



OFFICE OF THE MAYOR
ANTONIO R. VILLARAIGOSA

**CONTRACTUAL AGREEMENT
BETWEEN
UNIVERSITY OF SOUTHERN CALIFORNIA
GOVERNMENT AND CIVIC ENGAGEMENT
AND
CITY OF LOS ANGELES, MAYOR'S OFFICE OF
ECONOMIC AND BUSINESS POLICY**

January 5, 2011

This contractual agreement is hereby made and entered into by and between the University of Southern California Government and Civic Engagement (USC-GCE) and the City of Los Angeles, Mayor's Office of Economic & Business Policy (OEBP).

This contractual agreement is to outline the terms of this partnership for University of Southern California to submit an application for funding to operate the Minority Business Development Agency (MBDA) Business Center in Los Angeles. Under this agreement USC-GCE is the applicant therefore, USC will serve as the lead and operator for the MBC program. Sergio Gascon, Executive Director of Minority Business Enterprise Center USC, will be the Executive Project Director and responsible for comprehensive oversight, general delivery of all program services.

The total grant award will be \$365,000 each year for a period of 5 years and of this amount the City of Los Angeles OEBP shall receive \$100,000 each year for a period of 5 years as a contractual consultant as outline in the budget. The City is to provide services in the area of *government and private sector procurement as its primary function*. The City of Los Angeles OEBP shall be required to achieve at least 30% of the Project's Estimated Total Value of Awarded Transactions Goal as follows:

	Overall Goal	Procurement Amount Needed – 30%
Year 1 4/1/11 - 3/31/12	\$ 99,147,286	\$29,744,186
Year 2 4/1/12 – 3/31/13	\$129,570,329	\$38,871,099
Year 3 4/1/13 – 3/31/14	\$157,031,858	\$47,109,558
Year 4 4/1/14 – 3/31/15	\$157,031,858	\$47,109,558
Year 5 4/1/15 – 3/31/16	\$157,031,858	\$47,109,558

Terms of this Contractual Agreement shall be April 1, 2011 to March 31, 2016 and is contingent upon award and acceptance of the MBDA grant. This agreement cannot be amended or include additional addendums. The contractual agreement contains terms and conditions mutually acceptable to each of the parties and upon execution, is binding as it relates to the various ways in which USC-GCE and City of Los Angeles OEBP agree to perform in the manner set forth below:

- USC will maintain full leadership as the lead operator of the program and provide guidance to The City of Los Angeles OEBP in execution of this agreement.
- USC and The City of Los Angeles OEBP will work together to collaborate on all outreach special events, committees, network outreach pertaining to the MBC program under USC's guidance and direction.
- USC and The City of Los Angeles OEBP (Sub-Contractor) will recruit 30% of each year's Total Client Served goal of eligible minority enterprises. Year 1 total goal is 60 clients and Year 2-5 total goal is 75 clients each year. USC will do the remaining 70%.
- USC and The City of Los Angeles OEBP shall provide monthly report outcomes on the 30th of each month to include a pipeline (work in progress) report to the Executive Project Director. Reporting will start 30 days after the award is received.
- USC-GCE shall receive program income as agreed by the City of Los Angeles, as per the following:

	Client fee*	Success Fees**	Total
1. Year One:	\$50,000	\$24,167	\$74,167
2. Year Two:	\$50,000	\$31,582	\$81,582
3. Year Three:	\$50,000	\$38,276	\$88,276
4. Year Four:	\$50,000	\$38,276	\$88,276
5. Year Five:	\$50,000	\$38,276	\$88,276

*Client fees for each of the five years = 200 clients @\$250.00 = \$50,000

**Success Fees:

	LA City Goals			
Year One	\$29,744,186	x	.00081249%	\$24,167.
Year Two	\$38,871,099	x	.00081249%	\$31,582.
Year Three	\$47,109,558	x	.00081249%	\$38,276.
Year Four	\$47,109,558	x	.00081249%	\$38,276.
Year Five	\$47,109,558	x	.00081249%	\$38,276.

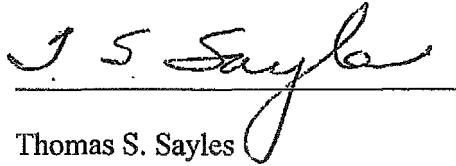
Any Program Income collected by the City of Los Angeles, above the stated amount, must be returned for the operation of the program, in compliance with MBDA grants policy and procedures.

- All communications, reporting and accessing the portal system must be done through USC as the MBC Operator.
- All documentation on closed transactions must be submitted to USC within 48 hours of transactions closing date. USC as the operator must input all transactions in compliance with MBDA requirements.
- USC-GCE shall coordinate weekly meetings to ensure performance is on target and all terms are satisfied.

The foregoing terms of this Contractual Agreement are hereby accepted.

University of Southern California
Government and Civic Engagement

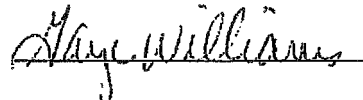
By:



Name: Thomas S. Sayles
Title: Vice President

City of Los Angeles
Mayor's Office of Economic & Business Policy

By:



Name: Gaye Williams
Title: Senior Managing Director



OFFICE OF THE MAYOR
ANTONIO R. VILLARAIGOSA

January 11, 2011

Linda Marie Marmolejo
Regional Director
San Francisco National Enterprise Center
U.S. Department of Commerce
Minority Business Development Agency
221 Main Street, Room 1280
San Francisco, CA 94105

Re: Application by the University of Southern California to Operate the MBDA Business Center in Los Angeles

Dear Ms. Marmolejo:

We are pleased to provide confirmation of The City of Los Angeles cost share commitment as part of our subcontract agreement and support for USC's application to operate the MBDA Business Center in Los Angeles.

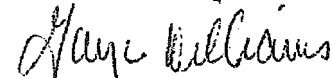
We believe this partnership is uniquely qualified to fulfill the mission and objectives of the new program design. The Mayor's Office continues to be committed to the growth and inclusion of minority businesses. Both USC and the Mayor's Office have demonstrated performance, past successes and ongoing experience with the Minority Business Development Agency.

Minority business growth and development remains an essential part of the Mayor's agenda lead by this Office as demonstrated by the creation of a new Small Business Team. Our vision is simple yet powerful: to unleash the power of integration by our Office in partnership with USC, to promote the growth of minority business in the Los Angeles region.

We believe this partnership through our subcontract agreement with USC will have an unparalleled ability to convene public and private resources to accelerate the growth of minority business enterprises. Therefore, if USC's application to operate the MBDA Business Center in Los Angeles is approved, the City of Los Angeles is prepared to provide an \$182,665 match to the \$100,000 of federal funds as a subcontractor to USC in each of the 5 year funding periods. Furthermore, the City of Los Angeles expresses a commitment to generate Program Income for the 5 year funding period as follows:

Year 1	\$74,167	Year 2	\$81,582	Year 3	\$88,276	Year 4	\$88,276	Year 5	\$88,276
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Very truly yours,



Gaye Williams

Senior Managing Director

Office of Economic & Business Policy

cc: Alex Done, Associate Director, Office of Business Development

Research Subcontract Agreement – Amendment

Prime Recipient		Subrecipient	
Institution/Organization ("Prime Recipient") Name: University of Southern California Address: Department of Contracts & Grants 3720 Flower Street Los Angeles, CA 90089		Institution/Organization ("Subrecipient") Name: The City of Los Angeles, Mayor's Office of Economic and Business Policy Address: 200 North Spring Street, 13 th Floor Los Angeles, CA 90012-4801	
Prime Award No. MB11SFR8050004	Subaward No. 153317	Principal Investigator Linda Smith Kelli Bernard	
Effective Date of Amendment 6/10/14	Amendment No. 4		

Amendment(s) to Original Terms and Conditions

The purpose of this amendment to Agreement No. 153317, awarded under the authority of Contract No. MB11SFR8050004, issued by the Department of Commerce, is to increase the agreement and extend the period of performance. The changes are as follows:


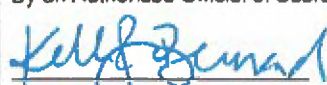
ESTIMATED COSTS:

The value of this award has been increased by \$100,000.00. Attachment 5 has been amended to include the supplemental budget and project as stipulated in the City of Los Angeles proposal.

PERIOD OF PERFORMANCE:

The period of performance is extended through March 31, 2015.

All other terms and conditions of this Subaward Agreement remain in full force and effect.

By an Authorized Official of Prime Recipient  7/9/14 Name: Ashley Ho Title: Contracts and Grants Officer	By an Authorized Official of Subrecipient  7-9-14 Name: Kelli Bernard Title: Deputy Mayor
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