

Justification for Other than Full and Open Competition – Amended

A. Justification

1. Contracting Office:

Defense Commissary Agency (DeCA), Acquisition Management Directorate, Resale Division, 1300 Eisenhower Ave, Fort Lee, VA 23801

2. Type of Contracting Action:

This Justification and Approval (J&A) authorizes the award of a sole-source, single-award indefinite delivery, indefinite quantity (IDIQ) contract for the supply of brand-name commercial products for resale in DeCA commissaries listed in Attachment A and associated full-line distribution of such goods. The intended awardee is C&S Wholesale Grocers, LLC (C&S) or its subsidiaries, including MDV SpartanNash LLC.

3. Description of the Supplies/Services:

DeCA requires contracts for the purchase of a broad range of resale goods for designated commissary locations. The principal purpose of this action is to furnish grocery and other resale items needed for commissary operations through a single contractor per commissary. The contract also includes incidental supply-chain functions necessary to support the furnishing of those goods. The period of performance consists of a five-year base period, five (5), one-year option periods, and up to five (5) one-year earned incentive periods for a total potential duration of up to 15 years if all options are exercised and incentive periods are awarded.

4. Authorities Cited:

(a) Pursuant to 10 U.S.C. § 2484(f), as implemented by FAR 6.103-5 under DoW Class Deviation DARS Tracking No. 2026-O0017 (Revolutionary FAR Overhaul Part 6, DFARS Part 206), DeCA may use other than full and open competition for the procurement of brand-name commercial products for authorized resale at DeCA commissaries.

(b) In addition, FAR 6.103-1 under DoW Class Deviation DARS Tracking No. 2026-O0017, and 10 U.S.C. § 3204(a)(1), supports this action because, for DoW, that authority extends to circumstances in which only a limited number of responsible sources can satisfy agency requirements. For the commissaries in Attachment B, CPFD is the only responsible source identified as capable of meeting the requirement within the required schedule and operational constraints.

5. Reasons for Authorities Cited:

Pursuant to the authority granted under 10 U.S.C. § 2484(f) and as justified under FAR 6.103-1, market research concluded that only C&S possesses the requisite, pre-existing capabilities and infrastructure to supply brand-name products and provide the incidental delivery to the commissaries listed in Attachment A. While a small number of full-line distributors exist nationally, the substantial time and cost for any new entrant to replicate C&S's unique qualifications would cause unacceptable schedule delays and a duplication of cost not expected to be recovered through competition. This finding, which validates the use of the cited authorities, is based on C&S's unique qualifications as documented in the market research report.

Justification for Other than Full and Open Competition – Amended

1) Physical Infrastructure: The multimillion-dollar capital investment to build or retrofit a national distribution network of secure, multi-temperature warehouses that meet DeCA's specific force protection and food handling standards.

2) Specialized Transportation Fleet: The need to acquire and maintain a dedicated fleet of multi-temperature trailers designed for the high-volume, long-haul, and delivery requirements specific to the covered commissaries in Attachment A.

Replicating this ecosystem would require an extensive implementation period. This delay is unacceptable as it would directly impede the fulfillment of DeCA's statutory mission under 10 U.S.C. § 2484(a).

6. Efforts to Obtain Competition:

DeCA has conducted extensive market research as discussed in Paragraph 8. Through its extensive market research, DeCA took significant steps to solicit from as many potential sources as practicable. Based on this research, DECA concluded only C&S has the necessary existing infrastructure, capability and readiness and network of commercial agreements required to fulfill this contract without unacceptable delays and duplication of costs.

7. Fair and Reasonable Cost Determination:

The Contracting Officer will ensure that contract terms, conditions and price are commensurate with the Government's need. Price reasonableness will be established in accordance with DoD Deviation 2026-00048 DFARS PGI 215.402-70(b). This action is exempt from the requirement for submission of certified cost or pricing data. The Government possesses sufficient data to determine price reasonableness. The Government possesses historical full-line distribution cost data for relevant brand-name commercial products for resale in, at, or by commissary stores.

8. Market Research:

In accordance with FAR Part 10, the Government conducted extensive market research to determine the most suitable acquisition strategy to meet the agency's needs. The objective of this research was to solicit information from as many potential sources as is practicable and to identify the full extent of commercial capabilities available in the marketplace. The multi-phased approach included a third-party analysis to define the Government's minimum requirements, a broad market survey of all known industry participants via a Request for Information (RFI), and direct engagement with interested parties through multiple listening sessions. This market research concluded that the national grocery distribution market is highly consolidated, and while several sources expressed initial interest, it confirmed that only the proposed awardee possessed the existing infrastructure and specialized capabilities to meet the agency's full requirements without introducing unacceptable cost and schedule risk. Other potential sources were determined not to meet the Government's minimum needs based on documented limitations.

9. Other Factors:

DeCA commissaries are statutorily required to operate similarly to a commercial grocery store. Market research confirmed that only a small number of companies in the grocery industry can provide the

necessary full-line distribution capabilities. DeCA's unique requirements—including advanced electronic data interchange, mandated patron savings, and the geographic location of its commissaries—further narrow the pool of qualified contractors. The research also supported a two-region strategy as the most feasible approach identified to achieve scale, reduce complexity, and align with existing commercial distribution patterns.¹ This approach avoids a "patchwork" of regional distribution patterns, which would prevent the use of large-scale commercial distribution centers, create disparate pricing models, and complicate administration. The contemplated regional division aligns with established commercial distribution patterns and geographical logistics realities.

For the commissaries in Attachment A, only C&S was found to possess the requisite, pre-existing capabilities and infrastructure necessary to perform the contract successfully. The substantial time and cost for a new entrant to replicate this infrastructure would not be recovered through competition, validating the use of the cited authorities.

10. Interested Sources:

- (a) C&S Wholesale Grocers, LLC (C&S) and SpartanNash Company (acquired by C&S)
- (b) Coastal Pacific Food Distributors, Inc.
- (c) United Natural Foods, Inc.
- (d) Associated Wholesale Grocers, Inc.
- (e) DHL Supply Chain
- (f) KeHE Distributors, LLC

11. Actions to Increase/Foster Competition:

DeCA will periodically re-evaluate the marketplace through sources sought notices and other market research tools to assess if new vendors emerge who have developed the capabilities necessary to meet DeCA's stringent requirements. The defined contract structure provides future opportunities to re compete this requirement should the market evolve and other viable sources become available.

Approved by the Senior Procurement Executive on September 26, 2026.

¹ A separate Justification for Other than Full and Open Competition has been issued by DeCA for the other region.

ATTACHMENT A

Delivery Points

Zone Name	Store DoDAAC	Store Name
FLORIDA	HQCSJ5	MAYPORT NS
FLORIDA	HQCSJL	JACKSONVILLE NAS
FLORIDA	HQCSJM	KEY WEST NAS
FLORIDA	HQCSJN	MACDILL AFB
FLORIDA	HQCSJP	PATRICK SFB
FLORIDA	HQCSJR	TYNDALL AFB
FLORIDA	HQCSJS	WHITING FIELD NAS
FLORIDA	HQCSJT	HURLBURT FIELD
FLORIDA	HQCSK3	EGLIN AFB
FLORIDA	HQCSKC	PENSACOLA NAS
CENTRAL TEXAS	HQCMC1	GOODFELLOW AFB
CENTRAL TEXAS	HQCMC2	FORT HOOD - CLEAR CREEK
CENTRAL TEXAS	HQCMC3	FORT HOOD - WARRIOR WAY
CENTRAL TEXAS	HQCMC5	KINGSVILLE NAS
CENTRAL TEXAS	HQCMC6	LACKLAND
CENTRAL TEXAS	HQCMC7	LAUGHLIN AFB
CENTRAL TEXAS	HQCMC8	RANDOLPH
CENTRAL TEXAS	HQCMCY	CORPUS CHRISTI NAS
CENTRAL TEXAS	HQCMCZ	DYESS AFB
CENTRAL TEXAS	HQCMDA	FORT SAM HOUSTON
CENTRAL TEXAS	HQCMDK	FORT WORTH NAS
DELTA GULF	HQCSJB	GUNTER AFB
DELTA GULF	HQCSJC	MAXWELL AFB
DELTA GULF	HQCSJH	FORT RUCKER

Justification for Other than Full and Open Competition – Amended

DELTA GULF	HQCSJQ	NEW ORLEANS NAS JRB
DELTA GULF	HQCSKA	BARKSDALE AFB
DELTA GULF	HQCSKB	FORT POLK
DELTA GULF	HQCSKE	COLUMBUS AFB
DELTA GULF	HQCSKF	GULFPORT NCBC
DELTA GULF	HQCSKG	KEESLER AFB
DELTA GULF	HQCSKH	MERIDIAN NAS
CENTRAL	HQCCAC	LITTLE ROCK AFB
CENTRAL	HQCCAM	FORT CAMPBELL
CENTRAL	HQCCAV	SCOTT AFB
CENTRAL	HQCCAW	FORT LEONARD WOOD
CENTRAL	HQCCAX	WHITEMAN AFB
CENTRAL	HQCCRG	RICHARDS-GEBAUR
CENTRAL	HQCSJ9	MEMPHIS NSA
CENTRAL	HQCSJF	REDSTONE ARSENAL
CENTRAL	HQCSK6	ARNOLD AFB
OHIO VALLEY	HQCCA7	WRIGHT-PATTERSON AFB
OHIO VALLEY	HQCCAG	GREAT LAKES NS
OHIO VALLEY	HQCCAH	ROCK ISLAND ARSENAL
OHIO VALLEY	HQCCAJ	HARRISON VILLAGE
OHIO VALLEY	HQCCAK	CRANE NSA
OHIO VALLEY	HQCCAN	FORT KNOX
OHIO VALLEY	HQCCAQ	FORT MCCOY
OHIO VALLEY	HQCCAS	SELFREDGE ANG BASE
OHIO VALLEY	HQCNFA	PITTSBURGH AREA
NEBRASKA TEXAS	HQCMCG	FORT RILEY
NEBRASKA TEXAS	HQCMCH	MCCONNELL AFB
NEBRASKA TEXAS	HQCMCM	OFFUTT AFB
NEBRASKA TEXAS	HQCMCP	ALTUS AFB

Justification for Other than Full and Open Competition – Amended

NEBRASKA TEXAS	HQCMCQ	FORT SILL
NEBRASKA TEXAS	HQCMCR	TINKER AFB
NEBRASKA TEXAS	HQCMCS	VANCE AFB
NEBRASKA TEXAS	HQCMDC	SHEPPARD AFB
NEBRASKA TEXAS	HQCMDR	FORT LEAVENWORTH
LANGLEY	HQCCBB	FORT EUSTIS
LANGLEY	HQCCBC	FORT LEE
LANGLEY	HQCCBF	LANGLEY AFB
LANGLEY	HQCCBG	LITTLE CREEK NAVPHIBASE
LANGLEY	HQCCBH	NORFOLK NAVSTA
LANGLEY	HQCCBJ	OCEANA NAS
LANGLEY	HQCCBK	PORTSMOUTH NNSY
LANGLEY	HQCNAB	PATUXENT RIVER NAS
LANGLEY	HQCNFK	DAHLGREN NSF
BELVOIR	HQCNEB	BOLLING AFB
BELVOIR	HQCNEK	ANDREWS AFB
BELVOIR	HQCNEL	ANNAPOLIS NSA
BELVOIR	HQCNFF	FORT BELVOIR
BELVOIR	HQCNFH	FORT MYER
BELVOIR	HQCNFJ	QUANTICO MCB
BELVOIR	HQCNFN	FORT DETRICK
BELVOIR	HQCSKU	FORT BUCHANAN
	HQCNEF	FOREST GLEN
CAROLINA	HQCCA1	CAMP LEJEUNE MCB
CAROLINA	HQCCA3	NEW RIVER MCAS
CAROLINA	HQCCA6	SEYMOUR JOHNSON AFB
CAROLINA	HQCCAY	FORT BRAGG NORTH
CAROLINA	HQCCAZ	CHERRY POINT MCAS
CAROLINA	HQCCBT	FORT BRAGG SOUTH

Justification for Other than Full and Open Competition – Amended

CAROLINA	HQCSJJ	SHAW AFB
CAROLINA	HQCSK5	CHARLESTON AFB
CAROLINA	HQCSKK	CHARLESTON NWS
CAROLINA	HQCSKM	FORT JACKSON
CAROLINA	HQCSKP	PARRIS ISLAND MCRD
GEORGIA	HQCSJ2	FORT STEWART
GEORGIA	HQCSJ3	HUNTER AAF
GEORGIA	HQCSJ4	KINGS BAY NSB
GEORGIA	HQCSJ6	CAMP MERRILL
GEORGIA	HQCSJ7	MOODY AFB
GEORGIA	HQCSJ8	ROBINS AFB
GEORGIA	HQCSJU	ALBANY MCLB
GEORGIA	HQCSJW	FORT BENNING
GEORGIA	HQCSJZ	FORT GORDON
MEADE	HQCNE2	FORT HAMILTON
MEADE	HQCNE8	PICATINNY ARSENAL
MEADE	HQCNE9	CARLISLE BARRACKS
MEADE	HQCNEG	DOVER AFB
MEADE	HQCNEJ	ABERDEEN PG
MEADE	HQCNEN	FORT MEADE
MEADE	HQCNEV	LAKEHURST NAES
MEADE	HQCNEW	MCGUIRE AFB
MEADE	HQCNFD	TOBYHANNA
HANSCOM	HQCNAA	HANSCOM AFB
HANSCOM	HQCNE3	MITCHEL FIELD
HANSCOM	HQCNE5	SARATOGA SPRINGS
HANSCOM	HQCNE7	WEST POINT
HANSCOM	HQCNEE	NEW LONDON (GROTON)
HANSCOM	HQCNEQ	BANGOR ANGB

Justification for Other than Full and Open Competition – Amended

HANSCOM	HQCNEY	FORT DRUM
HANSCOM	HQCNFE	NEWPORT NS
HANSCOM	HQCNFV	PORTSMOUTH NSY
UNITED KINGDOM	HQCE1B	ALCONBURY
UNITED KINGDOM	HQCE1H	LAKENHEATH
UNITED KINGDOM	HQCE1J	MILDENHALL
UNITED KINGDOM	HQCE1M	CROUGHTON
UNITED KINGDOM	HQCE1Q	MENWITH HILL
UNITED KINGDOM	HQCE24	WIESBADEN
UNITED KINGDOM	HQCE27	BAUMHOLDER
UNITED KINGDOM	HQCE2Y	SPANGDAHLEM AIR BASE
UNITED KINGDOM	HQCE3K	CHIEVRES AB
UNITED KINGDOM	HQCE3V	BRUNSSUM
BAVARIA	HQCE23	VOGELWEH
BAVARIA	HQCE28	RAMSTEIN AB
BAVARIA	HQCE41	VILSECK
BAVARIA	HQCE4C	ANSBACH
BAVARIA	HQCE4J	GARMISCH
BAVARIA	HQCE4L	GRAFENWOEHR
BAVARIA	HQCE4Q	KELLEY BARRACKS
BAVARIA	HQCE4S	HOHENFELS
BAVARIA	HQCE4U	PANZER KASERNE
BAVARIA	HQCE4V	PATCH BARRACKS
BAVARIA	HQCE7C	ROBINSON BARRACKS
MEDITERRANEAN	HQCE5B	CAIRO
MEDITERRANEAN	HQCE5H	IZMIR
MEDITERRANEAN	HQCE5J	LIVORNO
MEDITERRANEAN	HQCE5L	LAJES
MEDITERRANEAN	HQCE5M	RIYADH

Justification for Other than Full and Open Competition – Amended

MEDITERRANEAN	HQCE5Q	VICENZA
MEDITERRANEAN	HQCE5T	ANKARA
MEDITERRANEAN	HQCE5U	ROTA
MEDITERRANEAN	HQCE5V	SIGONELLA
MEDITERRANEAN	HQCE5W	AVIANO AB
MEDITERRANEAN	HQCE5X	NAPLES NSA
MEDITERRANEAN	HQCE5Y	INCIRLIK AB
ARIZONA NEW MEXICO	HQCMAC	WHITE SANDS
ARIZONA NEW MEXICO	HQCMCN	KIRTLAND AFB
ARIZONA NEW MEXICO	HQCMCW	FORT BLISS
ARIZONA NEW MEXICO	HQCMDG	HOLLOMAN AFB
ARIZONA NEW MEXICO	HQCMDH	CANNON AFB
FRONT RANGE	HQCMCA	FORT CARSON
FRONT RANGE	HQCMCB	BUCKLEY SFB
FRONT RANGE	HQCMCE	PETERSON SFB
FRONT RANGE	HQCMCF	AIR FORCE ACADEMY
FRONT RANGE	HQCMCK	GRAND FORKS AFB
FRONT RANGE	HQCMCL	MINOT AFB
FRONT RANGE	HQCMDB	ELLSWORTH AFB
FRONT RANGE	HQCMDE	F. E. WARREN AFB