



## DEFENSE SECURITY COOPERATION AGENCY

2800 DEFENSE PENTAGON  
WASHINGTON, D.C. 20301-2800

24 DEC 2013

MEMORANDUM FOR DEPUTY UNDER SECRETARY OF THE AIR FORCE FOR  
INTERNATIONAL AFFAIRS  
DEPUTY ASSISTANT SECRETARY OF THE ARMY FOR  
DEFENSE EXPORTS AND COOPERATION  
DEPUTY ASSISTANT SECRETARY OF THE NAVY FOR  
INTERNATIONAL PROGRAMS  
DIRECTOR, DEFENSE INFORMATION SYSTEMS AGENCY  
DIRECTOR, DEFENSE LOGISTICS AGENCY  
DIRECTOR, DEFENSE LOGISTICS INFORMATION SERVICE  
DIRECTOR, DEFENSE REUTILIZATION AND MARKETING  
SERVICE  
DIRECTOR, DEFENSE THREAT REDUCTION AGENCY  
DIRECTOR, NATIONAL GEOSPATIAL-INTELLIGENCE  
AGENCY  
DEPUTY DIRECTOR FOR INFORMATION ASSURANCE,  
NATIONAL SECURITY AGENCY  
DIRECTOR, MISSILE DEFENSE AGENCY

SUBJECT: Responsibilities and Procedures for Defense Security Cooperation Agency-Hosted  
Pre-countersignature Meetings, DSCA Policy 13-61

- References: (a) Defense Security Cooperation Agency (DSCA) Manual DSCAM 5105.38-M,  
Security Assistance Management Manual (SAMM), April 30, 2012
- (b) DSCA Memorandum, "Pre-Countersignature Meetings for New Letters of Offer  
and Acceptance (LOAs) for Major Sales (DSCA 04-16) [SAMM E-Change 10]," April  
28, 2004
- (c) Arms Export Control Act, Section 36(b) (22 U.S.C. 2776)

This memorandum expands guidance in References (a) and (b) clarifying the responsibilities for participants attending DSCA led Pre-countersignature Meetings. DSCA convenes these meetings as a tool to execute time sensitive Letters of Offer and Acceptance (LOAs) in support of Foreign Military Sales or to review LOA documents for major weapon sales<sup>1</sup> that trigger the Arms Export Control Act (AECA) section 36(b) (22 U.S.C. 2776)

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<sup>1</sup> Major Weapon Sales. Sales that trigger an AECA section 36(b) (22 U.S.C. 2776) threshold or proposed sales that represent an increase of more than 15 percent to the FMS purchaser's current active program.

(Reference (c)) notification threshold. References (a) and (b) established the requirement to conduct Pre-countersignature Meetings for all major weapon sales, however, DSCA may choose to hold a Pre-countersignature Meeting for non-major weapon sales on a case-by-case basis, if warranted.

This memorandum supersedes guidance set forth in Reference (b) for Pre-countersignature Meetings. The new process for conducting Pre-countersignature meetings is attached. For questions concerning the policy, please contact Mr. Kidd Manville, DSCA-STR/SPI, kidd.manville@dscamail.mil, (703) 604-6594.



J. W. Rixey  
Vice Admiral, USN  
Director

Attachment:  
As stated

cc:  
STATE/PM-RSAT  
AFRICOM  
CENTCOM  
EUCOM  
JFCOM  
NORTHCOM  
PACOM  
SOCOM  
SOUTHCOM  
TRANSCOM  
USASAC  
SATFA TRADOC  
NAVSUP WSS  
NETSAFA  
AFSAC  
AFSAT  
MDA  
DISAM

ENCLOSURE 1  
RESPONSIBILITIES

1. DEFENSE SECURITY COOPERATION AGENCY (DSCA) PRINCIPAL DIRECTOR FOR OPERATIONS (PD OPS). The PD OPS shall:

- a. Provide a Country Program Director (CPD) to participate in the Pre-countersignature Meeting to ensure the LOA document responds to the purchaser's requirements identified in the Letter of Request.
- b. In consultation with the Principal Director for Business Operations (PD DBO), determine if major weapon sale LOA documents require a Pre-countersignature Meeting; or, conversely, those non major weapon sales LOAs would be reviewed under the standard DSCA review process conducted by the DSCA Operations Directorate, Case Writing Division (CWD).
- c. Provide the Pre-countersignature Meeting Secretary notification of any LOA that requires a Pre-countersignature Meeting, as soon as that fact is known.
- d. On a rotational basis, assign a Regional Deputy to act as Chairperson for the Pre-countersignature Meeting, when the CPD is other than a GS-15 or O-6.
- e. Assign a CWD employee to participate in the Pre-countersignature Meeting.

2. DSCA PRINCIPAL DIRECTOR FOR BUSINESS OPERATIONS (PD DBO). The PD DBO shall:

- a. Provide a Country Finance Director (CFD) to participate in the Pre-countersignature Meeting, and among other financial actions, ensure the proposed financial payment schedule correlates to the proposed program and delivery plan.
- b. In consultation with the PD OPS, determine if LOA documents not for major weapon sales require a Pre-countersignature Meeting; or, conversely, those for major weapon sales that would more appropriately be reviewed under the standard DSCA review process that is initiated by the DSCA OPS/CWD.
- c. Convene a Pre-countersignature Meeting on major weapon sales cases, as appropriate.
- d. Provide a Financial Policy Analyst to participate in the Pre-countersignature Meeting and ensure all lines are properly priced.
- e. Review the revised LOA document and Manpower and Travel Data Sheet (MTDS) to ensure all actions are completed correctly.
- f. Assign a DBO employee as the Pre-countersignature Secretary.
- g. Assign a Branch Chief to be the Chairperson for the Pre-countersignature Meeting, if the CFD is other than a GS-15.

3. DSCA PRINCIPAL DIRECTOR FOR STRATEGY (PD STR). The PD STR shall: Provide a Security Assistance Policy Analyst to participate in the Pre-countersignature Meeting to ensure the LOA document is in compliance with DSCA policy and the Security Assistance Management Manual.

4. DSCA PRINCIPAL DIRECTOR FOR PROGRAMS (PD PGM). The PD PGM shall: Provide a cognizant Weapons System Analysts and, as appropriate, a Programs Analyst to participate in the Pre-countersignature Meeting, which may include subject matter experts on End Use Monitoring (EUM); Excess Defense Articles (EDA); Nonrecurring Cost (NC); Missile Technology Control Regime (MTCR); and Communications Security (COMSEC).

5. DSCA PRINCIPAL DIRECTOR FOR INFORMATION TECHNOLOGY/CHIEF INFORMATION OFFICER (CIO) (PD IT/CIO). The PD IT/CIO shall:

- a. Ensure that the meeting location has properly functioning Video Teleconference equipment and computers with Defense Security Assistance Management System (DSAMS) installed/access prior to the start of the Pre-countersignature Meeting.
- b. Ensure all VTC participants are properly connected to the meeting.

6. PRIME CONTRACTOR. The Prime Contractor for the system being sold will participate in the Pre-countersignature Meeting, as determined by PD OPS. The Prime Contractor will verify that requirements can be met at the price identified in the LOA document.

7. PRE-COUNTERSIGNATURE MEETING CHAIRPERSON. The Chairperson shall:

- a. Review and approve the agenda prior to the meeting.
- b. Determine who is not required to participate for the duration of the meeting. Exceptions will be made on a case-by-case basis according to the details of the case.
- c. In coordination with DSCA HQ subject matter experts, may authorize issues that cannot be resolved before the suspense date, and do not pose a risk to the U.S. Government, to be corrected on the subsequent Amendment and/or Modification to the LOA document.

8. PRE-COUNTERSIGNATURE MEETING SECRETARY. The Secretary Shall:

- a. Draft the meeting agenda and coordinate with the meeting Chairperson prior to distributing to all participants.
- b. Disseminate the completed LOA package to the meeting participants as soon as it is received from the Implementing Agency.
- c. Reserve a DSCA conference room to host the Pre-countersignature Meeting.

- d. Coordinate with DSCA IT to schedule the VTC and ensure all computer equipment and phone lines are functioning properly.
- e. Participate in Pre-countersignature Meetings and take detailed notes.
- f. Draft the meeting minutes and coordinate with all participants prior to distribution.
- g. Track required actions until they are completed or the case is implemented.

9. IMPLEMENTING AGENCY (IA). The IA representative(s) shall:

- a. Ensure subject matter experts participate in all Pre-countersignature Meetings.
- b. Provide advanced copies to the Pre-countersignature Secretary of the completed LOA package five work days prior to the meeting. Items to be reviewed during the meeting include all of the following items, as applicable: LOA document, LOA Checklist, LOR(s), MTCR approval by Department of State, 36(b) Congressional Notification(s), EDA approval message, MTDS, Contractor/Program Office developed payment schedule (including quarterly termination liability) and any purchaser requested payment schedule, related waivers (e.g., NC, Yockey waiver), National Security Agency approval letter, DSCA Implementation memo, Consortium approval memo, and any unique notes required. If the aforementioned documents are received less than five work days prior to the meeting, PD DBO, in consultation with PD OPS, will decide if the meeting needs to be rescheduled to allow adequate time to review the documents.
- c. Respond to questions regarding how the LOA document was developed and priced.
- d. Make changes in DSAMS where possible during the meeting.
- e. Ensure changes are made to the case for which they are responsible. Document that the changes were made on the LOA Checklist. The LOA Checklist and DSAMS Case Remarks will document, in detail, any changes to the document not addressed during the Pre-countersignature Meeting. Corrections authorized by the Chairperson to be corrected on the subsequent Amendment and/or Modification to the LOA document will be documented in DSAMS by the Pre-countersignature Meeting Secretary.

## ENCLOSURE 2

### PROCEDURES

#### 1. PURPOSE.

- a. A Pre-countersignature Meeting includes, but is not limited to, performing a detailed review of the purchaser requirements; ensuring the proposed financial payment schedule correlates to the proposed program and delivery plan, reviewing all line items and notes on the Letter of Offer and Acceptance (LOA) document, verifying the transportation methods being proposed are appropriate, correcting errors, and resolving issues.
- b. A Pre-countersignature Meeting is considered the first official review of an LOA document. However, the Implementing Agency (IA) should perform a quality review of the LOA document prior to submitting the package for the Pre-countersignature Meeting.
- c. A significant amount of time and resources are invested by DSCA and the IAs before, during, and after a Pre-countersignature Meeting. Any LOA document concerns should be addressed and agreed to during this Pre-countersignature review, and all issues identified will be corrected and/or addressed by the responsible organizations. As a result, DSCA may eliminate the requirement to review LOA documents a second time after they have been reviewed via a Pre-countersignature Meeting.

#### 2. PRE-COUNTERSIGNATURE MEETING PREPARATION.

- a. As soon as the IA submits the 36(b) Congressional Notification package to DSCA HQ for coordination, the DSCA OPS/CPD and DBO/CFD will recommend which LOA documents will need a Pre-countersignature Meeting. Once a decision is made, the Pre-countersignature Meeting Secretary will inform all stakeholders of the requirement.
- b. The Pre-countersignature Secretary will schedule the meeting soon after the IA notification and make appropriate accommodations, to include sending an Outlook calendar invitation to the DSCA Division Chief-nominated participants and IA representatives.
- c. Pre-countersignature Meetings will be hosted by DSCA at its Crystal City, Virginia offices.

##### (1) Accommodations.

- (a) Conference room should be large enough to accommodate a minimum of 10 people.
- (b) Video Teleconference (VTC) equipment.
  1. The Pre-countersignature Meeting Secretary will request VTC support from DSCA IT soon after the IA notification.
  2. The Pre-countersignature Meeting Secretary will provide the respective IA the appropriate VTC information as soon as it is available.

3. DSCA IT will test the VTC prior to the meeting to ensure it is functioning properly and that all parties can be seen and heard clearly.

(c) Telephone

1. The Pre-countersignature Meeting Secretary will arrange for multiple conference lines for participants that do not have VTC capability and cannot attend in-person.

2. The Pre-countersignature Meeting Secretary will test the phone line prior to the meeting to ensure it is functional and verify that the number of lines can accommodate the number of people calling in to the meeting.

(d) The Pre-countersignature Meeting Secretary will ensure the conference room has a functional computer and his/her profile is stored on the computer. The Pre-countersignature Meeting Secretary's computer profile will have the appropriate software installed to access DSAMS or other case development systems.

(e) The Pre-countersignature Meeting Secretary will coordinate with DSCA IT to ensure the conference room has a functioning overhead projector, if required.

(f) The Pre-countersignature Meeting Secretary will draft a template to efficiently capture Pre-countersignature Meeting minutes (Enclosure 5). The template should be consistent for each meeting and sequentially enumerate the parts of the LOA document from the beginning to the end.

d. All participants must review the draft LOA document, and supporting documents, in detail to prepare for the Pre-countersignature Meeting. Every effort should be made to research corrective action to the identified errors. By providing the correct information at the time of the Pre-countersignature Meeting, errors can be corrected immediately. This process will expedite the Pre-countersignature Meeting and reduce the DSCA OPS/CWD and IA's rework.

3. PRE-COUNTERSIGNATURE MEETING.

a. The Pre-countersignature Meeting Chairperson will facilitate the discussion and open the meeting by taking roll-call, discussing the agenda, and providing administrative notes.

b. The meeting Secretary will provide copies of the LOA document and any supporting information to all participants in advance of the Pre-countersignature Meeting via e-mail.

c. The Chairperson may adjust the agenda and sequence of events to effectively use participants' time (e.g., reviewing sensitive technology lines and notes at the beginning of the review vice in sequential order). Exceptions will be made on a case-by-case basis. Participants having equities in certain parts of the LOA document must be prepared to address their concerns and may join or leave the meeting per the agenda. All other participants are required to stay for the duration of the meeting.

d. The draft LOA document and supporting case documents (Letter of Request, Manpower Travel Data Sheet (MTDS), RP069, payment schedule, waivers, & other case attachments, etc.) will be reviewed during the meeting.

- e. LOA documents will be reviewed starting from the case “Based on” field (i.e., Purchaser’s Reference) to the notes at the end of the case. If a note(s) is referenced on a line, it may be appropriate to review the note for that line vice having to refer back to the line when reviewing the notes.
- f. The lead IA should have access to DSAMS during the Pre-countersignature Meeting so that as many changes can be made at that time. Any changes that can be made during the meeting will be cited and the action will be annotated as “closed.” If additional DSAMS functionality is required for full edit capability, the respective IA will coordinate with DSCA’s Defense Security Assistance Development Center DSAMS Helpdesk to modify the account settings.
- g. The meeting minutes should list each part of the case sequentially, even if errors are not found (see Enclosure 5) so that the IA and the DSCA OPS/CWD know that the line was approved as written. If errors are identified, the meeting minutes will cite the reason for the error, the recommended corrective actions, and, if the error cannot be corrected during the meeting in DSAMS, the point of contact for correcting the error, and the date when the error will be corrected.
- h. The Chairperson, in coordination with the DSCA HQ subject matter experts, may authorize issues that cannot be resolved before the suspense date, and do not pose a risk to the U.S. Government, to be documented in DSAMS by the Pre-countersignature Meeting Secretary and corrected in the subsequent Amendment or Modification to the case. If the errors are not corrected in the subsequent Amendment or Modification, the case will be returned.

#### 4. POST PRE-COUNTERSIGNATURE MEETING.

- a. All meeting minutes and the list of action items will be completed by the Secretary, and approved by the Chairperson, no later than two business days after the Pre-countersignature Meeting.
- b. The meeting Secretary will distribute the meeting minutes and action items to all participants. A repository for all Pre-countersignature Meeting minutes will be established on the DSCA Business Operations Directorate SharePoint site for reference by DSCA HQ’s staff. The meeting minutes will be posted to this site once coordinated with the participants and approved by the meeting Chairperson.
- c. The meeting Secretary will assist the DSCA OPS/CPD and DBO/CFD in following up on open action items. The organization responsible for the action should complete the action prior to the case being moved to the DSCA/OPS/CWD. A final version of the action items will be sent to the participants noting the actions that have been completed and any remaining open actions. Open actions and planned remedies will be entered into DSAMS Case Remarks and the comments section of the LOA Checklist.
- d. The Chairperson, in consultation with DSCA Principal Directors, will determine if the case can proceed based on the risk of having action items pending.



- e. Any changes made to an LOA document, other than those identified during a Pre-countersignature Meeting, will require the LOA document to be reviewed again under the normal review procedures managed by DSCA OPS/CWD.
- f. The IA is responsible for identifying any changes made to an LOA document that were not identified during a Pre-countersignature Meeting by adding Case Remarks into DSAMS and in the comments section of the LOA Checklist. The Case Remarks and LOA Checklist should include a statement that changes were made to the LOA document not identified during the Pre-countersignature Meeting as well as a detailed description of those changes. These remarks will notify DSCA OPS/CWD that the LOA document needs to be re-staffed with the DSCA Directorates that initially reviewed the LOA document. The DSCA OPS/CWD will re-staff an LOA document with all appropriate DSCA Directorates when major changes (e.g., adding lines, increasing quantities of MDE) are made to an LOA document that were not documented during the Pre-countersignature Meeting.
- g. The IA is responsible for including a copy of the LOA Pre-countersignature Meeting minutes, including Action Items, and a copy of the draft LOA document that was reviewed during the Pre-countersignature Meeting when the documents are sent to DSCA OPS/CWD in the “Write” phase of case development.

ENCLOSURE 3

**LIST OF PRE-COUNTERSIGNATURE PARTICIPANTS (Not Exhaustive)**

- Chairperson, if not the DSCA Country Program Director or Country Financial Director
- DSCA Country Program Director
- DSCA Country Financial Director
- DSCA Pre-countersignature Secretary
- DSCA Case Writing Division Representative
- DSCA Financial Policy Representative
- DSCA Policy Representative
- DSCA Weapons Representative
- DSCA Enhanced EUM Representative
- DSCA Congressional Notification Rep (DBO)
- DSCA EDA program Representative
- DSCA Non-recurring Cost Program Representative
- Implementing Agency Representatives
  - SAF/IA – Navy IPO – DASA-DEC Representative
  - USASAC – Navy IPO Program – AFSAC Representatives
  - Appropriate LCMC/Systems Command Representatives
- Other representatives as appropriate to the content of the LOA

ENCLOSURE 4

**SAMPLE PRE-COUNTERSIGNATURE MEETING NOTIONAL AGENDA**

0900 – 0915	Opening Remarks	Chairperson
0915 – 0945	General Discussion – Overview of the Case	IA
0945 – 1000	Weapons/End Use Monitoring	DSCA/PGM
1000 – 1030	Line-by-Line Review	All
1030 – 1045	Break	All
1045 – 1200	Line-by-Line Review Continued	All
1200 – 1300	Lunch [No host]	All
1300 – 1330	Payment Schedule Review	DSCA/DBO
1330 – 1430	MTDS Review	DSCA/DBO
1430 – 1445	Break	All
1445 – 1530	Wrap Up/Action Item Review	Chairperson/Secy
1530 – 1600	Closing Comments/Remarks	All

ENCLOSURE 5

**SAMPLE PRE-COUNTERSIGNATURE MEETING MINUTES**



**Pre-countersignature Meeting Minutes  
for  
XX-X-XXX**

<b>Case Description:</b>	
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**Attendees:**

<b>Role</b>	<b>Name (Last/First)</b>		<b>Phone</b>	<b>Email</b>
Chairperson				
Secretary				
CPD				
CFD				
Policy				
...				

**Discussion Summary:**

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**Action Items:**

<b>AI #</b>	<b>Line/Note/MTDS (if applicable)</b>	<b>Action Item Description</b>	<b>OPR</b>	<b>Status</b>	<b>Remarks</b>
01	General	Spell out acronyms throughout LOA.	IA	OPEN	
02	Line 001 – AMRAAM AIM- 120C7	Reflect NC as waived & correct CAS pricing.	IA	OPEN	
03	Line 002 & Note 2 – NVG (AN/AVS-9)	Delete – Item not releasable.	IA	OPEN	To be added via future Amd when releasable.
	Line 003 (Classified Software)	Approved as written.			