



**U.S. DEPARTMENT OF HOMELAND SECURITY
OFFICE OF SMALL AND DISADVANTAGED BUSINESS UTILIZATION
MENTOR PROTÉGÉ PROGRAM DETAILS**

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1.0 THE DHS MENTOR-PROTÉGÉ PROGRAM

1.1 SCOPE

The U.S. Department of Homeland Security (DHS) Mentor-Protégé Program (MPP) is designed to motivate and encourage large business prime contractors to provide mutually beneficial developmental assistance to small businesses. A mentor-protégé agreement primary focus is on business development for the protégé firm. Small businesses that meet the definition of a small business concern in accordance with the Federal Acquisition Regulation (FAR) Part 19.001 (based on its primary North American Industry Classification System (NAICS) code) are eligible to be a protégé. This includes small business, veteran-owned small business, service-disabled veteran-owned small business, Historically Underutilized Business Zone (HUBZone) small business, small disadvantaged business, women-owned small business and economically disadvantaged women- owned small business.

The program is also designed to enhance the performance of DHS contracts, foster the establishment of long-term business relationships between DHS large and small contractors, and increase prime and subcontracting opportunities. DHS provides venues in which firms may network and identify potential mentors and protégés. The Department does not match or recommend firms to serve as mentors or protégés. The approval of a DHS MPP Agreement does not constitute or create a Joint Venture (JV) between the mentor and the protégé.

1.2 DEFINITIONS

- (a) MENTOR FIRM, (hereafter referred to as mentor) as used in the MPP, means a large business (refer to the NAICS) that demonstrates the commitment and capability to assist in business development to a small business concern (protégé firm).
- (b) PROTÉGÉ FIRM, (hereafter referred to as protégé) as used in the MPP, means a small business concern which is independently owned and operated, not dominant in its field (refer to FAR Subpart 19.001 and FAR Subpart 19.102), and meets federal size standards in its primary NAICS code. This includes concerns referenced in Section 1.1.

1.3 NON-AFFILIATION

The qualification for a small business is outlined in Section 1.2. A protégé will not be considered an affiliate of a mentor solely on the basis that the protégé has or will receive developmental assistance from the mentor under this program.

Participation in the DHS Mentor-Protégé Program does not automatically establish affiliation but affiliation may be found for other reasons as set forth in 13 C.F.R. 121.103. A mentor and protégé should take caution to review SBA's affiliation rules on common ownership, common management, identity of interest, economic dependence, joint venture, and ostensible subcontractor rules. If a protégé were to be found affiliated with its mentor under any affiliation rule, the protégé may lose its status as a small business contractor. See SBA's affiliation rule at 13 C.F.R. 121.103 and the SBA's affiliation guide at www.sba.gov/affiliation for more information.

1.4 GENERAL POLICY

- (a) Eligible large businesses (mentor) will enter into a 36-month agreement with eligible small businesses (protégé) as defined in Section 1.2. Mentors will provide appropriate developmental assistance to enhance the capabilities of protégés to perform as prime contractors and subcontractors.
- (b) Mentor-Protégé Agreements will be applicable to any contract type deemed appropriate by DHS when the requirement for a subcontracting plan is anticipated (refer to FAR Subpart 19.7).
- (c) All firms must be in good standing in the federal marketplace. The program excludes firms that are identified the Federal Excluded Parties List System (EPLS).

1.5 INCENTIVES FOR MENTOR PARTICIPATION

There are no costs involved for a firm to participate in DHS' MPP. The following are the incentives a mentor may receive:

- (a) Mentor may receive additional evaluation points toward the award of contracts during the evaluation of competitive offers.
- (b) Mentor may receive subcontracting credit on a dollar for dollar basis by counting protégé developmental assistance, as appropriate, for approved subcontracting plans. (*Note:* DHS does not provide direct reimbursement to the mentors.)

1.6 INCENTIVES FOR MENTOR AND PROTÉGÉ PARTICIPATION

The mentor and protégé are eligible for an annual award. The award is presented to the mentor-protégé team which demonstrates teamwork and the mentor that provides the most effective developmental support to a protégé. The Office of Small and Disadvantaged Business Utilization (OSDBU), in consultation with senior DHS management, will solicit nominations from participating mentors and determine the award winner. For more information, contact Sharon Davis (sharon.davis@hq.dhs.gov).

1.7 MEASUREMENT OF PROGRAM SUCCESS

- (a) The overall success of the DHS' MPP encompasses participating firms' activities measured by the extent to which it results in:
 - (b) An increase in the quality of the technical capabilities of the protégé.
 - (c) An increase in the quantity and the estimated value of contract and subcontract awards to the protégé firm during the M-P agreement period.

1.8 MENTOR ELIGIBILITY

- (a) Firms eligible to receive a federal government contract may apply.
- (b) Mentors will be encouraged to identify and select:
 - (1) Eligible as defined in Section 1.2(a);
 - (2) A broad base of small business firms whose core competencies support the DHS mission; and
 - (3) Small business firms with whom the firm has an established business relationship.
- (c) Mentors may have multiple protégés. Mentors participating in other Federal agencies' Mentor-Protégé programs, in addition to the DHS program, should maintain a system to prepare separate reports of mentoring activities for each agency's program.

1.9 PROTÉGÉ ELIGIBILITY

- (a) For selection as a protégé, a firm must be:
 - (1) Eligible as defined in Section 1.2(b); and
 - (2) Eligible for receipt of Federal government contracts.
- (b) A protégé may declare to a mentor that it meets the requirements set forth in paragraph (a) of this section. A mentor may rely in good faith on the written business declarations consistent with the guidance cited in the FAR Part 219.1 by potential protégés as evidence of eligibility to participate.
- (c) Protégés may have multiple mentors. Protégés participating in other federal mentor protégé programs in addition to the DHS' program should maintain a system to record and track its activities for each agency's program and/or reporting requirements.

1.10 SELECTION OF PROTÉGÉ

- (a) Mentor(s) will be solely responsible for selecting protégé(s). The mentor is encouraged to identify and select a protégé that meets the requirements outlined in Section 1.7.
- (b) The selection of protégé(s) by mentor(s) may not be protested, except as in paragraph (c) of this section.
- (c) Any dispute regarding the size or eligibility status of an entity selected by a mentor to be a protégé shall be referred to the DHS OSDBU for referral to the Small Business Administration (www.sba.gov).

1.11 APPLICATION PROCESS

- (a) Firms interested in participating in DHS' MPP must submit a joint written application which contains the elements of Section 1.11(b). Applications will be evaluated on the extent to which the mentor clearly conveys its plans to provide developmental assistance. The application may be submitted by mail. However, an electronic e-mail submission in a PDF format is preferable.
- (b) The application must contain:
 - (1) The name, address, DUNS, as well as a company e-mail address of the mentor and protégé point of contact (POC). The POC will oversee the agreement and respond to all inquiries associated with the agreement;
 - (2) A statement from the protégé representing that the firm is currently eligible as a small business to participate in the mentor-protégé program.
 - (3) A description of the type of developmental assistance that will be provided by the mentor to the protégé, and include a brief description of the subcontract work.
 - (4) A schedule with milestones which correspond to the elements identified in the developmental assistance the mentor will provide within a 36th month period. Also include a statement of acknowledgement of the

reporting requirements. The mentor and protégé will submit a Mid-Term (18th Month) Progress Report jointly. Also, each firm will submit a Final Report (36th Month) “Lessons Learned” separately.

- (5) Criteria to evaluate the protégé’s developmental success to measure the effectiveness of the relationship consistent with Section 1.6. The evaluation criteria should include a plan to increase the quality of the protégé’s technical capabilities and indicate how the mentor’s assistance may potentially increase contracting and subcontracting opportunities for the protégé.
- (6) An estimate of the total cost of developmental assistance that will be provided to the protégé by the mentor for the 36 month period.
NOTE: A date and signature block is required from both parties.
- (7) A listing of the anticipated number and types of subcontracts to be awarded to the protégé. Indicate the type of subcontract services the protégé will perform (ie., consulting, management, construction, etc.);
- (8) A statement of the protégé’s intent and agreement to report its progress to the OSDBU annually for two (2) years after exiting DHS’ MPP;
- (9) A statement acknowledging that the program participation term is 36 months;
- (10) A statement that the mentor and protégé will notify the MPP Manager 30 days in advance of the intent to change the content of the MPP Agreement.
- (11) A statement that the protégé will notify the mentor and the MPP Management within 30 days of any changes of the protégé’s small business status or socio-economic status (ie., veteran owned; service disabled veteran owned; HUBZone; woman owned; economically disadvantaged woman owned; 8(a) Program; or small disadvantaged).
- (12) Termination procedures including procedures for the mentor to notify the protégé, OSDBU, and appropriate contracting officer(s), in writing, at least 30 days in advance of the mentor’s intent to voluntarily withdraw from the program; and procedures for a protégé to notify the mentor in writing at least 30 days in advance of the protégé’s intent to voluntarily terminate the Mentor-Protégé agreement;
- (13) A plan to accomplish ongoing work should the agreement be terminated;
- (14) A statement of intent and agreement in compliance with the obligations set forth in the U.S. Department of Homeland Security Acquisition Regulation (HSAR) Section 3052.219-71; and
- (15) The signatures of the individuals identified in Section 1.11(b)(1).

1.12 REVIEW AND APPROVAL OF MENTOR-PROTÉGÉ APPLICATION

- (a) The information specified in Section 1.10 is reviewed and approved by the OSDBU Director. Upon submission, the DHS MPP Manager will forward an e-mail confirmation of receipt. The initial review will be completed within 10 business days after receipt. The MPP Manager will allow up to 30 business days for any revisions based upon initial comments. In turn, the MPP Manager will then respond to the revised application within 30 business days.

- (b) The DHS MPP Manager will notify the mentor-protégé team via e-mail upon approval, which is then followed up with an approval letter signed by the OSDBU Director and forwarded to the mentor and protégé firms via e-mail. Upon plan approval, the mentor may implement the developmental assistance program.
- (c) If the MPP Manager does not accept the application, additional information may be requested for future consideration or re-submission.

1.13 DEVELOPMENTAL ASSISTANCE

The following are examples of the types of developmental assistance a mentor may provide to a protégé includes:

- (a) Management guidance related to—
 - (1) Financial management
 - (2) Organizational management
 - (3) Overall business management/planning
 - (4) Business development
- (b) Technical assistance;
- (c) Rent-free use of facilities and/or equipment;
- (d) Temporary assignment of personnel to the protégé for the purpose of training;
- (e) Property;
- (f) Loans; and
- (g) Any other types of mutually beneficial assistance.

1.14 OBLIGATION

- (a) Mentor or protégé firms may voluntarily withdraw from the program as mutually agreed by both the mentor and protégé(s). If the MPP Agreement is withdrawn, the mentor and protégé shall ensure that there is no impact on DHS contract requirements.
- (b) The mentor and protégé shall submit a "lessons learned" evaluation to the MPP Manager at the conclusion of their effort.

1.15 INTERNAL CONTROLS

- (a) The MPP Manager will manage internal controls established by the DHS OSDBU to achieve program objectives and to offer checks and balances against undesired actions or consequences. Internal controls include the following:

- (1) Review and evaluate mentor applications for realism, validity, and accuracy of the information provided;
 - (2) Evaluate at the mid-term (18th month) interval to measure protégé progress against the developmental plan contained in the approved application; and
 - (3) Conduct site visits, as appropriate, where mentor-protégé activity is on-going.
- (b) DHS may rescind its acceptance or approval of an existing MPP if it determines that such actions are in DHS' best interest. Rescission shall be in writing and forwarded to the mentor and protégé points of contact after authorized by the OSDBU Director. Rescission does not change the contractual obligations held by either party.

1.16 REPORTS AND PROGRAM REVIEW

- (a) The mentor and protégé will submit Mid Term Progress Reports (18th month) jointly.
- (b) The mentor and protégé will each submit a Final Report (36th month) separately.
- (c) The protégé will submit a post MPP report annually for two (2) years.

All reports shall be forwarded to the MPP Manager within 30 days the prescribed submission period.

1.17 SOLICITATION AND CONTRACT GUIDANCE

- (a) The contracting officer must insert the clause DHS Acquisition Regulation (HSAR) [3052.219-71](#), DHS Mentor-Protégé Program in all solicitations that anticipate the need for a subcontracting plan.
- (b) The contracting officer must insert the clause HSAR [3052.219-72](#), Evaluation of Contractor Participation in the Mentor-Protégé Program, in all solicitations containing insert the clause HSAR [3052.219-71](#), Mentor-Protégé Program and FAR [52.219-9](#) Small Business Subcontracting Plan.