

Exhibit 7
Declaration of Joseph Callerame

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

ELECTRONIC PRIVACY INFORMATION CENTER)

Plaintiff,)

v.)

Case No. 1:10-cv-1992 (ABJ)

THE UNITED STATES DEPARTMENT OF)
HOMELAND SECURITY,)

Defendant,)

DECLARATION OF Joseph Callerame

I, Joseph Callerame, to the best of my knowledge and belief do hereby declare as follows:

1. I am a Senior Vice President and the Chief Technical Officer of American Science and Engineering, Inc. ("AS&E"). As such, I oversee the technical aspects of all of our products to ensure that they meet the performance standards, including radiation safety, to which they were designed. I have been in this role at AS&E since 1998. Before then, I had spent over 20 years at Raytheon Company involved in a wide variety of technologies. I received my Bachelor's degree from Columbia College in 1970, and a Master's and Ph.D. in Physics from Harvard University in 1971 and 1975, respectively.

2. The purpose of this declaration is to explain the rationale of the withholding of certain confidential information pertaining to AS&E products contained within documents that are responsive to a Freedom of Information Act ("FOIA") request that is now the subject of the above-captioned litigation. Such information was obtained by the Government in conjunction with evaluations by the Department of Homeland Security ("DHS"), the Transportation Security Administration ("TSA"), and the National Institute of Standards and Technology ("NIST") regarding radiation safety. Attachment 1 to this declaration includes a list of all documents

discussed in this declaration that pertain to AS&E, along with their Bates numbered page identifiers.

3. All of the information that AS&E has requested to be withheld is information that AS&E would not release to the public.

4. AS&E manufactures sophisticated X-ray inspection products. AS&E relies on a combination of trade secrets and proprietary methods to protect the technology in its products. This proprietary technology gives us a strong competitive advantage. If our trade secrets or proprietary information were disclosed, our products could be “reverse-engineered” by a competitor and cause substantial harm to our competitive and financial position. AS&E aggressively protects its trade secrets and proprietary know-how so they cannot be developed by our competition. AS&E’s inability to protect these technologies would seriously diminish the value of our proprietary rights and have a direct negative impact to our financial position. The product that is the subject of these documents is commercially known as the Smart Check™ system and is typically sold to Government customers both in the security sector and in the military sector.

5. The majority of the requested documentation has been released. However, the types of information in the documents at issue that AS&E considers proprietary are AS&E’s (i) system design features or component parts; (ii) descriptions and measurements of scanning mechanisms and operating parameters; (iii) specific radiation dose levels and associated measurements; and (iv) product recommendations and solutions, the release of which would cause AS&E substantial competitive harm for the following reasons:

(i) System Design Features or Component Parts

Release of AS&E design features or component parts would be detrimental to AS&E should it fall into the hands of a competitor. We are concerned that a

competitor could reverse-engineer this information to infer non-public details about the design of our system, such as beam characteristics or filtration. Knowledge of these design specifications would allow a competitor the information needed to replicate our system, thereby causing AS&E substantial competitive harm. The system design features and component parts information is customarily not made available to the public. The withheld excerpts in this category are contained at pages TSL714-715; 829-830; 897-899; 926-927; 932; 934-935; 937; 939; 942; 954-956 and 1192.

(ii) Descriptions and Measurements of Scanning Mechanisms and Operating Parameters

What may seem like an innocuous measurement or operating parameter can be utilized to provide a competitor with information to determine what system design items we are utilizing to achieve these results, such as beam characteristics or filtration. These items are discriminators in the highly competitive marketplace. The withheld excerpts in this category are contained at pages TSL 714-715; 829-832; 897-899; 926; 929; 930-935; 937-939; 941-942; 944-945; and 954-956.

(iii) Specific Radiation Dose Levels and Associated Measurements

Much of the information withheld in the documents at issue contains information on radiation dosage and emission levels at specific locations in our system. This information can be utilized to provide a competitor with information to determine how we are achieving these results, such as through the use of beam characteristics or filtration. Release of this information would cause substantial competitive harm to AS&E by allowing our competition the opportunity to reverse-engineer our product. The withheld excerpts in this

category are contained at pages TSL714-715; 829-832; 897-899; 926; 929-942; 944-947; 954-956; 1190-1192 and 1194-1197.

(iv) Product Recommendations and Solutions

Disclosure of any product recommendations or solutions would cause AS&E substantial competitive harm. AS&E may have incorporated some of these recommendations into their product to achieve the highest technical quality and is concerned that a competitor could utilize these same non-public recommendations to design or improve their system. The withheld excerpts in this category are contained at pages TSL 829-830; 897-899; and 942.

6. In summation, the redacted information was provided to the Government; however, release of the redacted information beyond the Government would cause substantial competitive harm to AS&E. AS&E has many competitors within the industry and has instituted multiple procedures to protect its proprietary technology and workforce. Moreover, due to the highly competitive nature of personnel scanners within the industry, AS&E may be less willing to voluntarily disclose information to the Government in the future should this information be released.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on: September 9, 2011



Joseph Callerame

ATTACHMENT 1

	DOCUMENT TITLE	BATES PAGE NUMBERING
1	F.X. Masse Certificates of Compliance	TSL714-715; 829-32
2	Assessment of Radiation Safety and Compliance with ANSI N43.17-2002	TSL897-899
3	Assessment of AS&E SmartCheck Body Scanner for Conformance with Radiological Safety Standards	TSL924-956
4	Graphic showing radiation dosage from AS&E SmartCheck (attachment to Frank Cerra report released at TSL000897-899)	TSL1190-91
5	Email: FW: SmartCheck HT	TSL1192-93
6	Radiation Survey forms for AS&E Smartcheck (attachment to email released at TSL000957-58)	TSL1194-97