

**WILSON
SONSINI**

Foreign Ownership, Control, or Influence (FOCI)



OVERVIEW

Wilson Sonsini Goodright & Rosati has extensive experience in addressing the problems that arise when parties to a transaction have contracts involving U.S. government classified information or technology. Companies with access to such information may be regulated by the Department of Defense through the Defense Counterintelligence and Security Agency (DCSA, formerly the Defense Security Service, or DSS) pursuant to the guidelines of the National Industrial Security Program Operating Manual (NISPOM) or by other government agencies. In particular, DCSA steps in to review any investment in which the target has, or will acquire, contracts involving classified contractors, information, or technology and the investor or acquirer is, or may become, subject to foreign ownership, control, or influence (FOCI).

When FOCI issues arise, our attorneys work with both foreign investors and those seeking foreign investment to open lines of communication to the correct parties at DCSA, negotiate with the right agencies, and satisfy all relevant U.S. government requirements. We help clients coordinate negotiations over FOCI controls with other national security reviews, such as the CFIUS review process. Our team, which includes attorneys with experience across the Defense Department, the military, the intelligence community, and other national security agencies, works with clients to identify the most effective and efficient FOCI mitigation plan. Once a FOCI mitigation plan is successfully negotiated, we then assist clients in the implementation of that plan to ensure that it is developed in a manner that satisfies business imperatives while still protecting national security interests