

## Mentor-Protégé Program Details

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### **1.0 THE DHS MENTOR-PROTÉGÉ PROGRAM**

#### **1.1 SCOPE**

The DHS mentor-protégé program is designed to motivate and encourage large business prime contractors firms to provide mutually beneficial developmental assistance to small business, veteran-owned small business, service-disabled veteran-owned small business, HUBZone small business, small disadvantaged business, and women-owned small business concerns. The program is also designed to improve the performance of DHS contracts and subcontracts, foster the establishment of long-term business relationships between DHS large prime contractors and small business subcontractors, and strengthen subcontracting opportunities and accomplishments at DHS.

#### **1.2 DEFINITIONS**

(a) MENTOR, as used in the Mentor-Protégé Program, means a large business concern that demonstrates the commitment and capability to assist in the development of a small business protégé.

(b) PROTÉGÉ, as used in the Mentor-Protégé Program, means a small business concern that is independently owned and operated, not dominant in its field, and meets federal size standards in its

primary NAICS code. This includes small business, veteran-owned small business, service-disabled veteran-owned small business, HUBZone small business, small disadvantaged business, and women-owned small business concerns.

### **1.3 NON-AFFILIATION**

For the purpose of qualifying as a small business as defined in Section 1.2, a protégé firm may not be considered an affiliate of a mentor firm solely on the basis that the protégé firm is receiving developmental assistance from the mentor firm under this program.

### **1.4 GENERAL POLICY**

(a) Eligible large businesses (not included on the "Debarred" list) approved as mentor firms will enter into agreements with eligible entities as defined in Section 1.2 as protégés. Mentors will provide appropriate developmental assistance to enhance the capabilities of protégés to perform as prime contractors and/or subcontractors.

(b) Mentor-Protégé activity will be available to any type of contract deemed appropriate by DHS when the requirement for a subcontracting plan is anticipated.

### **1.5 INCENTIVES FOR MENTOR PARTICIPATION**

(a) Mentors may receive additional evaluation points (for Mentor-Protégé Program participation) toward the award of contracts during the evaluation of competitive offers.

(b) Mentors may receive credit toward attaining subcontracting goals contained in their DHS subcontracting plan(s) for Mentor-Protégé participation on a dollar for dollar basis by counting protégé developmental assistance costs in their various small business subcontracting categories, as appropriate, in addition to traditional subcontracts.

(c) Mentors will be eligible for an annual award presented to the mentor firm providing the most effective developmental support to a protégé. The OSDBU, in consultation with senior DHS management, will solicit nominations from participating mentors and determine the award winner.

### **1.6 MEASUREMENT OF PROGRAM SUCCESS**

The overall success of the DHS Mentor-Protégé program encompassing all participating mentors and protégés will be measured by the extent to which it results in:

- (a) An increase in the quality of the technical capabilities of the protégé firm.
- (b) An increase in the number and dollar value of contract and subcontract awards to protégé firms since the time of their entry into the program attributable to the mentor-protégé relationship (under DHS contracts, contracts awarded by other Federal agencies and under commercial contracts);

### **1.7 MENTOR FIRMS**

- (a) Large firms eligible for receipt of federal contracts may apply.
- (b) Mentors will be encouraged to identify and select:
  - (1) A broad base of small business firms whose core competencies support the DHS mission; and
  - (2) protégés in addition to firms with whom they have established business relationships.

(c) Mentors may have multiple protégés. Mentors participating in Mentor-Protégé programs in addition to the DHS program should maintain a system for preparing separate reports of mentoring activity for each agency's program.

## **1.8 PROTÉGÉ FIRMS**

a) For selection as a protégé, a firm must be:

- (1) Eligible as defined in Section 1.2; and
- (2) Eligible for receipt of government contracts.

(b) A protégé firm may declare to a mentor firm that it meets the requirements set forth in paragraph (a) of this section. Mentor firms may rely in good faith on written business declarations consistent with the guidance cited at FAR 52.219-1 by potential protégés as evidence of eligibility to participate.

(c) Protégés may have multiple mentors. Protégés participating in Mentor-Protégé programs in addition to the DHS program should maintain a system for preparing separate reports of mentoring activity for each agency's program.

## **1.9 SELECTION OF PROTÉGÉ FIRMS**

(a) Mentor firms will be solely responsible for selecting protégé firms. The mentor is encouraged to identify and select the types of protégé firms listed in Section 1.7.

(b) The selection of protégé firms by mentor firms 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 SBA for resolution.

## **1.10 APPLICATION AND AGREEMENT PROCESS FOR MENTOR-PROTÉGÉ TEAMS TO PARTICIPATE IN THE PROGRAM**

(a) Firms interested in becoming approved mentor-protégé participants must submit a joint written DHS Mentor Protégé Agreement to the OSDBU for review and approval. The Mentor-Protégé Agreement will be evaluated on the extent to which the company plans to provide developmental assistance. The information required in Section 1.10 (b) may be submitted electronically or in hard copy to be considered for approval of the Mentor-Protégé Agreement.

(b) The Mentor-Protégé agreement must contain:

(1) Name and address of mentor and protégé firm and a point of contact within both firms who will oversee 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 program that will be provided by the mentor firm to the protégé firm, to include a description of the subcontract work

(4) A schedule with milestones for providing assistance

(5) Criteria for evaluation of the protégé's developmental success to measure the effectiveness of the relationship consistent with Section 1.6 including a plan to increase the quality of the protégé firm's technical capabilities and how the mentor's assistance will potentially increase contracting and subcontracting opportunities for the protégé firm.

(6) An estimate of the total cost provided to the protégé by the mentor

(7) Program participation term of 36 months with a mid-term review at the 18 month interval;

(8) A listing of the anticipated number and types of subcontracts to be awarded to the protégé firm;

(9) Termination procedures including procedures for the mentor firm to notify the protégé firm, OSDBU, and the contracting officer, in writing, at least 30 days in advance of the mentor firm's intent to voluntarily

withdraw from the program; and procedures for a protégé firm to notify the mentor firm in writing at least 30 days in advance of the protégé firm's intent to voluntarily terminate the Mentor-Protégé agreement.

- (10) Plan for accomplishing work should the agreement be terminated; and
- (11) Other terms and conditions, as appropriate.
- (12) Signed agreement with signatures and date(s).

### **1.11 DHS REVIEW AND APPROVAL OF MENTOR-PROTÉGÉ APPLICATION AND AGREEMENT**

(a) The information specified in Section 1.10 is reviewed by the DHS OSDDBU. This review will be completed no later than 10 days after receipt by the OSDDBU, and written approval of the mentor-protégé agreement will be provided to each party.

(b) Upon agreement approval, the mentor may implement the developmental assistance program.

(c) If the application is disapproved, the mentor-protégé team may provide additional information for reconsideration. The review of any supplemental material will be completed within 30 days after receipt by the OSDDBU.

### **1.12 DEVELOPMENTAL ASSISTANCE**

The forms of developmental assistance a mentor firm can provide to a protégé firm include

- (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 firm for the purpose of training;
- (e) Property;
- (f) Loans; and
- (g) Any other types of mutually beneficial assistance.

### **1.13 OBLIGATION**

(a) Mentor or protégé firms may voluntarily withdraw from the program as mutually agreed by both the mentor and protégé firms. However, in no event shall such withdrawal impact the program mission and contract requirements under the prime contract.

(b) Mentor and protégé firms shall submit a "lessons learned" evaluation to the DHS OSDDBU at the conclusion of their effort.

### **1.14 INTERNAL CONTROLS**

(a) The DHS OSDDBU, in conjunction with the DHS component small business specialists, will manage the program. Internal controls will be established by the DHS OSDDBU to achieve the stated program objectives (by serving as checks and balances against undesired actions or consequences) such as:

- (1) Reviewing and evaluating mentor applications for realism, validity, and accuracy of provided information;
- (2) conducting a mid-term evaluation at an 18 month interval (out of a 36 month agreement) to measure protégé progress against the developmental plan contained in the approved agreement; and
- (3) Site visits, as appropriate, where Mentor-Protégé activity is on-going.

## **1.15 REPORTS**

(a) A written progress report shall be submitted by the mentor-protégé team to the DHS OSDBU at the mid-term (18 months) of the 36 month mentor-protégé agreement.

## **1.16 PROGRAM REVIEW**

(a) At the conclusion of the mid-term 18 month period in the Mentor-Protégé program (out of a 36 month agreement), the mentor/large prime contractor and protégé/small business shall formally brief the DHS OSDBU regarding program accomplishments as pertains to the approved agreement.

(b) Mentor and protégé firms shall submit a "lessons learned" evaluation to the DHS OSDBU at the conclusion of their effort.

## **1.17 SOLICITATION AND CONTRACT GUIDANCE**

(a) The contracting officer must insert the clause (HSAR) 48 CFR 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) 48 CFR 3052.219-72, Evaluation of Contractor Participation in the Mentor-Protégé Program, in all solicitations containing insert the clause (HSAR) 48 CFR 3052.219-71, Mentor-Protégé Program and (FAR) 48 CFR 52.219-9 Small Business Subcontracting Plan.

3052.219-71 DHS Mentor-Protégé Program

As prescribed in (HSAR) 48 C.F.R. 3019.708-70(b), insert the following clause:

### **DHS MENTOR-PROTÉGÉ PROGRAM (JUN 2006)**

(a) Large businesses are encouraged to participate in the DHS Mentor-Protégé program for the purpose of providing developmental assistance to eligible small business protégé entities to enhance their capabilities and increase their participation in DHS contracts.

(b) The program consists of:

(1) Mentor firms, which are large prime contractors capable of providing developmental assistance;

(2) Protégé firms, which are small businesses, veteran-owned small businesses, service-disabled veteran-owned small businesses, HUBZone small businesses, small disadvantaged businesses, and women-owned small business concerns; and

(3) Mentor-Protégé agreements, approved by the DHS OSDBU.

(c) Mentor participation in the program means providing business developmental assistance to aid protégés in developing the requisite expertise to effectively compete for and successfully perform DHS contracts and subcontracts.

(d) Large business prime contractors serving as mentors in the DHS Mentor-Protégé program are eligible for a post-award incentive for subcontracting plan credit. The

mentor may receive credit for costs it incurs to provide assistance to a protégé firm. The mentor may use this additional credit towards attaining its subcontracting plan participation goal under the same or another DHS contract. The amount of credit given to a mentor firm for these protégé developmental assistance costs shall be calculated on a dollar for dollar basis and reported in the Summary Subcontract Report via the Electronic Subcontracting Reporting System (eSRS) at [www.esrs.gov](http://www.esrs.gov). For example, a mentor/large business prime contractor would report a \$10,000 subcontract to the protégé/small business subcontractor and \$5,000 of developmental assistance to the protégé/small business subcontractor as \$15,000. The Mentor and Protégé will submit a signed joint statement agreeing on the dollar value of the developmental assistance and the Summary Subcontract Report.

(e) Contractors interested in participating in the program are encouraged to contact the DHS OSDBU for more information.

(End of clause)

**3052.219-72 Evaluation of prime contractor participation in the DHS mentor protégé program**

As prescribed in (HSAR) 48 CFR 3019.708-70(c), insert the following provision:

**EVALUATION OF PRIME CONTRACTOR PARTICIPATION  
IN THE DHS MENTOR-PROTÉGÉ PROGRAM  
(JUN 2006)**

This solicitation contains a source selection factor or subfactor regarding participation in the DHS Mentor-Protégé Program. In order to receive credit under the source selection factor or subfactor, the offeror shall provide a signed letter of mentor-protégé agreement approval from the DHS Office of Small Business and Disadvantaged Business Utilization (OSDBU) before initial evaluation of proposals. The contracting officer may, in his or her discretion, give credit for approvals that occur after initial evaluation of proposals, but before final evaluation.

(End of provision)