



**DOCUMENT FOR PUBLIC RELEASE**

The decision issued on the date below was subject to a GAO Protective Order. This redacted version has been approved for public release.

## Decision

**Matter of:** Tetra Tech AMT  
**File:** B-411934.2; B-411934.3  
**Date:** May 17, 2016

---

Holly A. Roth., Esq., David E. Frulla, Esq., and Elizabeth C. Johnson, Esq., Kelley Drye & Warren LLP, for the protester.  
Craig A. Holman, Esq., Lauren J. Schlanger, Esq., Emma Dinan, Esq., and Thomas Dallas McSorley, Esq., Arnold & Porter LLP, for Dell Services Federal Government, Inc., the intervenor.  
Benjamin I. Klein, Esq., National Science Foundation, for the agency.  
Robert T. Wu, Esq., and Tania Calhoun, Esq., Office of the General Counsel, GAO, participated in the preparation of the decision.

---

### DIGEST

Protest that the agency engaged in misleading and unequal discussions, and unreasonably evaluated quotations in the award of a blanket purchase agreement and task order, is denied where the record shows that discussions were not misleading or unequal and that the agency's evaluation was reasonable and consistent with the terms of the solicitation.

---

### DECISION

Tetra Tech AMT, of Arlington, Virginia, protests the award of a blanket purchase agreement (BPA) and task order to Dell Services Federal Government, Inc., of Fairfax, Virginia, by the National Science Foundation (NSF) under request for quotations (RFQ) No. DACS15Q0011 for information technology services. Tetra Tech argues that the agency engaged in misleading and unequal discussions and failed to reasonably evaluate vendors' quotations.

We deny the protest.

### BACKGROUND

The RFQ, issued on February 3, 2015, sought quotations from holders of the General Services Administration's (GSA) Federal Supply Schedule (FSS), Schedule 70 contracts for information technology services. RFQ at 1; Agency Report (AR),

Source Selection Decision Document (SSDD), at 1. The RFQ was issued utilizing Federal Acquisition Regulation (FAR) Subpart 8.4 procedures for a single-award BPA. RFQ at 1.

Quotations were to be evaluated considering price and the following non-price factors listed in descending order of importance: management approach, technical approach, key personnel, and past performance. Id. at 23. As relevant here, under the key personnel factor the agency was to “assess the qualifications of quoted key personnel, as well as their depth and breadth of experience for performing tasks as described in the Statement of Work.” RFQ at 23. Price was to be evaluated for reasonableness. Id. at 24.

The RFQ required quotations to be submitted in six volumes and established page limit and format limitations for each volume. RFQ, Amendment 0001, at 2. For example, Volume I - BPA and Task Order 1, had a limit of 35 pages, single-spaced, with stated font size and type. Id. Vendors were instructed that the agency would evaluate only up to the page maximums as noted for each volume submission, and that any pages beyond the stated limits would not be considered. Id. at 3.

NSF received quotations from four vendors, including Dell and Tetra Tech. AR, SSDD, at 1. After an initial award decision to Dell was protested to our Office, the agency undertook corrective action, which included requesting revisions from the four competing vendors and reevaluating quotations. Id. at 1-2. In the request for revisions conveyed to the four vendors, NSF included the following instructions:

NSF is inviting your organization to submit a quote revision that is consistent with all instructions and requirements as noted in [the RFQ]. All quote revision material must be consistent with [the RFQ] instructions and requirements to be eligible for award consideration.

AR, Request for Quote Revision - Tetra Tech, at 2; Request for Quote Revision - Dell, at 2.

Vendors were encouraged to revise their quotations only to address the additional weaknesses, findings and concerns identified in the findings attachment to each email. Id. Revised quotations were to be evaluated “using the same structure as indicated in the RFQ.” Id. The revision requests to both Dell and Tetra Tech also included the following instruction:

Submit the following information in response to this quote revision invitation:

Volume I revision (where applicable)  
Volume II revision (where applicable)  
Volume III revision (where applicable)

Volume IV revision (where applicable)  
Volume V revision (where applicable)  
Volume VI revision (where applicable)  
Respond to NSF's findings attachment by referencing quote revision page numbers (Submission will not count against the RFQ page limit)

Id.

Both Tetra Tech and Dell separately emailed the contracting officer to ask one question about the quotation revision instructions. Tetra Tech asked a question about the revision of its price quotation, to which the agency responded that the firm could adjust its price as appropriate. AR, Request for Quotation Revision - Tetra Tech, at 1. Dell asked the following question:

Are offers still required to adhere to the same 35 page constraint as mandated in RFQ Amendment [0001]? To thoroughly address the concerns in the summary of finding, DSFG respectfully request additional page allocation.

AR, Request for Quotation Revision - Dell, at 1. The contracting officer responded to Dell, "[t]he RFQ page limit remains for quote resubmission." Id.

The agency received timely revised quotations from two vendors, Dell and Tetra Tech, which were evaluated as follows:

	<b>Dell</b>	<b>Tetra Tech</b>
Management Approach	Very Good	Very Good
Technical Approach	Satisfactory	Unsatisfactory
Key Personnel	Marginal	Very Good
Past Performance	Very Good	Very Good
<b>Overall Rating</b>	Very Good	Unsatisfactory
<b>Price</b>	\$51,144,220	\$57,915,818

AR, SSDD, at 2-3, 21.

As relevant to the issues in this protest, the record shows that Tetra Tech submitted 47 pages for its Volume I submission, comprised of 19 pages covering management approach and 29 pages for its technical approach. Id. at 10-11; AR, Tetra Tech Revised Quotation - Volume 1A and 1B. Due to the RFQ's 35-page restriction for Volume I, the contracting officer provided Tetra Tech's 19-page management approach and the first 17 pages of the firm's technical approach to the evaluators, which included an allowance by the contracting officer for blank parts of pages. AR, SSDD, at 11. The record also indicates that NSF considered, as part of its evaluation, past performance and key personnel information that was included in

Tetra Tech's original quotation, but omitted from the revised quotation. AR, SSDD, at 11; compare AR, Tetra Tech Initial Quotation - Volume I; Tetra Tech Revised Quotation - Volume IA and 1B.<sup>1</sup>

As noted above, Tetra Tech's management approach was rated very good but its technical approach was rated unsatisfactory. The record shows that the basis for the unsatisfactory rating was that the evaluators were not able to evaluate Tetra Tech's response to nine of the solicitation's requirements for Task Order 1, including a majority of the core operations requirements, and entire sections for information technology specialist work and special projects. AR, SSDD, at 11-12; Task Order 1 Statement of Work (SOW), at 19-33.

The source selection authority (SSA) conducted a best-value tradeoff between Dell and Tetra Tech finding that both offerors were essentially equal under the management approach and past performance factors. AR, SSDD, at 22. The SSA noted that Tetra Tech's quotation was "clearly better" under the key personnel factor, but Dell's satisfactory rating compared with Tetra Tech's unsatisfactory rating under the technical approach factor was "a clear separation in this trade-off." Id. With respect to the technical approach factor, the SSA concluded that "Tetra Tech would need significant revisions to its quote to be responsive to the requirement." Id. The SSA ultimately awarded the BPA to Dell finding that the firm's quotation represented the overall highest-rated technical quote provided at the lowest price. Id. at 23. This protest followed.

## DISCUSSION

Tetra Tech raises various challenges to NSF's evaluation of the two quotations. The firm's most significant challenges are to the agency's decision to exclude from consideration portions of its quotation for exceeding the RFQ's stated page limit, which led to the unsatisfactory rating under the technical approach factor, and to the allegedly unreasonable evaluation of Dell's quotation under the key personnel factor. We have considered all of Tetra Tech's allegations and find none provide a basis to sustain the protest.

---

<sup>1</sup> The source selection decision notes, "[i]n an effort to maximize competition and notwithstanding that Tetra Tech included no narrative support in its Volume I submission related to its Key Personnel or Past Performance, NSF determined to review and consider Tetra Tech's previously submitted key personnel resumes and past performance questionnaires as it submitted no revisions related to these attachments." AR, SSDD, at 11.

## Evaluation of Tetra Tech's Quotation

Tetra Tech alleges that the agency engaged in misleading discussions because it represented in its instructions to vendors that revisions to quotation submissions would not count against the RFQ page limit. Protest at 10-11. The protester also alleges that the agency failed to properly consider the firm's entire quotation as it improperly enforced the RFQ's page limitations after allegedly advising vendors that revised submissions would not count against the page limitations. Id. at 12-13. Finally, Tetra Tech alleges that NSF engaged in unequal discussions because it advised Dell, and not Tetra Tech, that the page limitations applied to the revised submission. Supp. Protest at 3-4.

The agency responds that the page limit instructions sent to both vendors were unambiguous and that discussions were not misleading. Legal Memorandum at 14. The agency argues that nothing in the instructions conveyed a waiver of the page limits for the revised quotations. Id. at 15. With respect to the specific RFQ language relied on by the protester, namely, "[r]espond to NSF's findings attachment by referencing quote revision page numbers (Submission will not count against the RFQ page limit)," the agency argues that it refers not to the entire revised quotation, but to the separate attachment itself. Id. at 14. Finally, NSF argues that discussions were not unequal because the instructions to vendors were unambiguous and both vendors were treated equally with respect to quotation revisions. Supp. Legal Memorandum at 2-3.

As a general matter, offerors must prepare their proposals within the format limitations set out in an agency's solicitation, including any applicable page limits. ManTech Advanced Sys. Int'l, Inc., B-409596, B-409596.2, June 13, 2014, 2014 CPD ¶ 178 at 3. Offerors that exceed a solicitation's established page limitations assume the risk that the agency will not consider the excess pages. Id. Where a protester and agency disagree over the meaning of solicitation language, we will resolve the matter by reading the solicitation as a whole and in a manner that gives effect to all of its provisions; to be reasonable, and therefore valid, an interpretation must be consistent with the solicitation when read as a whole and in a reasonable manner. Alluviam LLC, B-297280, Dec. 15, 2005, 2005 CPD ¶ 223 at 2.

We agree with the agency that the parenthetical language at issue unambiguously refers to the vendor's response to the agency's findings attachment, and not the entire revised quotation submission. Moreover, the remainder of the instructions makes clear that revised quotation submissions were to be consistent with all instructions and requirements of the RFQ, which included the RFQ's page limitations. As the RFQ language was unambiguous and the relevant page limitations were effective for revised quotation submissions, the record shows that the agency properly excluded pages in excess of the stated 35-page limit for Volume I. Moreover, since the instructions were unambiguous, we conclude that

discussions with respect to page limitations were not misleading, and the record does not support Tetra Tech's allegation of unequal treatment during discussions.

In conducting discussions with offerors, agencies may not engage in what amounts to disparate treatment of the competing offerors. Front Line Apparel Group, B-295989, June 1, 2005, 2005 CPD ¶ 116 at 3-4. In light of this requirement, Tetra Tech argues NSF had an obligation to inform Tetra Tech, as it had Dell, that the RFQ page limits remained in effect for the quote submission. However, both Dell and Tetra Tech received exactly the same instructions regarding the rules for submission of revised quotations, instructions which unambiguously conveyed to vendors that quotation submissions were to comply with all instructions and requirements of the RFQ. Contrary to Tetra Tech's argument, it was on notice from the instructions that page limits remained in effect for the revised submission. That Dell asked for relief from the page limitation, and was not granted such relief by the agency, does not make the instructions any less clear, and does not evidence unequal treatment by the agency.<sup>2</sup>

Since we conclude that the agency properly excluded the portions of Tetra Tech's quotation that exceeded the page limitations stated in the RFQ, and are provided no other basis to question the agency's resulting assignment of an unsatisfactory rating to the firm's quotation under the technical approach factor, we conclude that the evaluation was reasonable in this regard.

Tetra Tech also challenges two weaknesses assigned to its own quotation, alleges unequal treatment of its quotation vis-à-vis Dell's, and asserts that the agency misapplied the RFQ's weighting scheme. We need not address these allegations in detail, since having been found to be unsatisfactory under the technical approach factor, we conclude that Tetra Tech cannot show it was prejudiced by any of these alleged procurement errors. See Bannum, Inc., B-408838, Dec. 11, 2013, 2013 CPD ¶ 288 at 4 (prejudice is an element of every viable protest).<sup>3</sup> In any event, we have reviewed these allegations and find them to be without merit.

---

<sup>2</sup> The parties discuss at length whether the instructions were ambiguous, and that if ambiguous, Tetra Tech argues that the burden fell on the agency to correct the ambiguity by communicating with both vendors. See Legal Memorandum at 16-17; Protester's Comments at 7-9. However, since we conclude that the instructions were not ambiguous, we need not address these arguments further.

<sup>3</sup> While the RFQ does not specifically provide that quotations will be excluded from further consideration for receiving an unsatisfactory rating under any of the factors, the language of the source selection decision, particularly that the SSA found Tetra Tech's quotation to require significant revisions to be responsive, reasonably supports the conclusion that the firm's quotation was not awardable as submitted.

For example, Tetra Tech challenges the assignment of a weakness to its quotation under the management approach factor for proposing two labor categories that structured education/experience requirements in such a way that the agency thought might prohibit junior-level personnel from advancing to the next level, which might result in attrition. Protest 14-15; AR, SSDD, at 12. Tetra Tech also alleges that Dell's quotation suffered from a similar infirmity, but was not assigned a weakness. Supp. Protest at 6. NSF responds, in essence, that the weakness in Tetra Tech's quote was supported because the labor categories did not offer substitution of experience for education in its higher-level labor category, whereas Dell's relevant labor categories did. Legal Memorandum at 20; Supp. Legal Memorandum at 4-6.

A review of the record confirms the reasonableness of the weakness assigned to Tetra Tech's quotation based on the minimum requirements for each labor category. The record also supports the differential treatment of quotations by the agency based on the distinctions noted by the agency. See Paragon Sys., Inc.; SecTek, Inc., B-409066.2, B-409066.3, June 4, 2014, 2014 CPD ¶ 169 at 7 (finding differential ratings reasonable based on differences in proposal).

#### Evaluation of Dell's Quotation

We now turn to Tetra Tech's remaining challenge to the suitability of Dell's quotation for award.<sup>4</sup> Tetra Tech argues that NSF unreasonably evaluated Dell's quotation by assigning the firm a marginal rating instead of an unsatisfactory rating under the key personnel factor. The protester argues that Dell's quotation failed to comply with the RFQ's requirements since the firm proposed three unqualified key personnel, and thus warranted an unsatisfactory rating. Supp. Protest at 8-9. Our review of the record provides no basis to question the agency's judgment in this regard.

Where, as here, an agency issues an RFQ to FSS contractors under FAR subpart 8.4 and conducts a competition, we will review the record to ensure that the agency's evaluation is reasonable and consistent with the terms of the solicitation. See GC Servs. Ltd. P'ship, B-298102, B-298102.3, June 14, 2006, 2006 CPD ¶ 96 at 6. The evaluation of technical proposals is a matter within the discretion of the contracting agency. SRA Int'l, Inc., B-408624, B-408624.2, Nov. 25, 2013, 2013

---

<sup>4</sup> Prior to submission of the agency report, NSF argued that Tetra Tech lacked standing to challenge the evaluation of Dell's quotation because its own quotation was ineligible for award. See generally Request for Dismissal. We declined to grant the agency's request for dismissal, in part, because Tetra Tech challenged the acceptability of Dell's quotation. AR, SSDD, at 2; See Armed Forces Merchandise Outlet, Inc., B-294281, Oct. 12, 2004, 2004 CPD ¶ 218 at 4-5 (technically unacceptable offeror had standing to challenge acceptability of awardee, where awardee was only other offeror eligible for award).

CPD ¶ 275 at 4. As a result, in reviewing an agency's evaluation, we will not reevaluate technical proposals, but instead will examine the agency's evaluation to ensure that it was reasonable and consistent with the solicitation's stated evaluation criteria and with procurement statutes and regulations. Id.

The record shows that the agency assigned three weaknesses to Dell's quotation under the key personnel factor, one for each of three key personnel. For the Operations Manager and the Deputy Program Manager, the evaluators found that the experience identified on their resumes was "not closely aligned or relevant for the position as quoted." AR, SSDD, at 9-10. In both instances, the evaluators found that this led to a risk that the identified managerial experience may not be transferable to the environment stated in the RFQ. Id. For the Help Desk Manager, the agency recognized that the individual had certain training, but assigned a weakness because the individual was not certified as well. Id. at 10.

Tetra Tech argues that Dell's quotation warranted an unsatisfactory rating under the key personnel factor because three of six proposed key personnel did not have requisite relevant experience to satisfy the requirements of the RFQ. Supp. Protest at 7-8. As support, the protester cites to excerpted language in the SSDD such as that quoted above. Id. Importantly, Tetra Tech does not contrast any specific element of Dell's quotation with the RFQ's requirements. In other words, Tetra Tech accepts the agency's assessment of the weaknesses for these key personnel, but simply disagrees with the agency's ultimate conclusion.

NSF responds that the protester's arguments are mere disagreement with the agency's evaluation. The agency asserts that Tetra Tech improperly conflates the agency's own recognition of weaknesses identified in Dell's quotation to evidence failure to comply with material requirements of the RFQ. Supp. Legal Memorandum at 6. In each instance where a weakness was assigned, the agency asserts that the evaluators properly recognized risks in Dell's quotation, but that the record does not show that Dell failed to meet material requirements of the RFQ. Id. at 6-8. We have no basis to question the agency's evaluation in this regard.

With respect to the Help Desk Manager, the protester has not shown, nor could we find, any requirement that the individual have certification as opposed to training, which is the basis for the assigned weakness. Thus, the protester has made no showing that this individual failed to meet a material requirement of the RFQ. With respect to the Operations Manager and Deputy Program Manager, the record shows that each had substantial work experience, including managerial experience, but that the agency's concern was that their management experience might not be transferrable to this procurement. AR, SSDD, at 9-10; Dell Quotation Revised Volume I, at A-3/4, A-8/9. Again, the protester has not shown why these key personnel did not meet any particular minimum requirement of the RFQ. Without such a showing we have no basis to question the agency's decision to assess

weaknesses to Dell's quotation supporting a marginal rating under the key personnel factor.

The protest is denied.

Susan A. Poling  
General Counsel