production Manager[], Senior,” the solicitation stated: “Master’s degree in Engineering or Engineering discipline, Computer Science or IT discipline, or Technical discipline”-- but did not authorize any substitution for the required degree. *Id.*

On or before July 25, offers were submitted by five offerors, including MIL and BAE. In its offer responding to the requirement for an industrial production manager, MIL proposed a candidate who held only a bachelor’s degree with over 4 years of relevant work experience. Protest at 7. In evaluating MIL’s offer under the key personnel factor, the technical evaluation team (TET) concluded that MIL’s proposed candidate for the industrial production manager position “did not meet the degree requirements, as he holds a Bachelor’s degree while the position explicitly requires a Master’s degree with no substitution allowed.”³ AR, Tab 2, TET Report at 34. All of the offers were subsequently evaluated by the TET and, based on that evaluation, the TET concluded that BAE’s offer “represents the Highest Technically Ranked Offer.”⁴ *Id.* at 42.

Thereafter, the selection official performed an “independent assessment of the facts, findings, and analysis,” documented that assessment in his selection decision, and concurred with the TET that BAE “represents the Highest Technically Ranked Offer (HTRO) and has a fair and reasonable price” with its proposed price of \$156,141,117. AR, Tab 4, Selection Decision at 37. In reaching his determination, the selection official specifically addressed MIL’s offer with regard to the key personnel subfactor, concluding that: “MIL is technically unawardable due to failing a mandatory Key Personnel degree requirement.” *Id.* at 28.

Thereafter, MIL was notified that the task order had been issued to BAE. Following a debriefing, MIL filed this protest.⁵

DISCUSSION

In its protest, MIL challenges various aspects of the agency’s evaluation and source selection process, including complaining that the agency’s evaluation of key personnel applied an unstated evaluation factor. As discussed below, we conclude that the agency reasonably determined that MIL’s offer was unawardable due to its failure to

³ Notwithstanding this assessment, the TET ranked MIL’s offer as second, behind that of BAE’s. AR, Tab 2, TET Report at 42.

⁴ In selecting BAE’s offer as the highest technically ranked, the TET also stated that the other offers were “substantial and good overall, [but] did not measure up technically to BAE.” *Id.* at 41; see also AR, Tab 4, Selection Decision at 35.

⁵ As the value of the issued task order exceeds \$35 million, this protest is within our jurisdiction to hear protests related to the issuance of orders under multiple-award indefinite-delivery, indefinite-quantity contracts that were awarded under the authority of title 10 of the United States Code. 10 U.S.C. § 3406(f)(1)(B).

comply with the solicitation's key personnel requirements. Based on that determination, MIL does not qualify as an interested party to further challenge this procurement.

Evaluation of Key Personnel

First, MIL complains that the agency "disqualified MIL's proposed Industrial Production Manager[] . . . by reading into the Solicitation a requirement that appears nowhere in its text." Protest at 1. More specifically, based on the solicitation's "substitution chart," MIL asserts that the solicitation "broadly allowed offerors to substitute relevant work experience for a Master's Degree, without limitation." *Id.* at 1-2. Accordingly, MIL maintains that the agency improperly rejected MIL's offer as unacceptable. *Id.* at 13-17.

The agency responds by maintaining that the solicitation unambiguously advised offerors that substitution of experience for the degree requirements was permitted for some--but not all--of the labor categories. Contracting Officer's Statement and Memorandum of Law at 9-13. The agency points out that MIL's interpretation of the solicitation as authorizing substitutions of the degree requirements for all labor categories "without limitation," would render superfluous the solicitation provision that authorized "a qualifying substitution" for only some of the categories. *Id.*; see Req. for Partial Dismissal at 2-4. Accordingly, the agency maintains that the plain language of the solicitation, when read as a whole, clearly required offerors to comply with the stated degree requirements unless substitution was expressly authorized and, accordingly, maintains that the solicitation unambiguously required that personnel proposed to fill the position of industrial production manager were required to comply with the stated requirement for a master's degree. We agree with the agency.

In reviewing protests challenging an agency's evaluation under task order procurements conducted pursuant to RFOs, our Office does not reevaluate offers; rather, we review the record to determine whether the evaluation was reasonable, consistent with the terms of the solicitation, and compliant with procurement statutes and regulations. *Ball Aerospace & Techs. Corp.*, B-411359, B-411359.2, July 16, 2015, at 7. Where a protester and agency disagree over the meaning of solicitation language, we review the plain language of the solicitation, reading the solicitation as a whole and in a manner that gives effect to all of its provisions. *Federal Working Grp., Inc.*, B-422251.7, Sept. 10, 2024, at 7; *Peraton Inc.*, B-422585 *et al.*, Aug. 16, 2024, at 14. To be reasonable, and therefore valid, an interpretation must be consistent with such a reading. *Peraton, supra*. In this context, a solicitation contains an ambiguity only where there are at least two reasonable interpretations of the solicitation's terms. See *DAI Global, LLC*, B-416992, Jan. 17, 2019, at 4-5. Where we find that the language of the solicitation reflects only one reasonable interpretation and is therefore unambiguous, our inquiry ceases. *Id.*

Here, we conclude that the agency has presented the only reasonable interpretation of the solicitation. More specifically, MIL's interpretation would render meaningless the specific language in the solicitation that authorized substitution of experience for degree requirements--but only for certain labor categories; that is, we find unreasonable MIL's

assertion that, despite the solicitation's selective authorization of substitution for some of the labor categories, such authorization extended to all categories. As noted above, to be reasonable, an interpretation must give meaningful effect to all of the solicitation's provisions. MIL's reliance on an unlimited application of the solicitation's "substitution chart"--which clearly established the parameters for substitution in labor categories where substitution was expressly authorized--would render meaningless the solicitation's specific authorization provisions. Accordingly, based on the record, we reject MIL's assertion that the agency applied unstated evaluation criteria.

Rather, the agency properly determined that MIL's offer failed to comply with the solicitation's requirements and was, therefore, unacceptable. As noted above, for the industrial production manager position, the solicitation required a "Master's degree in Engineering or Engineering discipline, Computer Science or IT discipline, or Technical discipline," RFO at 21, and there is no dispute that MIL's proposed key person did not hold such a degree. MIL's protest challenging the agency's determination is denied.

Other Allegations

In pursuing this protest, MIL has also raised other allegations regarding the agency's evaluation and source selection process, including complaints regarding the evaluation of sample tasks and alleged organizational conflicts of interest. See Protest at 17-22; Comments and Supp. Protest at 9-30. Based on our determination that the agency properly determined that MIL's offer failed to comply with the solicitation's key personnel requirements, rendering the offer "technically unawardable" and therefore ineligible for award, MIL does not qualify as an interested party to further challenge this procurement.⁶ See AR, Tab 4, Selection Decision at 28.

Our Bid Protest Regulations define an interested party as an actual or prospective bidder or offeror whose direct economic interest would be affected by the award of a contract or the failure to award a contract. 4 C.F.R. § 21.0(a)(1). Where, as here, the agency properly determines that a protester's proposal is unacceptable, the protester does not qualify as an interested party to further challenge the procurement. See, e.g., *Favor TechConsulting, LLC*, B-420279 *et al.*, Jan. 7, 2022, at 9; *American Native*

⁶ As noted above, the agency determined that the offers submitted by the other three offerors were "substantial and good overall"--a determination that MIL does not challenge. AR, Tab 2, TET Report at 41; AR, Tab 4, Selection Decision at 35.

Veterans of Louisiana, B-414555.2, July 11, 2017, at 6. Accordingly, MIL's additional complaints regarding this procurement are dismissed.

The protest is denied in part and dismissed in part.

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General Counsel