FORM CD-450
(REV 10/98)

U.S. DEPARTMENT OF COMMERCE

FINANCIAL ASSISTANCE AWARD

X GRANT COOPERATIVE AGREEMENT

ACCOUNTING CODE
** See Attached**

RECIPIENT NAME City of Los Angeles	**AWARD NUMBER** 06-42-B10009
STREET ADDRESS 200 N. Main, 1400	**FEDERAL SHARE OF COST** $7,496,157.00
CITY, STATE ZIP Los Angeles, CA 90012	**RECIPIENT SHARE OF COST** $2,808,322.00
AWARD PERIOD 01/01/2010 - 12/31/2012	**TOTAL ESTIMATED COST** $10,304,479.00

AUTHORITY
P.L. 111-5

CFDA NO. AND PROJECT TITLE:
11.557 American Recovery and Reinvestment Act - PCC - Los Angeles' Computer Access Network ("L.A.-CAN")

This Award approved by the Grants Officer is issued in triplicate and constitutes an obligation of Federal funding. By signing the three documents, the Recipient agrees to comply with the Award provisions checked below and attached. Upon acceptance by the Recipient, two signed Award documents shall be returned to the Grants Officer and the third document shall be retained by the Recipient. If not signed and returned without modification by the Recipient within 30 days of receipt, the Grants Officer may unilaterally terminate this Award.

X Department of Commerce Financial Assistance Standard Terms and Conditions (March 2008)

X Special Award Conditions

X Line Item Budget

15 CFR Part 14, Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals, Other Non-Profit, and Commercial Organizations

X 15 CFR Part 24, Uniform Administrative Requirements for Grants and Agreements to State and Local Governments

OMB Circular A-21, Cost Principles for Educational Institutions

X OMB Circular A-87, Cost Principles for State, Local, and Indian Tribal Governments

OMB Circular A-122, Cost Principles for Nonprofit Organizations

48 CFR Part 31, Contract Cost Principles and Procedures

X OMB Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations

X Other(s) * DoC ARRA Award Terms Attached

RECEIVED FEB 22 2010

SIGNATURE OF DEPARTMENT OF COMMERCE GRANTS OFFICER	TITLE	DATE
Joyce Brigham Joyce F. Brigham	GRANT OFFICER	JAN 13 2010
TYPED NAME AND SIGNATURE OF AUTHORIZED RECIPIENT OFFICIAL	**TITLE**	**DATE**
Randi Levin Randi Levin	General Manager	2/11/10

Award Number: 06-42-B10009, Amendment Number 0
Federal Program Officer: William Maguire
Requisition Number: 887
Employer Identification Number: 956000735
Dun and Bradstreet Number: 002942464
Recipient ID:
Requestor ID:
Treasury Account Symbol (TAS): 0554

Award ACCS Information

Bureau	FCFY	Project Task	Organization	Object Class	Obligation Amount
61	2010	4803011-300	06-10-0000-00-00-00-00	41-19-00-00	$7,496,157.00

Award Contact Information

Contact Type	Contact Name	Email	Phone
Administrative	Laura Ito	laura.ito@lacity.org	213-978-3322

NIST Grants Officer:
Joyce Brigham
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650
(301) 975-6329

NIST Grants Specialist:
Michael Squires
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650
(301) 975-4039

AMERICAN RECOVERY AND REINVESTMENT ACT
BROADBAND TECHNOLOGY OPPORTUNITIES PROGRAM
SPECIAL AWARD CONDITIONS

1. This award number 06-42-B10009 to the City of Los Angeles, supports the work described in the City of Los Angeles proposal entitled "Public Computer Centers and Sustainable Broadband Adoption," dated August 18, 2009 and revisions dated December 3, 2009 which are incorporated into the award by reference. Where the terms of the award and proposal differ, the terms of the award shall prevail.

2. **The Recipient's Contact's name, title, address, and telephone number are:**

   Laura Ito
   Chief Management Analyst
   City of Los Angeles
   200 N. Main, 1400
   Los Angeles, CA 90012
   (213) 978-3322

3. **The Program Officer's name, address, and telephone number are:**

   William Maguire
   National Telecommunications and Information Administration
   US Department of Commerce
   1401 Constitution Ave., NW, Ste. 4897
   Washington, DC 20230
   Phone: (202) 482-0601; Fax: (202) 501-8009
   Email: Wmaguire@ntia.doc.gov

4. **The Grants Officer's name, address, and telephone number are:**

   Joyce F. Brigham
   National Institute of Standards and Technology
   Grants and Agreements Management Division
   Bldg. 411, Room B-100
   100 Bureau Drive, Mail Stop 1650
   Gaithersburg, Maryland 20899-1650
   Phone: (301) 975-6329; Fax: (301) 926-6458
   E-mail: joyce.brigham@nist.gov

5. **The Grant Specialist's name, address, telephone and fax number and email address:**

Michael Squires
National Institute of Standards and Technology
Grants and Agreements Management Division
Bldg. 411, Room B-100
100 Bureau Drive, Mail Stop 1650
Gaithersburg, Maryland 20899-1650
Phone: (301) 975-4039; Fax: (301) 840-5976
E-mail: michael.squires@nist.gov

6. **Automated Standard Application for Payments system (ASAP):**

Notwithstanding Section A.02 of the DoC Financial Assistance Standard Terms and Conditions, dated March 2008:

a. The advanced method of payment shall be authorized unless otherwise specified in a special award condition.

b. Payments will be made through electronic funds transfers, using the Department of Treasury's Automated Standard Application for Payment (ASAP) system and in accordance with the requirements of the Debt Collection Improvement Act of 1996. **The following information is required when making withdrawals for this award: (1) ASAP account identification (id) = award number found on the cover sheet of this award; (2) Agency Location Code (ALC) = 13060001; and (3) Region Code = 02.** Recipients do not need to submit a "Request for Advance or Reimbursement" (SF-270) for payments relating to this award. **All non-ASAP Recipient Organizations must enroll electronically. The ASAP system no longer accepts paper forms for enrollment. If you are not currently enrolled in the ASAP system you must provide the Federal Awarding Agency with a Point of Contact name, e-mail address, mailing address, telephone number, EIN and DUNS numbers of your organization in order for the Federal Awarding Agency Enrollment Initiator (EI) to begin the on-line enrollment. <u>If you have questions on this requirement please contact the Grant Specialist responsible for this award.</u> If you have questions on the electronic process step-by-step instructions you may contact your responsible Regional Finance Center.**

Advances taken through the ASAP shall be limited to the minimum amounts necessary to meet immediate disbursement needs. Advanced funds not disbursed in a timely manner must be promptly returned, via an ASAP credit, to the account from which the advanced funding was withdrawn. Advances shall be for periods not to exceed 30 days.

c. This award has the following control or withdrawal limits set in ASAP:

_____ None
_X__ Agency Review required for all withdrawals (see explanation below)
_____ Agency review required for all withdrawal requests over $_____ (see explanation below)
_____ Maximum Draw Amount controls (see explanation below)
$_____ each month
$_____ each quarter
$_____each year

d. Funds that have been withdrawn through ASAP may be returned to ASAP via the Automated Clearing House (ACH) or via FEDWIRE. The ACH or FEDWIRE transaction may only be performed by the Recipient's financial institution. Full or partial payments received by a Payment Requestor/Recipient Organization may be returned to ASAP. All funds returned to the ASAP system will be credited to the ASAP Suspense Account. The Suspense Account allows the Regional Financial Center to monitor returned funds and ensure that they are credited to the correct ASAP account. Returned funds that cannot be identified and classified to an ASAP account will not be accepted and will be returned to the originating depository financial institution (ODFI).

It is essential that the Payment Requestor/Recipient Organization provide its financial institution with ASAP account information (ALC, Recipient ID and Account ID) to which the returned funds are to be credited. Additional detailed information can be found at: http://www.fms.treas.gov/asap/pay-return2.pdf

7. **Interest**

This award is subject to 15 CFR 24.21(I) requiring recipients of Federal financial assistance to maintain advances of Federal funds in interest bearing accounts. Interest earned on Federal advances deposited in such accounts (with the exception of $250 per year, which may be retained for administrative expenses) shall be remitted promptly.

The complete address for remitting checks for interest earned on Federal advances is Department of Health and Human Services, Payment Management System, P.O. Box 6021, Rockville, MD 20852. Recipients that do not have electronic remittance capability should send a check to this address.

In keeping with Electronic Funds Transfer rules (31 USC part 206), interest should be remitted to the HHS Payment Management System through an electronic medium such as the FEDWIR Deposit System. Electronic remittances should be in the format and should include any data that are specified by the HHS as being necessary to facilitate direct deposit in HHS' account at the Department of Treasury.

8. Matching Funds

Recipient will provide, from non-Federal sources, not less than 20 percent of the total project cost. Cost share/matching funds can be in the form of either cash or in-kind contributions consistent with the 15 CFR 14.23, 24.3 and 24.24 as applicable. The recipient may be asked to provide supporting documentation upon request from the Grants Officer or NTIA.

9. Department of Commerce Pre-Award Notification Requirements for Grants and Cooperative Agreements

The Department of Commerce Pre-Award Notification Requirements for Grants and Cooperative Agreements are contained in, 73 Fed. Reg. 7696 (February 11, 2008), apply to this notice On the form SF-424, the applicant's 9-digit Dun and Bradstreet Data Universal Numbering System (DUNS) number must be entered in item 8.c. Organizational DUNS. The DUNS number provided MUST be the DUNS number for the entity within the applying institution that will be responsible for drawing down funds from the Automated Standard Application for Payment System (ASAP). Institutions that provide incorrect DUNS numbers may experience significant delays in receiving funds.

10. Performance (Technical) Reports:

Deviation to the reporting requirements in the Department of Commerce (DoC) Financial Assistance Standard Term and Condition B.01, entitled "Performance (Technical) Report"

The Recipient shall submit performance (technical) reports to the Federal Program Officer at the end of each calendar quarter or portion thereof, and a final report within 90 days of expiration date of this award. In the case of a multi-year project, an annual performance report will be required for each year of the grant award in lieu of the final report. Annual and final reports should incorporate the results and accomplishments of all research conducted during the period specified at the award period. Due dates are:

April 30 for the calendar quarter ending March 31
July 30 for the calendar quarter ending June 30
October 30 for the calendar quarter ending September 30
January 30 for the calendar quarter ending December 31

Recipients who received awards less than 30 days prior to a reporting period end date shall not submit a Performance (technical) report for the reporting period. Activities made from date of the award through to the end of the following reporting period shall be reported as a part of the next reporting period's submission.

11. FEDERAL FUNDING NOTICE – FY 2009 State Broadband Data and Development Grant Program

The Recipient shall comply with the requirements found in the Department of Commerce, National Telecommunications and Information Administration Federal Funding Opportunity Notice and the Department of Commerce, National Telecommunications and Information Administration Federal Register Notice:

- (74 FR 33104), dated July 9, 2009 and found at http://www.ntia.doc.gov/frnotices/2009/FR_BBNOFA_090709.pdff

12. New Federal Financial Report

Deviation to replace the references for the reporting requirements in the Department of Commerce (DoC) Financial Assistance Standard Term and Condition A.01, entitled "Financial Reports," and Use of Approved OMB Form SF-425 as Authorized Under Uniform Administrative Requirements For Financial Reporting

New Financial Reporting Form (SF-425) - Article A.01 of the Department of Commerce (DoC) Financial Assistance Standard Terms and Conditions dated March 2008 shall apply as revised below:

The references to Financial Reporting Form SF-269 in the DoC Standard Terms & Conditions are hereby replaced with the SF-425, "Federal Financial Report," as required by OMB (73 FR 61175, October 15, 2008). As authorized under 15 CFR §§ 14.52 and 24.41, the OMB approved SF-425 shall be used in the place of the SF-269 and SF-272 under the uniform administrative requirements and elsewhere under this award where such forms are referenced.

The Recipient shall submit an SF- 425 (Federal Financial Report) on a calendar quarter basis for the periods ending March 31, June 30, September 30, and December 31, or any portion thereof, unless otherwise specified in a Special Award Condition. Reports are due no later than thirty (30) calendar days following the end of each reporting period. A final SF-425 shall be submitted within ninety (90) calendar days after the expiration date of the award.

13. Whistleblower Protection Act Requirements

The Recipient shall comply with the Whistleblower Protection requirements of the American Recovery and Reinvestment Act (Recovery Act), Section 553 of Division A, Title XV, Public Law 111-5 which provides protection for employees of non-federal employers making specified disclosures relating to possible fraud, waste, or abuse of Recovery Act funds. The act requires any non-federal employer receiving Recovery Act funds to post a notice of the rights and remedies provided under the Act. The Recipient shall display a poster at their

job sites. Recipients are reminded that the Office of Inspector General will verify the appropriate place of this poster as part of any field work conducted. Failure to display the poster may result in an audit finding. The poster can be downloaded from the following web site:

http://www.oig.doc.gov/recovery/whistleblower.html

14. Baseline Project Plan

Recipients shall submit a baseline project plans and details regarding key outputs and outcomes from their projects with their first quarterly performance (technical) report. Federal Program Officer will provide guidance on the format and content of these baseline plans and details for this one-time data gathering activity.

15. Under-Served and Unserved Service Areas

For infrastructure projects, the recipient certifies that its proposed funded service areas satisfies the definition of "unserved" or "underserved" area as set forth in the NOFA. To the extent that a proposed funded service area is later deemed not to be under-served or unserved, the Grants Officer and NTIA reserve the right to modify the terms and conditions of this award, including available funding, as necessary to ensure compliance with the NOFA.

16. Security Interest in Real Property including Broadband Facilities and Equipment

The recipient shall execute a security interest or other statement of NTIA's interest in real property including broadband facilities and equipment acquired or improved with Federal funds acceptable to NTIA, which must be perfected and placed on record in accordance with local law. This security interest will provide that, for the estimated useful life of the real property, facilities, or equipment, the recipient will not sell, transfer, convey, or mortgage any interest in the real property including broadband equipment acquired or improved in whole or in part with Federal funds made available under the award, nor shall the recipient use the real property including broadband facilities and equipment and for purposes other than the purposes for which the award was made, without the prior written approval of the Grants Officer. Such approval may be withheld until such time as the recipient first pays to NTIA the Federal share of the real property including broadband facilities and equipment as provided in 15 CFR Part 14. This security interest shall be executed in advance of any sale or lease and not later than closeout of the grant.

17. Sale or Lease of Real Property Purchased with Award Funds

The sale or lease of any portion of the award-funded broadband facilities during their life is prohibited, except as provided herein. The Grants Officer may approve a sale or lease if it is: a. for adequate consideration; b. the purchaser or lessee agrees to fulfill the terms and conditions relating to the project; and c. either: i. the sale or lease is set forth in the original application and is part of the applicant's proposal for funds, or ii. The agencies waive this provision for any sale or lease occurring after the tenth year from the date of issuance of the grant award. The security interest of the Federal Government in the real property must be executed in advance of any sale or lease.

18. Notice of Limited Waiver of Section 1605 (Buy American Requirement) of the American Recovery and Reinvestment Act of 2009 (ARRA)

In accordance with Section 1605 of the Recovery Act, the Secretary of Commerce has granted a limited waiver of the Recovery Act's Buy American requirements with respect to certain broadband equipment that will be used in projects funded under the BTOP. A description of this equipment is included in the notice of waiver published in the Federal Register at 74 FR 31410 (July 1, 2009).

19. Nondiscrimination and Interconnection

The recipient shall comply with the nondiscrimination and network interconnection obligations set forth in section V.C.2.c of the NOFA and in Section 6001(j) of the Recovery Act. Recipients may be asked to provide supporting documentation upon request from the Grants Officer. Failure to comply with this provision of the award may be considered grounds for any or all of the following actions: establishment of an account receivable for affected BTOP award, withholding payments under any and all BTOP awards to the recipient, changing the method of payment from advance to reimbursement only, or the imposition of other special award conditions, suspension of any BTOP active awards, and termination of any BTOP active awards.

20. Procurement System

The Recipient shall not obligate, expend or draw down Federal grant funds until the recipient is able to demonstrate through reporting or site visits that the procurement system within the Information Technology Agency has the proper internal controls to reconcile journal vouchers. This SAC is being imposed due to Finding No. 08-01 in the A-133 Audit Report for July 1, 2007 – June 30, 2008. The recipient shall submit evidence that corrective action has been taken to the Grants Officer no later than March 31, 2010. The SAC will be removed upon formal approval by the Grants Officer. This SAC is in accordance with 15 CFR 24 Sec. 24.12 'Special grant or subgrant conditions for "high risk" grantees.

21. Financial Management System

The Recipient shall not obligate, expend or draw down Federal grant funds until the recipient is able to demonstrate through sub-recipient reporting, financial management policies, and financial management procedures, and/or site visits that proper internal controls are implemented for accurate sub-recipient reporting in accordance with 15 CFR Part 24 Sec. 24.20 Standard for financial management systems. This SAC is being imposed due to Finding No. 08-03 in the A-133 Audit Report for July 1, 2007 – June 30, 2008. The recipient shall submit evidence that corrective action has been taken to the Grants Officer no later than March 31, 2010. The SAC will be removed upon formal approval by the Grants Officer. The SAC is in accordance with 15 CFR 24 Sec 24.12 'Special grant or subgrant conditions for "high risk" grantees.

OMB Approval No. 0348-0044

BUDGET INFORMATION - Non-Construction Programs

SECTION A - BUDGET SUMMARY

Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)	Total (g)
1.Recovery Act – Broadband Technology Opportunity Program (BTOP)	11.557	$	$	$7,496,157	$2,808,322	$10,304,479
2.						0.00
3.						0.00
4.						0.00
5. Totals		$ 0.00	$ 0.00	$7,496,157	$2,808,322	$10,304,479

SECTION B - BUDGET CATEGORIES

6. Object Class Categories	GRANT PROGRAM, FUNCTION OR ACTIVITY				Total (5)
	(1)Recovery Act - BTOP	(2)	(3)	(4)	
a. Personnel	2,089,715				2,089,715
b. Fringe Benefits	57,544				57,544
c. Travel	0				0.00
d. Equipment	5,612,336				5,612,336
e. Supplies	0				0.00
f. Contractual	935,984				935,984
g. Construction	0				0.00
h. Other	1,519,600				1,519,600
i. Total Direct Charges (sum of 6a-6h)	10,215,179	0.00	0.00	0.00	10,215,179
j. Indirect Charges	89,300				89,300
k. TOTALS (sum of 6i and 6j)	$10,304,479	$ 0.00	$ 0.00	$ 0.00	$10,304,479
7. Program Income	$0	$	$	$	$ 0.00

CITY OF LOS ANGELES
CALIFORNIA

RANDI LEVIN
GENERAL MANAGER
CHIEF TECHNOLOGY OFFICER

MARK P. WOLF
EXECUTIVE OFFICER

ASSISTANT GENERAL MANAGERS
BEVERLEY DEMBO
KEVIN K CRAWFORD
VIJAY SONTY

ANTONIO R. VILLARAIGOSA
MAYOR

INFORMATION TECHNOLOGY AGENCY

ROOM 1400, CITY HALL EAST
200 NORTH MAIN STREET
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(213) 978-3311
FAX (213) 978-3310

ITA.LACITY.ORG

February 11, 2010

REF: ASB-059-10

National Institute of Standards and Technology
Grants Office
100 Bureau Drive, STOP 1650
Gaithersburg, MD 20899-1650

Attn: Jannet Cancino

Reference: **GRANT NO. 06-42-B10009, AMENDMENT 0**
AMERICAN RECOVERY AND REINVESTMENT ACT (ARRA) - CFDA: 11.557 - BROADBAND TECHNOLOGY OPPORTUNITIES PROGRAM (BTOP)

Dear Ms. Cancino

Enclosed please find the executed Cooperative Agreement for the above referenced project. The Information Technology Agency has enrolled in the Automated Standard Application for Payments system; our contact for that system only will be Victoria Law at (213) 978-3332.

As noted in the Agreement, our contact for the overall project remains Laura Ito and she may be reached at (213) 978-3322. Please contact her if you have any questions.

Sincerely,

Randi Levin
General Manager

Enclosure

cc: Laura Ito
Victoria Law