



# MISSILE DEFENSE AGENCY

## **MENTOR-PROTÉGÉ PROGRAM**

## **MDA INSTRUCTION 4205.04-INS**

**April 3, 2013**

Office of Primary Responsibility: Office of Small Business Programs (SB)

TABLE OF CONTENTS

PURPOSE.....3  
APPLICABILITY AND SCOPE.....3  
POLICY .....3  
RESPONSIBILITIES .....4  
    Director .....4  
    Office of Small Business Programs .....4  
    Contracting Directorate.....5  
PROCEDURES.....5  
    Mentor Protégé Proposed Agreement.....5  
    Mentor Protégé Reporting Requirements .....6  
    Agreement Terminations .....7  
EFFECTIVE DATE.....7  
  
ENCLOSURE 1, REFERENCES .....8  
ENCLOSURE 2, MENTOR PROTÉGÉ PROGRAM PROCESS FLOWCHART .....9  
GLOSSARY  
    ACRONYMS .....10  
    DEFINITIONS.....10



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SB

**4205.04-INS**

SUBJECT: Mentor Protégé Program

References: See Enclosure 1

1. PURPOSE. This instruction:

a. Supersedes Missile Defense Agency (MDA) Instruction 4205.04-INS (Reference (a)).

b. Establishes policy, assigns responsibilities, and prescribes procedures for implementing the Mentor Protégé Program (MPP) within MDA according to Defense Federal Acquisition Regulation Supplement (DFARS) 219.71, "Pilot Mentor-Protégé Program," (Reference (b)).

c. Establishes the objective of the MDA MPP to offer incentives to MDA prime contractors (mentors) providing technical transfer and developmental assistance in business infrastructure and development to protégé firms such as: small disadvantaged business concerns, business entities owned and controlled by an Indian tribe, business entities owned and controlled by a native Hawaiian organization, qualified organizations employing the severely disabled, women-owned small business concerns, Service-disabled veteran-owned small business concerns, or HUBZone small business concerns.

d. Promotes increased participation of protégé firms enhancing their capabilities to satisfy MDA contract and subcontract requirements. It fosters long-term business relationships between protégé and mentor firms to increase overall participation by protégés as prime contractors, suppliers, and subcontractors for MDA, Department of Defense (DoD), and other federal agency and commercial contracts.

2. APPLICABILITY AND SCOPE. This instruction applies to personnel in all organizational entities within the MDA.

3. POLICY. It is MDA policy to:

a. Place a certain number of MDA mentor protégé (MP) agreements every fiscal year depending on availability of funding from the Office of the Secretary of Defense, Office of Small Business Programs (OSD OSBP).

b. Provide all MDA prime contractors and qualifying small businesses the maximum opportunity to participate in the MDA's MPP.

#### 4. RESPONSIBILITIES

a. The Director will:

(1) Assign responsibility to the MDA Office of Small Business Programs (SB) in accordance with Reference (c) for the overall administration and management of the MDA MP agreements.

(2) In accordance with References (b), (d), (e) and (f), implement the MDA MPP within SB. Implement processes and procedures to achieve program goals.

b. The MDA Office of Small Business Programs (SB) will:

(1) Be responsible for the overall administration and management of the MDA MPP.

(2) Appoint an MDA MPP Manager for Agency MP agreements.

(3) Coordinate with other organizations within the Agency to ensure the requirements of References (b), (e) and (f) are met, and coordinate with DoD OSBP, as required.

(4) Monitor the MP agreements jointly with the Contracting Directorate (DAC), OSD OSBP, and the Defense Contract Management Agency (DCMA).

(5) Approve proposed MDA MP agreements and request funding from OSD OSBP.

(6) Develop, publish, and distribute appropriate MDA MPP administrative publications and respond to all management and administrative questions and queries.

(7) Help mentor firms obtain information on provisions for payments under their agreements.

(8) Plan and develop outreach strategies/programs to ensure maximum participation from prospective mentor and protégé firms.

(9) Submit MDA MP performance reports to OSD OSBP as required.

(10) Consult with relevant MDA organizations to comment on and evaluate submitted MDA MP agreements for approval when appropriate.

(11) Review monthly financial status reports to evaluate work progress and monitor funds execution.

(12) Conduct semi-annual program management reviews (PMRs) of MDA MP agreements to evaluate progress and continued workability of each agreement.

(13) Maintain a close liaison with the DoD MPP Manager in OSD OSBP.

c. The Contracting Directorate (DAC) will:

(1) Execute approved MDA MP agreements by adding to existing contracts by contract modification or creating a new contract.

(2) Participate in meetings with SB representatives regarding execution of military interdepartmental purchase requests (MIPRs), contracts, invoices, and payments under the MDA MPP.

(3) Negotiate an advance agreement on treating developmental assistance costs for either credit or reimbursement if the mentor firm proposes it, or delegate authority to negotiate to the administrative contracting officer in accordance with Reference (g).

(4) Conduct an assessment to ensure that an offeror's proposed price for a supply or service can be considered "fair and reasonable" on the basis of applying one or more price analysis techniques in accordance with Reference (h).

(5) Provide advice and recommendations to SB regarding MDA MPP budget, expenditures, and overall performance of agreements.

(6) Provide assistance on provisions for payments to mentors under the MDA MP agreement in a timely manner.

## 5. PROCEDURES

a. Mentor Protégé (MP) Proposed Agreement. The prospective mentor and protégé will submit an MP proposed agreement to SB. Both mentor and protégé must meet established eligibility requirements to join in the program in accordance with Reference (b).

(1) Mentor firms will be solely responsible for selecting protégé firms. A mentor may have several DoD MPP relationships, but a protégé may have only one active DoD mentor at any given time (Reference (b)).

(2) The mentor forwards an MP-proposed agreement to the MDA MPP Manager for review and endorsement. The MDA MPP Manager will coordinate with the applicable MDA program office for technical approval of the agreement and with the cognizant MDA program contracting office to receive a cost or price analysis evaluation. The contracts office will add a line item to an existing MDA prime contract or create a new MDA prime contract/task order to place the approved MP agreement on contract.

(3) The MDA MPP Manager will submit an executive summary to the SB Director with final recommendation and approval of the agreement. The summary will include a brief overview of the mentor and protégé companies, estimated cost for the agreement, technical recommendation from the MDA program office, cost/price analysis recommendation from DAC, a brief technical overview of

the main activities to be performed, and the value added to DoD/MDA, the mentor and protégé for executing the agreement.

(4) The SB Director will evaluate and forward the MP proposed agreement for approval and funding, or reject it within 45 days after initial submission. Unsuccessful proposed agreements may be revised and resubmitted a maximum of two times.

(5) The MDA MPP Manager will submit the complete agreement package, the SB Director approval letter, and the request for funding letter to OSD OSBP. If OSD approves the agreement, they will issue a MIPR to the MDA. The MDA will notify the mentor of acceptance/rejection once the OSD OSBP decision and funding is approved. The MDA MPP Manager will work with the MDA contracting office to issue a contract. The contracting office will issue a new contract or modification, as appropriate.

(6) Mentors receive compensation for their costs associated with an MP agreement in the form of credit or direct reimbursement. The MDA will manage only reimbursable agreements. DCMA manages all credit agreements for OSD OSBP.

b. Mentor Protégé Reporting Requirements. The mentor and protégé will fulfill the reporting requirements in Reference (b).

(1) Submit monthly performance and expenditure reports to the MDA MPP Manager by the 10<sup>th</sup> of each month.

(2) Semi-annual PMRs for the periods ending March 31<sup>st</sup> and September 30<sup>th</sup> that are required by Reference (b) are reviewed and will be used to determine if the option year funding will be approved.

(3) The mentor submits a report on the progress made under active MP agreements semiannually for the periods ending March 31<sup>st</sup> and September 30<sup>th</sup> throughout the program participation term of the agreement. The September 30<sup>th</sup> report must address the entire fiscal year. A recommended reporting format and guidance for its submission are available at <http://www.acq.osd.mil/osbp/sb/programs/mpp/>.

(4) DCMA will review annual performance in accordance with Reference (b). Post-program reviews of the protégé firms are conducted for two fiscal years after expiration of agreements. Reviews cover the progress and accomplishments realized under approved MP agreements.

(5) DCMA will provide the Annual Review Report findings. Mentor and protégé will have to correct findings, or revise the MP agreement, depending on the Annual Review Report. If there are no findings, the MP agreement will continue uninterrupted. The checklist for annual performance review is available at <http://www.acq.osd.mil/osbp/sb/programs/mpp/>.

(6) The SB MPP Manager will send a reminder letter to the protégé of the two-year post-agreement reporting requirement they must provide to SB and DCMA.

c. Agreement Terminations

(1) Mentor and/or protégé must send a copy of any termination notice to the SB Director who approved the agreement and the DCMA administrative contracting officer responsible for conducting the annual review pursuant to Reference (b).

(2) For reimbursable agreements, mentors must also send copies of any termination to the MDA program manager and contracting officer.

(3) Termination of the MP agreement will not impair the obligations of the mentor firm to perform pursuant to its contractual obligations under Government contracts and subcontracts.

(4) Termination of all or part of the MP agreement will not impair the obligations of the protégé firm to perform pursuant to its contractual obligations under any contract awarded to the protégé firm by the mentor firm.

(5) Mentors and protégés will follow provisions of the MP agreement developed in compliance with Reference (b).

6. EFFECTIVE DATE. This instruction is effective immediately.



JOHN H. JAMES, JR.  
Executive Director

Enclosures

1. References
  2. Mentor Protégé Program Process Flowchart
- Glossary

ENCLOSURE 1

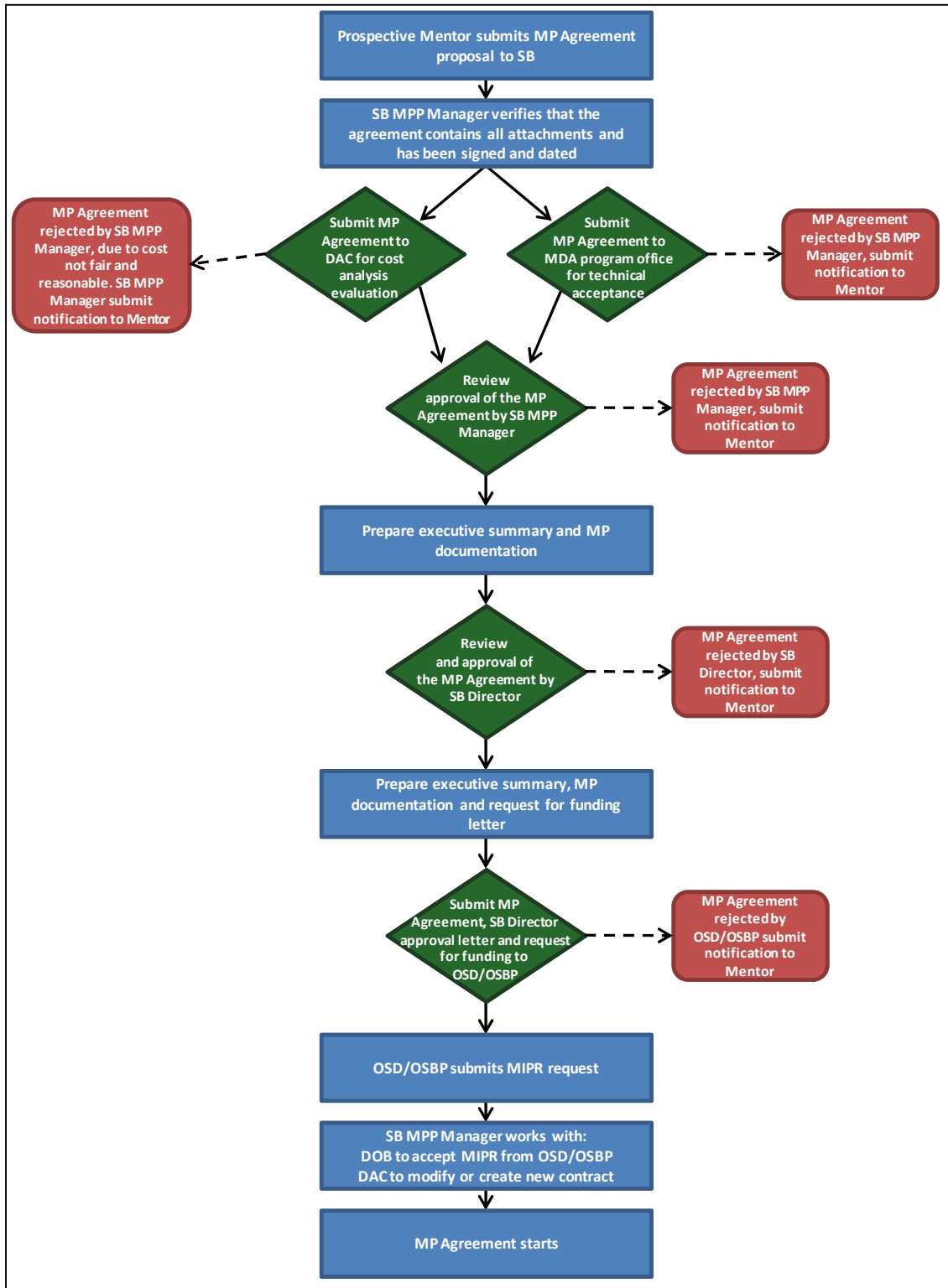
REFERENCES

- (a) MDA Instruction 4205.04-INS, "Mentor Protégé Program," February 1, 2008 (hereby superseded)
- (b) Defense Federal Acquisition Regulation Supplement 219.71, "Pilot Mentor-Protégé Program"
- (c) MDA Directive 4205.02, "Small Business Programs," January 19, 2010, Incorporating Change 1, April 6, 2011
- (d) Federal Acquisition Regulation 19.702(d)
- (e) Public Law 101-510 Section 831 - 1991 Defense Authorization Act
- (f) Defense Federal Acquisition Regulation Supplement Appendix I "Policy and Procedures for the DoD Pilot Mentor Protégé Program"
- (g) Federal Acquisition Regulation 31.109
- (h) Federal Acquisition Regulation 15.4



ENCLOSURE 2

MENTOR-PROTÉGÉ PROGRAM PROCESS FLOWCHART



## GLOSSARY

### PART I. ACRONYMS

DAC	Contracting Directorate
DCMA	Defense Contract Management Agency
DFARS	Defense Federal Acquisition Regulation Supplement
DoD	Department of Defense
FAR	Federal Acquisition Regulation
MDA	Missile Defense Agency
MIPR	military interdepartmental procurement request
MPP	Mentor Protégé Program
OSBP	Office of Small Business Programs
OSD	Office of Secretary of Defense
PMR	program management review
SB	MDA Office of Small Business Programs

### PART II. DEFINITIONS

Defense Federal Acquisition Regulation Supplement (DFARS). A supplement to the FAR that provides DoD-specific acquisition regulations.

Federal Acquisition Regulation (FAR). Principal set of rules in the FAR system. The system consists of sets of regulations issued by agencies of the federal Government of the United States to govern what is called the “acquisition process.” This is the process through which the Government purchases (“acquires”) goods and services.

MDA organizations. All MDA executive leaders, senior leaders, and special staff.

Mentor. An entity other than small business, unless a waiver to the small business exception was obtained from the Director, OSD OSBP, that is a prime contractor to DoD with an active subcontracting plan.

Protégé. A small business that is: a small disadvantaged business; business entity owned and controlled by an Indian tribe, business entity owned and controlled by a native Hawaiian organization, qualified organization employing the severely disabled, women-owned small business concern, Service-disabled veteran-owned small business concern, or HUBZone small business concern.