

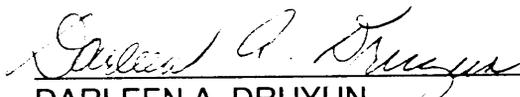
**Overarching Principles
Between The Department of The Air Force
and
GTE Government Systems
Concerning Use of Alternative Dispute Resolution Processes**

The Department of the Air Force (Air Force) and GTE Government Systems share a mutual objective to supply America's warfighters with technologically advanced and reliable equipment in a timely manner to promote swift, safe and successful accomplishment of the national defense mission. Drawn out litigation consumes resources and funds, detracting from this mission accomplishment. We recognize that for many business disputes there is a less expensive, more effective method of resolution than the traditional lawsuit. Alternative Dispute Resolution (ADR) procedures involve collaborative techniques which can often spare the Air Force and GTE the high cost and wear and tear of litigation.

In recognition of the foregoing, we confirm our mutual commitment to consider the use of ADR processes in accordance with the following principles:

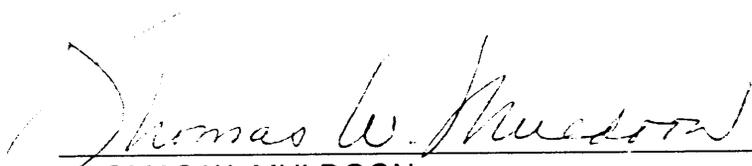
- Conduct our existing and prospective future business in a manner that will avoid or minimize disputes.
- Following contract award, all Air Force/GTE teams are encouraged to jointly review a particular contract's goals and objectives and identify all potential obstacles to its timely and effective completion. The team will periodically assess progress and success in overcoming these obstacles.
- Resolve all contractual issues in controversy at the program/contract execution level whenever possible, recognizing that the best knowledge of the issues involved is generally at the program level, and that resolution of problems at the contract execution level fosters teamwork in pursuing mutually satisfactory solutions.
- In the event an issue in controversy cannot be resolved through contracting officer negotiation, ADR, which involves various collaborative techniques to facilitate resolution, may be used to settle the dispute prior to or in lieu of litigation in accordance with FAR 33.214(c)
- Air Force and GTE management will be advised in a timely manner of any failure to make satisfactory progress in a dispute resolution at the contract execution level and will work together to support use of ADR to achieve settlement.

- Consistent with FAR 33.214, specific ADR collaborative techniques, timelines and identification of neutrals appropriate to the issues in controversy will be mutually agreed to in writing before the ADR process begins.
- If it is necessary for the parties to protect information during the ADR process, the parties will enter into a confidentiality agreement to maintain such information in confidence to the extent permitted by law.
- This document shall not be used to alter, supplement, or deviate from the terms of the contract(s). Any changes to the contract(s) must be made by the Contracting Officer in accordance with and as provided under the terms of the written contract.
- In the event either party believes that a particular dispute is not well-suited to ADR or is dissatisfied with progress being made and/or the results of a particular ADR proceeding, that party may elect not to use ADR or to opt out of the ADR process, by notifying the other party in writing, and proceed as otherwise provided under contract, regulation or statute.
- This Agreement does not waive or obviate any legal or equitable right or remedy or create any legally enforceable duties. The Partnering concept described herein is a team relationship that promotes the achievement of mutually beneficial goals.



DARLEEN A. DRUYUN
Principal Deputy Assistant Secretary
of the Air Force (Acquisition & Management)

2-9-99
Date



THOMAS W. MULDOON
President
GTE Government Systems

12/21/98
Date