



Small Business Development: Industrial Solutions for the Warfighter



**Mentor-Protégé Guidebook
For Industry and Acquisition Professionals**

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Department of the Navy's Mentor-Protégé Program Procedures

1. Preface

All information contained in this document is in accordance with the Defense Federal Acquisition Regulation Supplement (DFARS) 219.71 and DFARS Appendix I. Also, for more information about The Department of Defense (DoD) Mentor-Protégé Program, visit the DoD Office of Small Business Programs (OSBP) home page at <https://business.defense.gov>

2. Purpose

The following procedures are for guidance in developing, submitting, processing, and administering the Department of the Navy's (DON) Mentor-Protégé Agreements (MPA). These procedures also cover incremental funding of agreements, extensions/realignment of milestones under current agreements, and reporting requirements for current and completed agreements.

3. Background

The DoD Pilot Mentor-Protégé Program was established under Section 831 of Public Law 101-510, the National Defense Authorization Act for Fiscal Year 1991 (10 U.S.C.2302 note). The purpose of the Program is to provide incentives for DoD contractors to assist small businesses in enhancing their capabilities and increasing their participation in government and commercial contracts.

4. Types of Agreements

Mentors receive compensation for their costs associated with MPAs in the form of credit or direct reimbursement.

- **Reimbursable** - Reimbursable agreements provide monetary reimbursement **only** for the cost of developmental assistance incurred by the Mentor firm and provided to a Protégé firm in accordance with the approved agreement.
- **Credit** - Credit agreements allow a Mentor to receive credit toward subcontracting goals for costs incurred. Mentors interested in initiating credit agreements should contact the Defense Contract Management Agency (DCMA) OSBP directly as all credit agreements are sponsored by DCMA OSBP. For the DCMA homepage, go to <http://www.dcma.mil>. The Point of Contact (POC) for credit MPA is:

DCMA DoD Mentor-Protégé Division

Mentor-Protégé Division Team Lead

DCMA Small Business Operations Center Attn: Shelly Thomas

600 N. Pearl Street, Suite 1630

Dallas, TX 75201-2843

Phone: (214) 573-2168

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Shelly.Thomas@dcma.mil

- **Hybrid** –Hybrid agreements are a combination of both the reimbursable agreement and the credit agreement. One year must be Credit and the other one to two years must be Reimbursable. The Credit/Reimbursable years can be arranged however the Mentor and Protégé decide is best for the agreement. Developmental assistance costs may only be incurred after receipt of an approval

letter from DCMA. Note: Official start date is the date of DoD OSBP approval letter. For companies seeking credit for developmental assistance costs (to include Hybrid agreements), the submission must be made through DCMA OSBP.

5. General Responsibilities

DoD OSBP – is the approval authority on Mentor applications and funding requests.

DON OSBP - is the approval authority for all DON Mentor-Protégé Agreements.

The DON OSBP Mentor Protégé Program Manager (MP PM) - provides overall administration and the day-to-day management of the DON Mentor-Protégé Program.

Major Buying Command (MBC) OSBP – is the endorsing activity responsible for the administration and management of their respective MPA.

- **Navy Working Capital Funds (NWCF)** – Some MBCs are funded by working capital funds. The NWCF is a revolving fund, an account or fund that relies on sales revenue rather than direct Congressional appropriations to finance its operations. The NWCF requires an additional and separate line of funding that covers fees and expenses to administer each MPA each year. These fees should be factored into the overall organization’s funding required to execute each year of the agreement. Contact respective MBCs to see if they are NWCFs.

The Associate Director (AD), OSBP (within the MBCs) – will coordinate with DON OSBP and other departments within their activity to ensure regulatory requirements are met. The AD is responsible for endorsing or rejecting the agreement.

The Contracting Officer (CO) (within the MBCs) – is responsible for placing approved MPAs on contract or modifying existing contracts to incorporate approved MPAs, issuing modifications for funding, adding extensions, de-obligating unused or excess funds and management of agreement deliverables.

Technical Customer (TC) (within the MBC) – evaluates the technical aspects of the proposal.

MBC Evaluation Team – should include but is not limited to the MBC OSBP, TC and the CO.

DCMA – will notify all DOD MPP Agency Mentor and Protégé teams of Semi-annual Report due dates and will conduct annual performance reviews to assess the progress and accomplishments of the approved MPAs. Also, DCMA participates in Program Management Reviews (PMRs) and Close-out Reviews (CORs) of all DON MPAs.

6. Eligibility to Participate

Both the Mentor and the Protégé must meet the established eligibility requirements to participate in the program. Mentors and Protégés are solely responsible for selecting and securing their own relationships. Legislatively, DoD OSBP’s participation in the partnering of Mentors and Protégés is prohibited. Therefore, prospective large and small businesses are strongly encouraged to explore existing business relationships in an effort to establish a Mentor-Protégé relationship.

The Mentor

1. To be eligible to participate as a Mentor, the entity must be other than a small business that is a prime contractor to DoD or another Federal agency with at least one active subcontracting plan or a graduated 8(a) firm that provides documentation of its ability to serve as a Mentor.
2. The Mentor must be eligible for award of a Federal contract.

3. Approval for DON MPAs will not be granted if the Mentor firm is currently debarred or suspended from contracting with the Federal Government pursuant to FAR 9.4 or has any open investigations.
4. Mentor firms establish eligibility by completing and **submitting a Mentor Application** (<https://business.defense.gov/Programs/Mentor-Protege-Program/MPP-Resources/>) to the DoD OSBP MPP Director for approval at dodmpp@osd.mil.

The Protégé

1. Prior to processing the MPA, the Mentor and endorsing activity (or MBC) must ensure the small business is eligible to participate as a Protégé.
2. To be eligible to participate, the small business must meet one of the eligibility requirements and maintain that status for the life of the agreement, such as:
 - a. Small Disadvantaged Business (SDB)
 - b. Woman-Owned Small Business (WOSB)
 - c. HUBZone small business (HUBZone)
 - d. Service-Disabled Veteran-Owned small business (SDVOSB)
 - e. A business employing the severely disabled
 - f. A business owned and controlled by a Native American tribe
 - g. A business owned and controlled by a Native Hawaiian organization
3. The small business must be eligible for receipt of a Federal contract and be selected by the Mentor firm to participate in the program.
4. Approval of a DON MPA will not be granted if the Protégé firm is currently debarred or suspended from contracting with the Federal Government pursuant to FAR 9.4 or has any open investigations.
5. Mentor firms may rely in “good faith” on a written representation that the small business meets the eligibility requirements, except for a Protégé’s status as a SDB firm. A separate written self-certification of their small business status must be provided with the MPA proposal.
6. SDB firms must comply with the provisions contained in FAR 52.219-22, Small Disadvantaged Business Status, and be certified by the SBA as an SDB. The Small Business Administration (SBA) SDB certification expires before the end of the agreement period, the agreement and contract modification may still be written for the entire agreement period with conditions indicating that funding is subject to the Protégé’s SDB recertification.

7. General Procedures

STEP 1 – Mentors Choosing Protégés

The Mentor is solely responsible for selecting a Protégé that they believe will be a good candidate for a successful relationship with a demonstrable Return on Investment (ROI). Mentors should consider the following when selecting a Protégé:

1. A previous, established relationship between the Mentor and Protégé
2. Protégé’s geographic proximity to the Mentor
3. How the assistance aligns with the Protégé’s strategic vision
4. Protégé’s attitude regarding being mentored
5. Commitment to the relationship by both parties
6. Capabilities of the Protégé and how they coincide with the Mentor
7. Stability of the Protégé’s management and financial status
8. Protégé’s past performance

9. Results of any contract/subcontract work between the Mentor and Protégé
10. Subcontracting expectations

A Mentor may have **several DoD Mentor-Protégé relationships**; however, **a Protégé** may have **only one DoD Mentor at any given time**.

STEP 2 – Contracting the MPA

DON MPAs may be contracted via stand-alone contract or by adding a separately priced cost reimbursable contract line item number (CLIN) to an existing DON contract. The decision regarding the contracting method to be used is the discretion of the MBC. It is recommended that Mentors discuss contracting methods with the MBC prior to scheduling the Informal Introductory Briefing.

Method #1 Stand-Alone Contract

Upon approval/funding of the proposed agreement the MBC CO will inter into contract with the Mentor for execution of MPA deliverables.

Method #2 Modify an existing DON Contract

Upon approval/funding of the proposed agreement the MBC CO modifies an existing DON contract to add a cost reimbursable contract line item number (CLIN) for the developmental assistance cost. This method requires the Mentor to have an existing DON contract with the endorsing MBC.

In selecting the right existing contract for the MPA, the following should be considered:

- 1.1.1. Mentor-Protégé Agreement must be added:
 - as a **no fee line item** to an existing contract; or
 - as a CLIN under a **task order** to a negotiated Indefinite Delivery type contract (Blanket Purchase Agreements (BPA), or Basic Ordering Agreements (BOA)). A Seaport-e contract is not an acceptable contract type for use under the Mentor-Protégé Program
- 1.1.2. Agreements **may be** added to a contract that does not have an adequate period of performance remaining to cover the entire period of the MPA. In this case, it is acceptable for the contracting officer to move the MPA to another contract so that the expiring contract may be closed. Such action must be coordinated with the DON OSBP and the MBC OSBP.

Agreements cannot exceed 3 years from the date of contract award or inclusion in the task order or contract modification that incorporated the approved MPA as a separate cost reimbursable line item on an existing contract.

It is strongly recommended that the proposed agreement period be established for 60 to 90 days less than a full 3-year period to allow for a possible extension in the event the milestones cited in the agreement are not met.

Agreements cannot exceed the Protégé’s SDB certification period. If a Protégé’s certification expires before the end of the agreement period, the Mentor may submit the cost proposal for the entire period; however, the contracting officer must include a condition in the contract stating that any cost extension of the agreement or annual funding is contingent upon the Protégé’s SDB recertification by SBA. Based upon processing and approval cycles, soft dates such as “30 days after contract modification” should be utilized throughout the agreement.

Step 3 – Informal Introductory Briefing

Once an existing contract has been chosen or a decision has been made to award a stand-alone contract, the Mentor and Protégé **must** schedule an Informal Introductory Briefing. The Briefing should include the MBC Evaluation Team about developing the MPA. The preparation of this briefing should be a broad representation of the proposed concept and objectives of the MPA. DON’s decision and feedback will be provided **no later** than one week after the briefing. Include at least the following:

1. Background of the Protégé
2. Background on the Mentor's experience in mentoring other formal MPAs
3. Identified concept and objectives of the proposed MPA
4. Proposed Mentor technical and administrative transfers
5. Benefits to the Mentor, Protégé and DON of the proposed agreement
6. Estimated time of completion
7. Rationale of why the MBC should sponsor the agreement

STEP 4 – The Mentor-Protégé Agreement Proposal Package

A separate MPA Proposal Package must be submitted for each Mentor-Protégé relationship. In addition to the MPA the Proposal Package **must** contain all documents outlined in the DoD Proposal Package Checklist located in Appendix-A of this Guidebook.

All Mentor-Protégé Agreements must specify how the developmental program will:

1. Increase the Protégé's ability to participate in DoD, Federal, and/or commercial contracts and subcontracts.
2. Increase small business subcontracting opportunities in industry categories.
3. Indicate how this plan will address the Protégé's identified needs to enhance their ability to perform successfully under contracts or subcontracts within DON and other federal agencies.

MPAs must contain the following **five sections** with each one separately identified:

1. Executive Summary - details the overall summary of the agreement and must address all sections of DFARS Appendix I, Section 107.
2. **The Mentor-Protégé Agreement** - as defined in DFARS Appendix I, Section I-107 (a). All elements of Section I-107 MUST be addressed separately. To assist the Mentor and Protégé in the development of the formal agreement, a link to the MPA Template is provided in Appendix-C of this Guidebook.
3. **Benefits Statement/Return on Investment (ROI) document** – that clearly identifies the benefits and/or the ROI of this agreement to the DON and/or DoD.
4. **Technical Proposal** - that details the developmental program described in the Mentor-Protégé Agreement DFARS Appendix I, Section I-107 (f).

A very strong technical proposal is imperative and is considered the most important element of the agreement. It will be used as part of the evaluation criteria contained in Section 8 of this Guidebook, entitled "Evaluation Process for Mentor-Protégé Agreements". The technical proposal should include the following:

- a. An easy to follow Cost Proposal.
- b. Identification of labor hours associated with each task.
- c. A breakdown of the labor hours and dollar values associated with technology transfer, which should be approximately 70% of the total proposed cost.
- d. A breakdown of the labor hours and dollar values associated with the business development tasks, which should be approximately 30% of the total proposed cost.
- e. A Milestone Chart (with soft dates) with appropriate metrics to measure progress and completion of each major developmental task.

Examples of technology transfer and business development include, but are not limited to:

Technology Transfer:

Accounting Systems, International Organization for Standardization (ISO) Certifications, Software Certifications, Office Automation, and Program Management associated with technology transfer, Manufacturing Processes, and Quality Process Improvements.

Business Development:

Marketing, processes related to Human Resources and Company Policies, Procedures and Administration

IMPORTANT PLEASE NOTE: As stated in DFARS Appendix I, Section I-106(f), *“Developmental assistance provided under an approved mentor-protégé agreement is distinct from, and must not duplicate, any effort that is the normal and expected product of the award and administration of the mentor firm’s subcontracts. Costs associated with the later must be accumulated and charged in accordance with the contractor’s approved accounting practices; they are not considered developmental assistance costs eligible for reimbursement under the Program”.*

5. **Cost proposal** - for the technical proposal **presented in 12-month increments**. Cost proposals must comply with the following:
 - a. The cost proposal shall include a base year and priced options for any additional years of effort proposed, not to exceed 3 years.
 - b. A separate cost summary page divided into 12-month periods.
 - c. Labor/salary reimbursement must be for employees on the Mentor’s payroll only. **Protégé salaries and consultant costs are unallowable.**
 - d. Do not include any type of fee or profit.
 - e. Incidental costs or other than direct costs (ODCs) **cannot exceed 10%** of the total cost of the proposal. Examples of incidental costs include: travel (at the per diem rate), training, equipment and software, etc. **To calculate the 10%:** divide the incidental costs into the total proposed costs (total proposed cost includes labor, overhead, G&A, **and** incidental costs).
 - f. The **only** Protégé expenses to be reimbursed by the government are for travel expenses (at the per diem rate) relating to training, **not** marketing.
 - g. Only 2 representatives from the Mentor firm and 2 representatives from the Protégé firm may be reimbursed for travel expenses associated with attendance at government and industry hosted training events. **Attendance at the DoD Mentor-Protégé Training Week (MPTW) and DON Gold Coast are strongly encouraged.**
 - h. No capital equipment is allowed to be purchased or leased under the MPA. Any equipment that would normally be depreciated will be considered as capital equipment.
 - i. All proposed costs must align with to each developmental assistance category outlined in the technical proposal.

NOTE: If the costs proposed for developmental assistance and technology transfer are not assessed adequately per funded year, including possible inflation rates on labor, products and services and proves to cost more than originally proposed in the endorsed MPA, any costs over that funded year amount may not be invoiced to the government but will be a cost absorbed by the Mentor firm. Mentors may avoid this expenditure by realigning the milestones of the entire agreement ensuring the costs relative to the milestones do not exceed the budget per funding year. Extensions and realignment of milestone can be found in Section 11 of this guidebook.

Tasks to be completed by Historically Black Colleges or Universities or Minority Institutions (HBCUs/MIs), Procurement Technical Assistance Centers (PTACs), or Small Business Development Centers (SBDCs) are allowable and **are not included in incidental costs.** The use of these resources

for training is **strongly encouraged**. The total HBCU/MIs, PTACs, or SBDCs cost should not exceed 30% of the total cost of the proposal.

Websites:

HBCUs: <https://sites.ed.gov/whhbcu/where-are-the-hbcus/>

PTACs: <http://www.aptac-us.org/new/>

SBDCs: <https://www.sba.gov/tools/local-assistance/sbdc>

- ✓ The percentages for incidental costs and HBCU/MIs, PTACs, or SBDCs are to be clearly displayed per year as well as the total for all years.

The total amount that may be reimbursed to a Mentor per year may not exceed \$1,000,000.

The Customary Limits below are the set amounts per DFARS 219.71 Appendix I.

	Customary Limits
Manufacturing/ Non-Manufacturing Per Year	\$1M
Manufacturing / Non-Manufacturing Per Agreement	\$3M

Non-Manufacturing agreements - are agreements where an end product is not produced or delivered by the Protégé.

Manufacturing agreements - are agreements where an end product is produced or delivered by the Protégé.

8. Evaluation Process for Mentor-Protégé Agreements

Proposed MPAs should first be forwarded by the Mentor to the MBC OSBP, for review and endorsement. Once the MPA is submitted to the respective MBC OSBP, Mentors should allot about 45 calendar days for the MBC OSBP to evaluate the MPA. MBC OSBP should provide the results of its evaluation to the Mentor, Protégé and DON OSBP by the end of that evaluation period. The MBC's OSBP will forward endorsed MPA to the DON MP PM. See table below for MPA submittal, evaluation and funding timeframes.

*Submittal and Evaluation Time Table Note: Table is by fiscal year			
MPA Submittal Timeframes	MBC Evaluates then forwards proposed MPAs to DON OSBP	DON OSBP Reviews/Submits approved MPAs to DoD OSBP	DoD OSBP Approves & Obligates funding or Rejects MPA
June 1 st – 30 th	July 1 st – August 10 th	August 10 th – 15 th	August 16 th – 31 st
November 1 st – 30 th	December 1 st – January 24 th	January 24 th - 31 st	February 1 st – 15 th

Proposed MPAs submitted late will be held for evaluation until the next submittal timeframe.

Please note, MBC OSBP's have only 7 days from issuance of Military Interdepartmental Purchase Request (MIPR) to provide MIPR acceptance to DoD with a copy provided to DON OSBP and 30 days from MIPR issuance to submit the contract/contract modification to DoD and provide a copy to DON OSBP.

Credit and Hybrid proposed MPAs will be evaluated and forwarded to the DCMA Small Business Mentor-Protégé Division and DoD OSBP MP Director for approval and funding or rejection. Notification of rejection will be sent to the DON OSBP, MBC AD and Mentor.

Rejected agreements may be revised and resubmitted a maximum of two additional times.

Proposed agreements will be evaluated based on the following criteria in **descending order of importance:**

1. Merit of the technology transfer to the Protégé firm
2. ROI of the agreement to DON and/or DoD
3. Perceived benefit/value of the agreement to Protégé
4. Percentage of hours associated with technology transfer
5. Subcontracting opportunities available to the Protégé
6. Utilization of HBCUs/MIs, PTACs, SBDCs
7. Proposed cost

DON small business, acquisition and program personnel will evaluate all proposed agreements.

9. DON's Procedures for Processing New Agreements

- ✓ Ensure that the Mentor is an approved DoD Mentor prior to proposal submission.
- ✓ Mentor has completed a preliminary assessment of the developmental needs of the Protégé firm.
- ✓ Mentor coordinates with the endorsing MBC and provides an **Informal Introductory Briefing** to the MBC's Evaluation Team. The MPP PM should be included as a participant in this briefing.
- ✓ Upon concurrence of the merits of the proposed agreement by the MBC's Evaluation Team, the Mentor will receive preliminary approval to further develop a formal MPA.
- ✓ When MPA is to be added to an existing contract, ensure the Mentor has an existing DON prime contract that meets the requirements in Section 7, Step 2 that will permit the addition of a separately priced CLIN for the developmental assistance costs.
- ✓ Once the MPA is formalized, the Mentor must submit the agreement to the MBC OSBP for review by the MBC's Evaluation Team, which is comprised of MBC contracting and technical/program personnel.
- ✓ Upon completion of the MBC's Evaluation Team review, the MBC OSBP will forward the proposed agreement to the DON MP PM with the following attachments:
 1. Endorsement letter from the MBC's AD OSBP
 2. DoD Proposal Package Cover Checklist (Located in Appendix-A of this Guidebook)
- ✓ Once approved by the DON MP PM and DON OSBP Director, the agreement will be forwarded with an approval letter and Funding Request to the DoD OSBP Director.
- ✓ Once the MPA is received by the DoD OSBP, funds will be transferred via MIPR to the MBC financial Point of Contact (POC).
- ✓ Once the funding is received by the MBC the CO either places the agreement on a stand-alone contract or modifies an existing contract adding the funding and the Contract Data Requirements List (CDRL) for the reporting requirements. When modifying an existing contract, the agreement will be added as a separately priced cost reimbursable line item. The MPA and the Technical Proposal portions excluding the Cost Proposal should be added to the contract as an attachment. For modified contracts, a special contract clause should be added stating all Government-furnished Property (GFP) purchased under this CLIN shall be abandoned in place at the Protégé's facility upon completion of the agreement in accordance with FAR 52.245-1 entitled "Government Property". For stand-alone contracts a special contract clause should be added stating all Government-furnished Property (GFP) purchased under this contract shall be abandoned in place at the Protégé's facility upon completion of the agreement in accordance with FAR 52.245-1 entitled "Government Property".

- ✓ All approved agreements will have the base year funded and will contain priced options for any additional years of effort proposed.

10. Procedures for Requesting Annual Funding

To be considered for option year funding, both the Mentor and Protégé must be satisfied with the progress of the agreement and agree to continue the agreement for an additional year.

- ✓ The Mentor must submit a letter signed by both the Mentor and Protégé requesting the agreement be continued for an additional year. The letter must include:
 1. Explanation of the milestones that were met with the previous funding, the milestones that were not met, and why, corrective action planned, and the planned accomplishments with the next increment of funding
 2. Funding expended to date
 3. The most recent DoD MPA Semi-Annual Report (Can be found in Appendix-E)
 4. Updated agreement, developmental assistance, milestones, metrics, and revised cost proposal, if applicable
- ✓ Mentors must submit the request for incremental funding 70 calendar days from current funding year end date.
- ✓ The letter must be submitted to the MBC OSBP for review with a copy to DON OSBP.
- ✓ Upon completion of the MBC OSBP review, the Incremental Funding Request is forwarded to the DON OSBP with the following attachments:
 1. Endorsement letter from the MBC AD OSBP
 2. Current self-certification of business status if not certified by SBA.
- ✓ Once the endorsed package is received, reviewed, and approved by the DON OSBP, the DON OSBP will submit a Funds Transfer Request to the DoD MP Director.
- ✓ Once DoD OSBP receives, reviews, and approves the Funds Transfer Request, a MIPR will be sent to the MBC Financial POC with copies to DON OSBP and the MBC OSBP.

11. Procedures for Processing Agreement Extensions/Realignment of Milestones

- ✓ The Mentor may submit a formal request to extend the agreement if the established milestones in the MPA cannot be met within the period of performance and/or if the Mentor needs to realign or add milestones upon re-evaluation of the Protégé Needs Assessment. These requests should be at no additional cost to the DON and **the total agreement period should not exceed 3 years.**
- ✓ Requests for extensions that will cause an agreement to exceed 3 years or will result in additional cost may be considered on a case by case basis. These requests must include appropriate justification that details the unusual circumstances that warrant a term in excess of 3 years and or additional funding. No extension of agreement can result in a total MPA period of performance greater than five (5) years or cause an agreement to exceed three (3) million dollars.
- ✓ **To avoid a gap in the agreement period of performance, a Mentor must submit extension requests as soon as they suspect an extension will be necessary to meet the agreed upon milestones.** The Mentor must include a letter signed by both the Mentor and Protégé requesting the extension and/or

realignment/addition of milestones with a justification explaining why it is necessary. The letter must include:

- a. Funding expended to date;
 - b. Milestones accomplished;
 - c. Milestones not accomplished with explanation;
 - d. Any new milestones proposed;
 - e. Formal modification/addendum to the agreement signed by both parties (include updates to developmental assistance, milestones, metrics, and cost proposal, if applicable); and
- ✓ The request for extension and/or realignment/addition of milestones must be submitted to the MBC for review.
 - ✓ If the MBC AD OSBP endorses the request, it will submit the endorsement package to the DON OSBP MP PM for review and approval.
 - ✓ If the request is approved, DON OSBP will provide written notification to the MBC OSBP and forward the extension/realignment approval to DoD OSBP for their records. DON OSBP will include a funding request to DOD OSBP when appropriate.
 - ✓ Upon receipt of approval notification/funding the CO should issue a contract modification to incorporate the changes and/or extend the agreement.

All requests for extensions and/or realignment of milestones **may require** a site visit of the Protégé's facilities by the DON MP PM, or designee, prior to approval.

12. Procedures for De-obligating Excess Annual Funding

De-obligating excess funding from each funding year of the active MPA is another important step in the MPA funding process. All excess funding must be returned to DoD OSBP once the funding year has been completed. MPA teams may continue to invoice for activities that occurred during a Base or Option Year Period of Performance (POP) after that POP ends. However they cannot invoice for activities that were performed after their respective Base or Option Year POP. De-obligating excess annual funding should begin no later than one month after the POP end date.

MBC OSBP must collaborate with their Mentors in making sure the final amount remaining at the end of the funding year is accurate and that no additional invoices require processing. The de-obligation process is as follows:

- ✓ MBC OSBP must confirm with the MBC CO that the excess funding amount remaining in the funding year matches the final excess funding amount provided by the Mentor.
- ✓ Once the remaining excess funding has been agreed upon, the MBC CO must update the funding MIPR and provide a contract modification reflecting the de-obligated funds.
- ✓ The MBC OSBP and MBC CO will send those documents to the DoD OSBP at osd.pentagon.ousd-atl.mbx.osbp-mpp-financials@mail.mil and copy the DON MP PM.
- ✓ The MBC OSBP and MBC CO must track and ensure that DoD OSBP has recouped the excess funding from their accounts.

13. Procedures for Cancellation/Termination of Agreements

If the agreement is terminated prior to the scheduled completion date, a formal notification must be submitted in accordance with the procedures described in DFARS, Appendix I-111.

- ✓ A letter signed by both the Mentor and Protégé, must be submitted to the MBC OSBP and copies to the CO, DON MP PM, DoD OSBP and DCMA.
- ✓ Once the letter is received by the MBC OSBP, the MBC CO will generate a contract modification on the contract that holds the MPA, to de-obligate all remaining funds from the agreement. These funds are then returned to the DOD OSBP.

14. Reporting, Program Reviews and Helpful Templates

Reporting requirements for each Mentor and Protégé are described in the DFARS, Appendix I-112.

DoD MPA Template – The DoD MPA template is to be used when preparing a MPA for submittal and review by the MBC. This document can be found in Appendix-C of this Guidebook.

Monthly Expenditure Reports - Monthly Expenditure Reports are required to be submitted to the MBC OSBP with a copy to the DON MP PM by the 10th of each month by the Mentor. This report will be included as a CDRL requirement when awarding contract or issuing the contract modification for the MPA. **Repeated failure to provide this report may result in denial of the next option year's execution.** The link to the report template can be found in Appendix-D of this Guidebook.

Semi-annual Reports – Mentors must report on the progress made under active MPAs semiannually for the periods ending March 31st and September 30th throughout the Program participation term of the agreement. The September 30th report must address the entire fiscal year. **Reports are due within 30 days after the close of each reporting period.** This report must be submitted to the MBC OSBP, DON MP PM, and the DCMA Administrative Contracting Officer for review. **Inaccurate and late reports will have a negative impact on the decision to approve funding.** The link to the report template can be found in Appendix-E of this Guidebook.

Program Management Reviews (PMRs) – Face-to-face meetings or teleconferences will be held twice a year in **March and August**, between the Mentor, Protégé, DON MP PM, MBC, TC, DCMA and HBCU/MI, PTAC and SBDCs as appropriate to ascertain program's progress. Notifications for the March PMRs will be emailed in November of the previous year and notifications for the August PMRs will be emailed in May of that year by DON OSBP. The Mentor is responsible for coordinating the scheduling of this review with all parties involved based on the provided dates and times by the DON OSBP. The Mentor, Protégé and HBCU/MI, PTAC or SBDC will have to present on the following:

- In Power-Point form
 - 1) Provide initial data from the start of the MPA as well as progress, accomplishments and projections in the following areas:
 - a) Number of Employees
 - b) Revenue
 - c) Milestones (to include associated expense)
 - d) Participation in DoD contracts
 - I. Provide the total number of DoD contracts then indicate of which are subcontracting or prime contracting opportunities.
 - II. Provide the name of the federal and civilian agencies that correspond with those contracting opportunities.
 - e) Customer Base
 - I. Provide a comprehensive list of customers.

- f) Certifications
 - g) Capabilities
 - h) Innovations
 - i) Locations/Facilities
- 2) Progress on the HBCU/MI, PTAC or SBDC Support (The HBCU/MI, PTAC or SBDC will need to present this section)
 - 3) Write short specific Success Story Synopses that covers:
 - a. The type of contract (ex. Set-aside, Sole Source, Full and Open)
 - b. How the products and services produced during this MPA have improved quality, performance and provided benefit to the contract but specifically the warfighter. (You may include multiple products and services produced during the MPA to include this synopsis)
 - c. Cost savings to the agency
 - d. How the improvements in your company, products and services have helped grow the Small Business Industrial Base
 - 4) Challenges
 - 5) Lessons Learned
 - 6) Path Forward

DCMA Annual Performance Review Reports – Must be provided to DCMA by the Mentor and Protégé. These reports must verify data provided on the semi-annual reports. Copies of the Annual Performance Review Reports will be provided to the MBC OSBP and the DON MP PM. These reports can be found in Appendix – H and Appendix - I of this Guidebook.

After DCMA conducts its annual review of each agreement, a risk rating is assigned. This risk rating is determined by assessing the semi-annual reports, milestone management and the ROI. The ratings are LOW, MODERATE, or HIGH. Agreements given a MODERATE or HIGH risk rating are contacted by DCMA for a more in depth review and are given an opportunity to correct concerns or provide additional information. DCMA will involve Component/Agency MP-PMs on an “as needed” basis. If such a case arises, further action may be needed, to include the possibility of terminating the agreement.

Close-out Review (COR) - Face-to-face meeting or teleconference that is held no more than a month before the end of the MPA. Notifications for the COR will be emailed by DON OSBP five months prior to the POP end date of the MPA. It is conducted between the DON MP PM, MBC, Mentor, Protégé, DCMA and HBCU/MI, PTAC or SBDCs as appropriate to ascertain agreement’s successes. The Mentor, Protégé and HBCU/MI, PTAC or SBDC will have to present on the following:

- In Power-Point form
 - 1) Provide initial data from the start of the MPA as well as progress, accomplishments and projections in the following areas:
 - a) Number of Employees
 - b) Revenue
 - c) Milestones (to include associated expenses)
 - d) Participation in DoD contracts
 - I. Provide the total number of DoD contracts then indicate of which are subcontracting or prime contracting opportunities
 - II. Provide the name of the federal and civilian agencies that correspond with those contracting opportunities
 - e) Customer Base
 - I. Provide a comprehensive list of customers.
 - f) Certifications
 - g) Capabilities
 - h) Innovations
 - i) Locations/Facilities

- 2) Progress on the HBCU/MI, PTAC or SBDC Support (The HBCU/MI, PTAC or SBDC will need to present this section)
- 3) Write short specific Success Story Synopses that covers:
 - a. The type of contract (ex. Set-aside, Sole Source, Full and Open)
 - b. How the products and services produced during this MPA have improved quality, performance and provided benefit to the contract /warfighter. (You may include multiple products and services produced during the MPA to include this synopsis)
 - c. Cost savings to the agency
 - d. How the improvements in your company, products and services have helped grow the Small Business Industrial Base
- 4) Challenges
- 5) Lessons Learned
- 6) Planned future projects, trainings, contracts and subcontracts with or without the Mentor firm.

Post-Program Review and Report (PPRs) – are face-to-face meetings (preferred) or teleconferences conducted to assess the effectiveness of the Mentor Protégé relationship. These reviews are conducted between the DON MP PM and the Protégé firm. The PPRs are conducted each year for the following two (2) fiscal years after the end of the agreement. Notifications will be emailed five months from POP end anniversary. During these reviews the Protégé will have to present on the following:

- In Power-Point form
 - 1) Provide initial data from the start of the MPA as well as progress, accomplishments and projections in the following areas:
 - a) Employment
 - b) Revenue
 - c) Participation in DOD contracts
 - I. Provide the total number of DoD contracts then indicate of which are subcontracting or prime contracting opportunities
 - II. Provide the name of the federal and civilian agencies that correspond with those contracting opportunities
 - d) Customer Base
 - I. Provide a comprehensive list of customers
 - e) Certifications
 - f) Capabilities
 - g) Innovations
 - h) Locations/Facilities
 - 2) Challenges
 - 3) Lessons Learned
 - 4) Recommendations for DON to enhance their Mentor-Protégé Program
 - a) Each fiscal year of the Program Participation term; and
 - b) Each of the two (2) fiscal years following the expiration of the Program participation term

In addition to the Power-Point, the protégé will have to complete the DoD Post-Program Review Report. A link to the template is located in Appendix-F of this Guidebook. This report must be sent to DON OSBP MP PM and DOD MPP Director at dodmpp@osd.mil. **DON Mentor-Protégé Agreement Tracking Sheet** – This document is a helpful tool that will assist MBCs to keep track of the necessary and pertinent data related to each individual MPA throughout the life of the agreement. It tracks such information such as points of contact, funding requests, contract modifications, and Monthly Expenditure Reports. A link to the template can be found in Appendix-B of this Guidebook.

DON Mentor-Protégé Program Procedures Flowchart – This flowchart is for all stakeholders of a Mentor-Protégé

Agreement. It provides a broad look at the responsibilities, levels of approval and the process. It can be found in Appendix-G of this Guidebook.

15. Points of Contact

Mr. Carlton Hagans
DON OSBP MP PM
(202) 685-1076
carlton.hagans@navy.mil

Mrs. Alexis Tobe-LoCascio
Contractor Support
alexis.tobe.ctr@navy.mil

APPENDIX A - I

APPENDIX - A
DoD PROPOSAL PACKAGE COVER CHECKLIST
DON OSBP & MBC USE ONLY

(Click the image or go to the url below)

www.secnav.navy.mil/smallbusiness/Documents/DoD-Proposal-Package-Cover-Checklist.pdf

PROPOSAL PACKAGE
COVER CHECKLIST

The following is a listing of all components that must be included and referenced for each proposal submitted to DoD OSBP. A separate checklist sheet should accompany each proposal.

ITEM NO	ITEM	Included Package Section/Page
1	Point of contact for Mentor and Protégé (name, address, email address, telephone number)	
2	NAICS Code(s) for Protégé / PSC Codes	
3	Copy of DoD Mentor Approval Letter	
4	Confirm Mentor Has Active Contracts with the DoD Prior to Proposal	
5	Proof of Protégé Eligibility (small business set-aside category)	
6	Statement of Commitment from Protégé with Reporting Requirements During the Duration of the Agreement for Two Years Thereafter	
7	Confirm Needs Assessment Was Performed Prior to Proposal Submission	
8	Factors Identified to Assess Protégé's Developmental Progress	
9	Estimated Dollar Value and Type of Subcontracts Mentor Will Award to Protégé	
10	Program Participation Does Not Exceed Three Years and includes Period of Performance	
11	Confirm Mentor has Facility Clearance Requirements (if applicable)	
12	Technology Transfer is Clearly Defined in Proposal	
13	Proposal Clearly Addresses the Secretary of Defense's Top Ten Challenges or Department/Component/Agency Mission and or Proposal Clearly Addresses a Major Acquisition Program of Record	
14	Procedures for Mentor Firm to Terminate Mentor-Protégé Agreement for Cause/Procedures for Protégé Firm to Notify Mentor Firm of Intent to Voluntarily Terminate Mentor-Protégé Agreement	
15	Agreement signed by Mentor and Protégé	

 PM Submitting Authority Printed Name

 Submitting Authority Signature

 Submission Date

APPENDIX - B DON MENTOR-PROTÉGÉ AGREEMENT TRACKING SHEET

MBC Use ONLY

(Click the Image or go to the url below)

www.secnav.navy.mil/smallbusiness/Documents/DONMentor-ProtegeAgreementTrackingSheet.pdf

Click to add header

	DON Mentor-Protégé Agreement Tracking Sheet
<small>*For HCA Use ONLY</small>	

Endorsing HCA: _____ MPA Between _____

Points of Contact (POCs)					
	Mentor POC #1	Mentor POC #2	Protégé POC #1	Protégé POC #2	Contracting Officer
Name:					
Address:					
Work Phone:					
Mobile Phone:					
Email:					
Fax:					

	Agreement Specifics	Comments
Submittal Date:		
Approval Date:		
Duration of Agreement:		
Start of Performance Start Date:		
End of Performance End Date:		
Total Value of Agreement:		
Contract Number:		

Funding						
	Date	Amount	Approved/Denied	Funding	Purpose	
Funding Requested:		\$ -	Approved <input type="checkbox"/> Denied <input type="checkbox"/>	Base Y <input type="checkbox"/> OY <input type="checkbox"/> OY <input type="checkbox"/>	Milestone Realignment <input type="checkbox"/> Termination <input type="checkbox"/>	
Contract Mod Sent:		\$ -	Input Contract Mod #			
Funding Received:						
Comments:						
De-Obligate		\$ -		Base Y <input type="checkbox"/> OY <input type="checkbox"/> OY <input type="checkbox"/>	Milestone Realignment <input type="checkbox"/> Termination <input type="checkbox"/>	
Comments:						
Funding Requested:		\$ -	Approved <input type="checkbox"/> Denied <input type="checkbox"/>	Base Y <input type="checkbox"/> OY <input type="checkbox"/> OY <input type="checkbox"/>	Milestone Realignment <input type="checkbox"/> Termination <input type="checkbox"/>	
Contract Mod Sent:		\$ -	Input Contract Mod #			
Funding Received:						
Comments:						
De-Obligate		\$ -		Base Y <input type="checkbox"/> OY <input type="checkbox"/> OY <input type="checkbox"/>	Milestone Realignment <input type="checkbox"/> Termination <input type="checkbox"/>	
Comments:						

APPENDIX – C
DoD MENTOR-PROTÉGÉ AGREEMENT TEMPLATE
(Click here the image or go to the url)

www.secnav.navy.mil/smallbusiness/Documents/DoD%20MPP%20Agreement%20Template.pdf



Department of Defense
Office of Small Business Programs
Mentor-Protégé Program
Agreement Template

Companies that have been approved as mentors in the DoD Mentor-Protégé Program and have identified a protégé firm must submit a signed mentor-protégé agreement for each mentor-protégé relationship to the Director, Office of Small Business Programs (OSBP), Office of the Under Secretary of Defense (Acquisition, Technology and Logistics [OUSD (AT&L)]) for approval. For companies seeking direct reimbursement of developmental assistance costs, your submission should be made through the cognizant Military Department/Defense Agency OSEP. For companies seeking credit of developmental assistance costs (to include hybrid agreements), your submission should be made through the Defense Contract Management Agency (DCMA). Regardless of the agreement type, an information copy must be submitted to the OUSD OSBP.

Please Note:


***Credit Only/Hybrid Agreements:** Developmental assistance costs may only be incurred after receipt of an approval letter from DCMA. Note: Official start date is the date of OUSD (AT&L) approval letter.*

***Direct Reimbursement Agreements:** Developmental assistance costs may only be incurred upon the award of a contract modification that incorporates a separate line item for the mentor-protégé agreement. Note: Official start date is the date of the contract modification.*

The following template is provided as a guide to assist in the preparation of the mentor-protégé agreement, however at a minimum all elements below must be addressed. Attachments/addendums are welcome.

APPENDIX – D
MONTHLY EXPENDITURE REPORT TEMPLATE
 (Click on link or go to the url below)

www.secnav.navy.mil/smallbusiness/Documents/DON-MPP-Monthly-Expenditure-Report.pdf



Department of the Navy Mentor - Protégé Program Monthly Report

Mentor: _____

Protégé: _____

Agreement Period of Performance: _____

Total Value of Agreement: _____

Reporting Month: _____

Submitted by: _____ Date: _____


	Base Year	Option Yr 1	Option Yr 2
Amount funded:			
Amount expended this month:			
Total expenditures for the year:			
Unexpended for the year:	0	0	0

Developmental Tasks per Mentor-Protégé Agreement	Date		Actual	Estimate of Actual % Complete as of
	Actual Start Date (mm/yyyy)	Addressed End Date		
Task # - Task Name				
Task # - Task Name				
Task # - Task Name				
Task # - Task Name				
Task # - Task Name				
Task # - Task Name				
Task # - Task Name				
Task # - Task Name				
Task # - Task Name				

Comments: _____

APPENDIX – E
DoD SEMI-ANNUAL REPORT
 (Click on the image or go to the url below)

www.secnav.navy.mil/smallbusiness/Documents/DOD%20MPP%20Semi-Annual%20Report%20Form.xlsx

DoD MENTOR-PROTÉGÉ PROGRAM SEMIANNUAL REPORT																															
INSTRUCTIONS																															
1. Reporting requirements: Reports are due for all active agreements, both reimbursable and credit (including agreements with zero activity during the report period). 2. Reports are due not later than 30 days following the end of each semiannual reporting period (30 Apr or 31 Oct). 3. Official start date is the date of the contract/modification signed. For credit agreements, the Official start date is the date of the signed DCMA Approval Letter. Developmental assistance costs may only be incurred after receipt of an approval letter from DCMA. 4. An attachment may be included to provide additional information or explanation of any data items on this form or to provide pertinent information about the agreement that is not addressed on this form.																															
Last Day of This Report Period (3/31 or 9/30): <input style="width: 80px;" type="text"/> (mm/dd/yyyy) <small>(All reports cover a 6-month period ending on either 31 Mar or 30 Sep)</small>																															
Section A - General Information																															
Agreement Number/Task Order/Delivery Order: <input style="width: 600px;" type="text"/> (Reimbursable Only)																															
Type of Agreement: <input type="checkbox"/> Reimbursable <input type="checkbox"/> Credit																															
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APPENDIX – F
DoD PROTÉGÉ POST-AGREEMENT REPORT

www.secnav.navy.mil/smallbusiness/Documents/DONMPP-Post-ProgramReviewReport.pdf

DoD Protégé Post-Agreement Report



Report Date:

INSTRUCTIONS:

2. Reporting cutoff activity captured - each year after agreement completion for 2 consecutive years
3. The report must address a complete year.
4. The first report is due 1 year & 1 month after agreement completion (e.g. agreement completion date 4/30/03, report is due 5/31/04).
The second report is due 1 year after the first report due date (e.g. 1st report due date is 5/31/04, the 2nd report is due 5/31/05).
5. Baseline information comes from the Mentor-Protégé Agreement.
6. Baseline revenue is the most recent full year revenue prior to the agreement completion.
7. This form has been created in MS Excel; 8 pt Arial font.
8. All dollar values are expressed in whole dollars, cents omitted.

PROTÉGÉ Information:

Organization Name:	<input type="text"/>	Contact Name:	<input type="text"/>
Address:	<input type="text"/>	Title:	<input type="text"/>
City:	<input type="text"/>	Telephone:	<input type="text"/>
State:	<input type="text"/>	FAX:	<input type="text"/>
Zip:	<input type="text"/>	Email Address:	<input type="text"/>
URL:	<input type="text"/>		
Industry:	<input type="text"/>		
Congressional District:	<input type="text"/>		

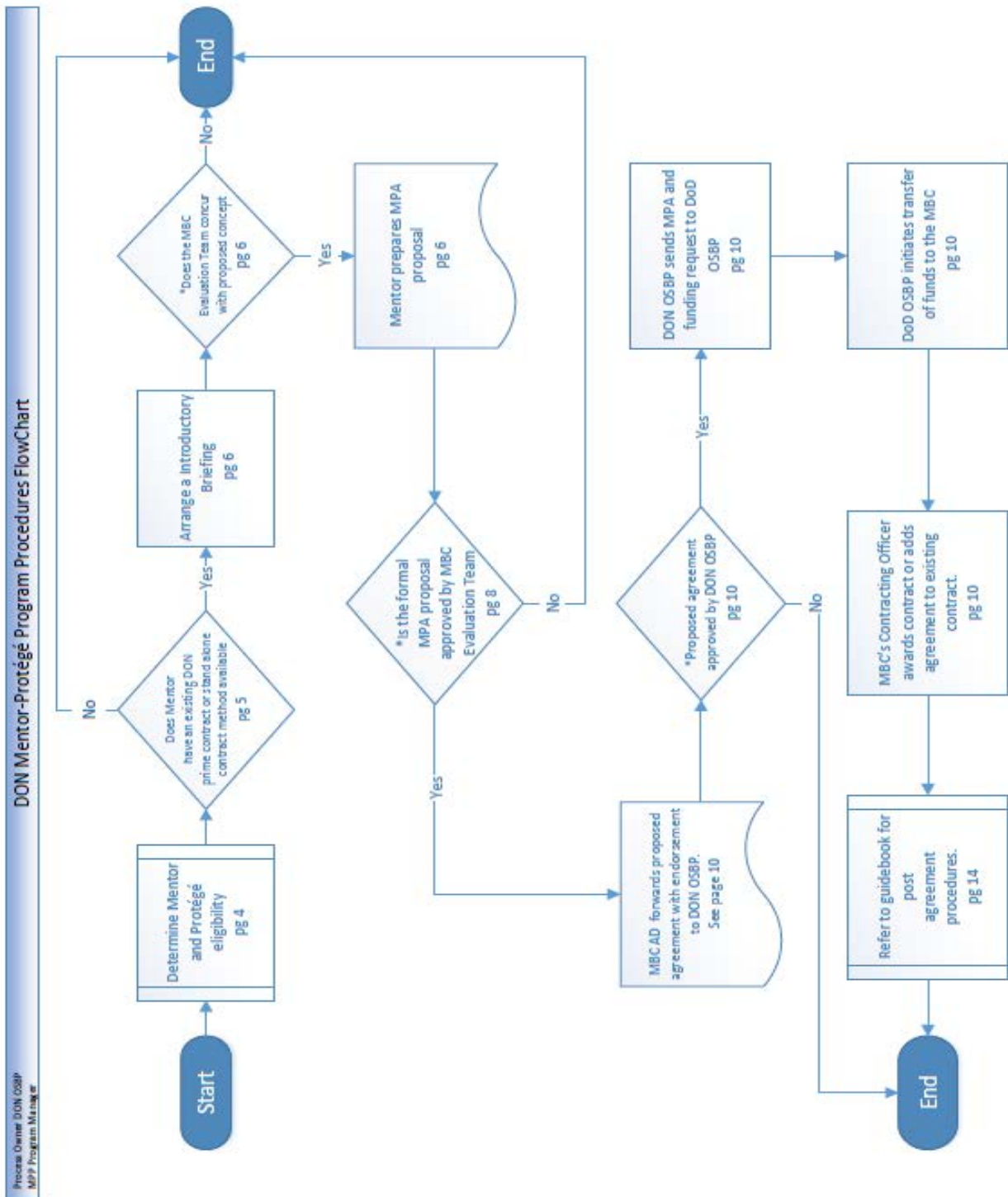
MENTOR Information:

Organization Name:	<input type="text"/>	Contact Name:	<input type="text"/>
Address:	<input type="text"/>	Title:	<input type="text"/>
City:	<input type="text"/>	Telephone:	<input type="text"/>
State:	<input type="text"/>	FAX:	<input type="text"/>
Zip:	<input type="text"/>	Email Address:	<input type="text"/>
URL:	<input type="text"/>		

AGREEMENT Information:

Contract Number:	<input type="text"/>	<i>(reimbursed agreements only):</i>
Agreement Type:	<input type="text"/>	
Agency Sponsor:	<input type="text"/>	

APPENDIX - G DON MENTOR-PROTÉGÉ PROGRAM PROCEDURES FLOWCHART



APPENDIX - H

DCMA ANNUAL PERFORMANCE REVIEW REPORT FOR MENTORS

www.secnav.navy.mil/smallbusiness/Documents/DCMA-Annual-Performance-Review-Report-for-Mentors.pdf



Mentor Questionnaire

DCMA Annual Review DoD Mentor Protégé Agreement

Date:

Mentor name:

Protégé name:

Period of Performance Covered By Review:

Mentor Protégé Agreement Start Date: _____ End Date: _____

1. Developmental Assistance Provided:

Assistance to be Provided Based on Agreement	Assistance Provided Based on Discussions with Mentor/Protégé	
Business Infrastructure Development	Business Infrastructure Development	
Marketing Support	Marketing Support	
Manufacturing Training	Manufacturing Training	
Quality Training	Quality Training	
Engineering/Technical Training	Engineering/Technical Training	
Equipment Provided	Equipment Provided	
Financial Assistance	Financial Assistance	
Other: (Specify)	Other: (Specify)	

2. Contract Obligation/ Payment History:

a. Total Obligated Amount: \$ _____ (Reimbursable Agreements)

APPENDIX – I

DCMA ANNUAL PERFORMANCE REVIEW REPORT FOR PROTÉGÉ

www.secnay.navy.mil/smallbusiness/Documents/DCMA-Annual-Performance-Review-Report-for-Proteges.pdf



MENTOR, PROTÉGÉ AGREEMENT

PROTÉGÉ QUESTIONNAIRE

DATE _____

Period Covered By Review: _____

Mentor Firm Name: _____

Protégé Firm Name: _____

Small Business Category: _____

Type of Certifications: (SB, SDB, WOSB, SDVOSB, Hub Zone, etc) and Expiration dates required:

Contract Number (if Reimbursable agreement): _____

Protégé Cage Code: _____

Mentor Protégé Agreement Start Date _____ End Date _____

Protégé Contact Information (Name) _____
Title _____

Phone Number: _____ Fax Number: _____

Email: _____

Type of Assistance Provided by Mentor:

(If answers are YES, please explain in detail for all assistance below)

Business Infrastructure Development: Yes ____ No ____

Marketing Support: Yes ____ No ____

Small Business Development: Industrial Solutions for the Warfighter



Mentor-Protégé Guidebook For Industry and Acquisition Professionals

v 3.0

February 2018