

“Exhibit A”

Scope of Services

2019/2020 CDBG Memorandum of Understanding Agreement

Community Development Block Grant (CDBG) Funds awarded by the City of Riverside shall not exceed the amount of \$_____. The funds awarded will support a portion of the salary of a community outreach worker. The community outreach worker will provide assistance to 250 households (units of service) that will help families that are at-risk of losing stable housing. Funding awarded will be expended monthly on the salary of the community outreach worker. The project is located at 1234 Main Street USA 98765.

2. SUPPLIES AND SERVICES COSTS:

CATEGORY	TOTAL COST	CITY CDBG SHARE
SPACE RENTAL	\$	\$
UTILITIES	\$	\$
LIABILITY INSURANCE	\$	\$
WORKMAN'S COMPENSATION INSURANCE	\$	\$
OTHER INSURANCE	\$	\$
CONSULTANT SERVICES*	\$	\$
TRAVEL	\$	\$
SUPPLIES	\$	\$
OTHER: _____	\$	\$
SUPPLIES AND SERVICES TOTALS	\$	\$

Please insert totals in the BUDGET OVERVIEW table.

*CONSULTANT SERVICES – Please provide the following for all consultants/subcontractors on this project

Service/Contractor name	Volunteer Y/N	Hourly Rate	Hours Per Week	Months Employed	Total Cost	City's CDBG Share
		\$			\$	\$
		\$			\$	\$
		\$			\$	\$

3. TOTAL BUDGET OVERVIEW

COST CATEGORY	TOTAL COST	OTHER SOURCES	CITY CDBG SHARE
PERSONNEL	\$	\$	\$
SERVICES/SUPPLIES	\$	\$	\$
TOTAL	\$	\$	\$

4. OTHER FUNDING SOURCES: If costs are to be shared by other sources of funding, including CDBG funds from other jurisdictions, identify the source of funding, grantor/lending agency, and amount.

FUNDING SOURCE	AMOUNT
	\$
	\$
	\$
	\$
	\$
TOTALS	\$

EXHIBIT "E"
Authorized Signatures on Transaction Documents

I. CORPORATIONS (Corporations Code §313)

A. Requires two (2) signatures, with one from each of the following columns:

-A-	-B-
Chairman of the Board	Secretary
President	Any Assistant Secretary
Any Vice President	Chief Financial Officer
	Any Assistant Treasurer

B. If unable to get two (2) signatures as set forth above, require a Corporate Resolution or a copy of the Bylaws, both certified under corporate seal by the secretary or assistant secretary of the corporation, certifying that the purported signor is authorized to bind the corporation. Sample of the certificates are attached. **Forward copies of the documents obtained to the City Attorney's Office for review.**

What to look for:

1. Bylaws: Authorization for one signatory and which officer, director, etc. is the authorized signatory.
2. Resolution: A specific grant of authority given to an officer, director, specifically named individual, etc., for a stated transaction. However, resolutions may be general and not specify the transaction, like the Bylaws.

II. LIMITED LIABILITY COMPANIES (Corporations Code §§ 17150 et. seq.)

A. The Articles of Organization and the portions of the Operating Agreement authorizing the individual to sign on behalf of the LLC must always be provided to the City Attorney's Office for review.

B. In the Articles of Organization and Operating Agreement, is the LLC a member managed or manager managed organization?

1. If member managed any member may execute documents to carry on the usual business of the LLC and bind the LLC. **UNLESS:**

a. The Articles of Organization and/or the Operating Agreement require more than one member to bind the LLC ; or

b. The Articles of Organization and/or the Operating Agreement restrict the rights of a class of members..

2. If manager managed:

a. Articles of Organization MUST vest management in a manager or managers.

b. If there is only one (1) manager, the Articles of Organization must so state.

c. If the Articles of Organization are silent as to the number of managers, then at least two (2) managers must execute the documents.

C. Some LLC's have officers as provided for in the Operating Agreement. If documents are executed by officers of the LLC, confirm that the Operating Agreement provides for the appointment of officers. If so, then:

1. Determine if the Operating Agreements allows for one (1) officer to bind the LLC; if silent then two (2) officers, one from each of the following column must sign:

-A-

-B-

Chairman of the Board
President
Any Vice President

Secretary
Any Assistant Secretary
Chief Financial Officer
Any Assistant Treasurer

III. LIMITED OR GENERAL PARTNERSHIP (Corporations Code §§ 16301 et. seq.)

A. Obtain a copy of the filed Certificate of Partnership (formerly the statement of partnership) and all amendments to ascertain number of partners, name of partners, and number and/or partners authorized to execute documents on behalf of the partnership. This requirement will be the same for both General and Limited Partnerships.

B. If the Certificate of Partnership is silent as to who is authorized to execute the documents, require all general partners to sign the document, unless the partnership provides you with their partnership agreement that states otherwise. **Forward copies of all documents obtained to the City Attorney's Office for review.**

IV. TRUSTS

A. Use a Certificate of Trustee when a Trust is involved.

B. If you are dealing with a successor trustee then, not only do you need a Certificate of Trustee, you must also obtain a copy of the trust, and all amendments, to verify that the successor trustee is in fact the current successor trustee. **Forward copies of all documents obtained to the City Attorney's Office for review.**

V. OTHER

If you come across any other forms of title ownership or business entities, contact the City Attorney's Office.

CDBG Subrecipient Agreement 2019/2020

EXHIBIT E-1

Corporate Signature Certification

(by Corporate Officers)

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE)

I _____ HEREBY CERTIFY as follows:

1. That I am the Corporate Secretary for _____ corporation, a corporation duly organized, existing and in good standing under the laws of the State of California;
2. That the individuals listed below are Officers of the Corporation in good standing and have binding authority to sign all contracts, agreements and other instruments on behalf of the Corporation as per the Corporation Code of the State of California.

Name	Corporate Office held

IN WITNESS WHEREOF, I have hereunto set my hand for the corporation this

_____, day of _____ 2019/2020.

By: _____

Printed Name: _____

Secretary for _____

CDBG Subrecipient Agreement 2019/2020

EXHIBIT E-3

Corporate Signature Certification

(by Corporate By-laws)

STATE OF CALIFORNIA)
)
COUNTY OF RIVERSIDE)

I _____ HEREBY CERTIFY as follows:

1. That I am the Corporate Secretary for _____ corporation, a corporation duly organized, existing and in good standing under the laws of the State of California;
2. That our Corporate By-laws provides binding authority for one signatory on behalf of the Corporation and identifies the following officers as having said authority to act on behalf of the Corporation

Name	Corporate Office held

I further certify that said By-laws now in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand for the corporation this

_____, day of _____ 2019/2020.

By: _____

Printed Name: _____

Secretary for _____

EXHIBIT “F”

FEDERAL FUNDING ACCOUNTABILITY AND TRANSPARENCY ACT (FFATA)

The Federal Funding Accountability and Transparency Act (FFATA or “Transparency Act”) was signed on September 26, 2006. The FFATA legislation requires information on federal awards (federal financial assistance and expenditures) be made available to the public via a single, searchable website, which is www.USASpending.gov.

The FFATA Subaward Reporting System (FSRS) is the reporting tool Federal prime awardees (i.e. prime contractors and prime grants recipients) use to capture and report subaward and executive compensation data regarding their first-tier subawards to meet the FFATA reporting requirements. Prime contract awardees will report against sub-contracts awarded and prime grant awardees will report against sub-grants awarded. The sub-award information entered in FSRS will then be displayed on www.USASpending.gov associated with the prime award furthering Federal spending transparency.

The Transparency Act requires information disclosure concerning entities receiving Federal financial assistance through Federal awards such as Federal contracts, sub-contracts, grants, and sub-grants.

Specifically, the Transparency Act’s section 2(b)(1) requires the City to provide the following information about each sub-award(s) greater than \$25,000:

- Name of the entity receiving the award;
- Amount of the award;
- NAICS code for contracts / CFDA program number for grants;
- Information on the award including purpose of the funding action;
- Location of the entity receiving the award and primary location of performance under the award;
- Unique identifier (DUNS #) of the entity receiving the award and the parent entity of the recipient;
- Names and total compensation of the five most highly compensated officers of the entity if the entity:

In the preceding fiscal year, received 80 percent or more of its annual gross revenues in Federal awards; and \$25,000,000 or more in annual gross revenues from Federal awards; and the public does not have access to this information about the compensation of the senior executives of the entity through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. §§ 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986.

I, _____ (print name), hereby agree that:

I read and understand the information provided above.

I acknowledge and agree that:
(Please check one of the following)

_____ (agency name) does not meet the above threshold requiring names and total compensation of the five most highly compensated officers of the entity if the entity.

_____ (agency name) does meet the above threshold* requiring names and total compensation of the five most highly compensated officers of the entity if the entity.

*If agency meets the above threshold, the agency MUST complete the section below identifying the names and total compensation of the five most highly compensated officers of the entity, signed and dated by the one of the following: President; Executive Director; CEO; Board Chairperson; Finance Director; CFO; or Treasurer.

	Names of Executive	Total Compensation
1.		
2.		
3.		
4.		
5.		

Signature of President/Executive Director/Board Chair

Printed Name of President/Executive Director/Board Chair