

FIRST AMENDATORY AGREEMENT

This **FIRST AMENDATORY AGREEMENT** is made between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”), and **NEWSSED COMMUNITY DEVELOPMENT CORPORATION, INC.**, a Colorado non-profit corporation whose address is 901 W. 10th Ave. STE 2-A, Denver, Colorado 80204-3973 (the “Contractor”), jointly “the parties”.

RECITALS:

A. The Parties entered into Agreement dated August 4, 2022 (the “Agreement”) for Covid-19 neighborhood and small business support and recovery.

B. The Parties wish to amend the Agreement to extend the Term, increase the Maximum Contract Amount, and modify the Scope of Services.

NOW THEREFORE, in consideration of the premises and the Parties’ mutual covenants and obligations, the parties agree as follows:

1. Capitalized terms used but not defined herein shall have the meanings given them in the Agreement.

2. Section 3 of the Agreement entitled, “**TERM:**”, is hereby deleted in its entirety and replaced with:

“**3. TERM:** This Agreement will commence on May 1, 2022, and will expire on December 31, 2024 (the “Term”). Subject to the Executive Director’s prior written authorization, the Contractor shall complete any work in progress as of the expiration date and the Term will extend until the work is completed or earlier terminated by the Executive Director.”

3. In Section 4 of the Agreement, entitled “**COMPENSATION AND PAYMENT:**”, Subsection (d), entitled “**Maximum Contract Amount:**”, Subsection (1) is hereby deleted in its entirety and replaced with:

“(1) Notwithstanding any other provision of this Agreement, the City’s maximum payment obligation will not exceed Three Million One Hundred Fifty Thousand and No/100 Dollars (\$3,150,000.00) (the “Maximum Contract Amount”). The City is not obligated to execute an agreement or any amendments for any further services, including any services performed by the Contractor beyond that specifically described in Exhibit A. Any services performed beyond those in Exhibit A are performed at the Contractor’s risk and without authorization under this Agreement.”

4. Section 19 of the Agreement, entitled “**NO EMPLOYMENT OF A WORKER WITHOUT AUTHORIZATION TO PERFORM WORK UNDER THIS AGREEMENT:**”, is hereby deleted in its entirety.

5. All references to "...**Exhibit A**..." in the Agreement shall be amended to read: "...**Exhibit A-1**...". The Scope of Services marked as **Exhibit A-1** attached hereto is hereby incorporated by reference.

6. As herein amended, the Agreement is affirmed and ratified in each and every particular.

7. This First Amendatory Agreement will not be effective or binding on the City until it has been fully executed by all required signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

**[THE BALANCE OF THIS PAGE IS INTENTIONALLY LEFT BLANK;
SIGNATURE PAGES FOLLOW.]**

Contract Control Number: OEDEV-202367666-01/202263935
Contractor Name: NEWSED COMMUNITY DEVELOPMENT CORPORATION, INC.

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of:

SEAL

CITY AND COUNTY OF DENVER:

ATTEST:

By:

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

Attorney for the City and County of Denver

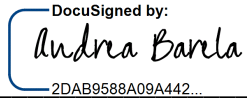
By:

By:

By:

Contract Control Number:
Contractor Name:

OEDEV-202367666-01/202263935
NEWSED COMMUNITY DEVELOPMENT
CORPORATION, INC.

By:  _____
2DAB9588A09A442...

Name: Andrea Barela
(please print)

Title: President/CEO
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)

EXHIBIT A-1

AMENDED SCOPE OF SERVICES

DENVER ECONOMIC DEVELOPMENT & OPPORTUNITY
DIVISION of NEIGHBORHOOD EQUITY and STABILIZATION TEAM

PROJECT NAME: Neighborhood Activation Program
2022-2024 Amended ARPA Subaward

Federal Award ID (FAIN) #: SLFRP4316
Federal Award Date: 3/3/2021
Federal Awarding Agency: U.S. Department of the Treasury
Pass-Through Entity: City and County of Denver
Awarding Official: Department of the Treasury American Rescue Plan Act

Pass-Through UEI #: WP3QXJ87RYH3 (DEDO)

Sub-recipient UEI #: DUJ1JSRE9CL3

Sub-recipient UEI #
Expiration Date 1/17/2024

Amount of Federal Funds
Obligated by this action by
the pass-through entity to the
subrecipient: \$1,000,000

Total Amount of Federal Funds
Obligated to the subrecipient by
the pass-through entity including
the current financial obligation: \$3,150,000

Total Amount of the Federal
Award committed to the
subrecipient by the pass-
through entity: \$3,150,000

I. INTRODUCTION

Subaward Period of Performance 05/01/2022 – 12/31/2023
Start and End Dates:

Subaward Period of Performance 05/01/2022 – 12/31/2024
Start and End Dates:

Federal Subaward Project Description

The purpose of this contract agreement is to provide an ARPA Subaward for \$2,150,000 through the Denver Economic Development & Opportunity’s (DEDO) Division of Neighborhood Equity and Stabilization Team (NEST). These funds will be provided to the NEWSED Community Development Corporation to be utilized for Neighborhood Activation.

EXHIBIT A-1

AMENDED Federal Subaward Project Description

The purpose of this amended contract agreement is to provide an ARPA Subaward for \$3,150,000 through the Denver Economic Development & Opportunity's (DEDO) Division of Neighborhood Equity and Stabilization Team (NEST). These funds will be provided to the NEWSED Community Development Corporation to be utilized for Neighborhood Activation.

Funding Source: Amount:
CDBG \$ CFDA # and Name:
HOME \$ CFDA # and Name:
HOPWA \$ CFDA # and Name:
ARPA \$ 2,150,000 CFDA # and Name: 21.027
ARPA \$ 3,150,000 CFDA # and Name: 21.027

Sub-awardee Organization: NEWSED Community Development Corporation
EIN#: 74-2275534
Address: 901 W 10th Avenue Suite 2A
Denver, CO 80204-3973
Contact Person: Andrea Barela
Phone: 303-534-8342 x 110
Email: abarela@newsed.org

Organization Type:
Non-Profit For-Profit Individual Partnership Corporation Publicly Owned Other

Council 1, 3, 5,
District(s): 7, 8, 9,
& 11

Project/activity located in a Target Area: Yes No
If yes, indicate type: Local Target Area Strategy Area (NRSA) CDFI Other

The Federal Funding Accountability and Transparency Act (FFATA)

1. In the business or organization's preceding completed fiscal year, the business or organization (the legal entity to which this specific SAM.gov record, represented by a DUNS number, belongs) received: (1) 80 percent or more of annual gross revenues in U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements; and (2) \$25,000,000 or more in annual gross revenues from U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements:
Yes No

If YES, continue to statement 2.

2. The public has access to information about the compensation of the executives in the business or organization (the legal entity to which this specific SAM.gov record, represented by a DUNS number, belongs) 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:
Yes No

If YES, stop here. If NO, continue to statement 3.

EXHIBIT A-1

3. Provide the names and amounts of the five most highly compensated officers or executives:

Program income (of any type, e.g., fees) will be generated by this activity.	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
Contract will be funding architectural, engineering or other project soft cost.	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
If yes, final project be completed within 24 months.	<input type="checkbox"/>	Yes	<input type="checkbox"/>	No

II. ACTIVITY DESCRIPTION

1. The purpose of this contract agreement is to select **NEWSED** as the program administrator of **\$2,150,000** through the Denver Office of Economic Development and Opportunity’s (DEDO) Division of Neighborhood Equity and Stabilization. These funds will be provided to the program administrator to be utilized for Covid-19 neighborhood and small business support and recovery.

AMENDED

1. The purpose of this contract agreement is to select **NEWSED** as the program administrator of **\$3,150,000** through the Denver Office of Economic Development and Opportunity’s (DEDO) Division of Neighborhood Equity and Stabilization. These funds will be provided to the program administrator to be utilized for Covid-19 neighborhood and small business support and recovery.

Hire **NEWSED** as the program administrator who will lead the program by:

- Managing application process
 - Outreach
 - Provide technical assistance during application period
 - Application evaluation process
 - Disbursing funds as grants ranging from \$20,000 - \$200,000 to community applicants to deliver objectives of program
 - Providing a list of recommended awardees that includes name, brief description of what the funds will be used for, and any advance funding from DEDO must be spend within 5 business days
 - If funds are not fully spent after all funding rounds have been completed, NEWSED must return all unspent funds to DEDO before the contract expiration date.
 - Provide local, state, and federal compliance and reporting technical assistance for awardees as required
 - Ensure awardees complete final project reports in Zengine within 45 days after project end date
 - Enter into a Grant Agreement with recipients by which the Grantees commit to using grant funds consistently with the Grant Program and the Grantees/Applicant’s Proposal, and if Grantee fails to do so, return Grant funds to Contractor.
 - Collaboration and communication with DEDO staff for methodology through a project working document
2. **Funds will be used to:** provide administrative costs to manage and distribute grant funds to community applicants.

NEST Outcomes (To be reported on the Zengine Platform)

- Monthly reporting on all information and reporting required for sub awardees listed on the **project working document** mentioned above and in addition:
 - Type of entity (Business vs community groups vs nonprofit)
 - Brief description of 1-2 sentences explaining what the funds were used for
 - List of groups funded for activation projects; award number, date, type, amount, description
 - Award payment method (check, ACH)
 - Related project identification number(s) (created by the recipient)
 - Quarterly obligation amount
 - Quarterly expenditure amount

EXHIBIT A-1

<ul style="list-style-type: none"> • Back up documentation required by DEDO Fiscal
<p>Amended ARPA Reporting</p>
<ul style="list-style-type: none"> • Monthly reporting on all information and reporting required for sub awardees listed on the project working document mentioned above and in addition: <ul style="list-style-type: none"> ○ Type of entity (Business vs community groups vs nonprofit) ○ Brief description of 1-2 sentences explaining what the funds were used for ○ List of groups funded for activation projects; award number, date, type, amount, description ○ Award payment method (check, ACH) ○ Related project identification number(s) (created by the recipient) ○ Quarterly obligation amount ○ Quarterly expenditure amount • Back up documentation required by DEDO Fiscal

III. Budget

Please refer to the Exhibit B Program Year Budget Forms for a detailed estimated description and allocation of funds.

Organization receives income from operations Yes No If Yes, describe:
 Non-personnel costs are being funded Yes No

IV. Reporting

Data collection is required and must be completed demonstrating income eligibility and progress toward meeting the indicators contained in this Scope of Services. Disbursement of funds is contingent based on the ability to collect the required information.

Monthly by the 15th day Quarterly: 15 days after the end of the quarter Other:



**CITY AND COUNTY OF DENVER
DENVER ECONOMIC DEVELOPMENT & OPPORTUNITY
NEWSSED ARPA- Neighborhood Activation Program
PROGRAM YEAR 2022-2023
BUDGET SUMMARY**

A. Respondent: NEWSSED
B. Project: NEIGHBORHOOD ACTIVATION PROGRAM
C. Program Year: 2022-2024

D. Contract Number: 202367666
E. Contract Period: 5/2/2022-12/31/2024
F. Requested Amount: \$ 3,150,000

Budget Summary for Newsed Arpa- Neighborhood Activation Program

(1) Item of Expenditure	(2) Total Project Cost requested from DEDO		(3) Other Federal Funding		(4) Other Non-Federal Funding		(5) Other City and County of Denver Funding		(6) Agency Total (All Funding Sources)	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
Personnel	\$ 156,000	100.00%	\$ -	0.00%		0.00%	\$ -	0.00%	\$ 156,000	100.00%
Fringe	-	#DIV/0!	-	#DIV/0!		#DIV/0!	-	#DIV/0!	-	100.00%
Office Expenses, Supplies, & Equipment	-	#DIV/0!	-	#DIV/0!		#DIV/0!	-	#DIV/0!	-	100.00%
Communication	-	#DIV/0!	-	#DIV/0!		#DIV/0!	-	#DIV/0!	-	100.00%
Insurance	-	#DIV/0!	-	#DIV/0!		#DIV/0!	-	#DIV/0!	-	100.00%
Subcontractor	-	#DIV/0!	-	#DIV/0!		#DIV/0!	-	#DIV/0!	-	100.00%
Other Direct Costs	2,899,500	100.00%	-	0.00%		0.00%	-	0.00%	2,899,500	100.00%
Indirect Costs	94,500	100.00%	-	0.00%		0.00%	-	0.00%	94,500	100.00%
Direct Costs excluded from MTDC	-	#DIV/0!	-	#DIV/0!		#DIV/0!	-	#DIV/0!	-	100.00%
TOTAL	\$ 3,150,000	100.00%	\$ -	0.00%	\$ -	0.00%	\$ -	0.00%	\$ 3,150,000	100.00%

I: Respondent Authorization

Signature of Respondent Official _____ Date _____
 Name (Type or print) _____
 Title (Type or print) _____

J: City and County of Denver Authorization

Signature _____ Date _____
 Name (Type or print) _____
 Title (Type or print) _____



**CITY AND COUNTY OF DENVER
DENVER ECONOMIC DEVELOPMENT & OPPORTUNITY
NEWSED ARPA- Neighborhood Activation Program
PROGRAM YEAR 2022-2023
BUDGET MODIFICATION**

A. Respondent:	NEWSSED	D. Contract Number:	202367666
B. Program:	NEIGHBORHOOD ACTIVATION PROGRAM	E. Contract Period:	5/2/2022-12/31/2024
C. Program Year:	2022-2024	F. Award Allocation:	\$3,150,000.00

(1) Item of Expenditure	(2) Current Approved Budget (\$)	(3) Increases / (Decreases) (\$)	(4) Modified Budget (\$)	Original	Mod 1	Mod 2	Mod 3
Personnel	\$65,000	\$91,000	\$156,000	65,000.00			
Fringe	\$0	\$0	\$0	-			
Office Expenses, Supplies, & Equipment	\$0	\$0	\$0	-			
Communication	\$0	\$0	\$0	-			
Insurance	\$0	\$0	\$0	-			
Subcontractor	\$0	\$0	\$0	-			
Other Direct Costs	\$1,999,500	\$900,000	\$2,899,500	1,999,500.00			
Indirect Costs	\$85,500	\$9,000	\$94,500	85,500.00			
Direct Costs excluded from MTDC	\$0	\$0	\$0	-			
TOTAL	\$2,150,000	\$1,000,000	\$3,150,000	2,150,000.00	-	-	-

I: Respondent Authorization

Signature of Respondent Official Date

Name (Type or print)

Title (Type or print)

J: City and County of Denver Authorization

Signature Date

Name (Type or print)

Title (Type or print)

Note: This form must accompany all contract modification requests.



**CITY AND COUNTY OF DENVER
DENVER ECONOMIC DEVELOPMENT & OPPORTUNITY
NEWSED ARPA- Neighborhood Activation Program
PROGRAM YEAR 2022-2023
PERSONNEL & FRINGE BUDGET MODIFICATION**

A. Respondent: _____ NEWSED _____

C. Contract Number: _____ 202367666 _____

B. Program: _____ NEIGHBORHOOD ACTIVATION PROGRAM _____

D. Contract Period: _____ 5/2/2022-12/31/2024 _____

(1) Position/Title	(2) Employee(s) Name	(3) No. Employees	(4) Annual Salary (\$)	(5) Full-time Equivalent (FTE)	(6) Total Program Cost (\$)	(7) DEDO Share (\$)	(8) Brief Summary of Job Responsibilities (If not enough room include separate sheet).
ARPA Grant Administrator (Round 2)	Jennifer Martin	1	\$26,000	1.00	\$26,000	\$26,000	This position is set in place to create dual controls to oversee compliance and funding requirements from sub-grantees.
ARPA Grant Manager (Round 1)	Cecilia Cervantes	1	\$65,000	1.00	\$65,000	\$65,000	Cecilia will provide the management and facilitation of the NAP program. She will be the point of contact for awardees and oversee the award and reporting process while
ARPA Grant Manager (Round 2)	Cecilia Cervantes	1	\$65,000	1.00	\$65,000	\$65,000	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
					\$0	\$0	
(9) Totals					\$156,000	\$156,000	

F. Fringe Benefits and Total Personnel Cost

Type of Fringe Benefits, includes the following, but not limited to:	Total Cost (\$)	DEDO Share (\$)	Please Show Calculations Below:
(10) a. Social Security & Medicare (FICA)	\$0	\$0	= 0.00% x Line 9
(11) Federal Unemployment Tax (FUTA)	\$0	\$0	= 0.00% x Line 9
(12) State Unemployment Insurance (SUI)	\$0	\$0	= 0.00% x Line 9
(13) Workers Compensation	\$0	\$0	= 0.00% x Line 9
(14) Other (Please List) Medical	\$0	\$0	= 0.00% x Line 9
(15) Other Please List) Pension Benefits	\$0	\$0	= 0.00% x Line 9
(16) Total Fringe Benefits (Add Lines 10-15)	\$0	\$0	
(17) Total Personnel Costs (Line 9 plus Line 16)	\$156,000	\$156,000	



**CITY AND COUNTY OF DENVER
DENVER ECONOMIC DEVELOPMENT & OPPORTUNITY
NEWSED ARPA- Neighborhood Activation Program
PROGRAM YEAR 2022-2023
NON-PERSONNEL BUDGET MODIFICATION**

A. Respondent: NEWSED C. Contract Number: 202367666
 B. Program: NEIGHBORHOOD ACTIVATION PROGRAM D. Contract Period: 5/2/2022-12/31/2024

(1)	(2)	(3)	(4)
Item of Expenditure	Total Program Cost (\$)	DEDO Share of Cost (\$)	Brief Line Item Description & Justification (Please show justification for Total Cost in the Budget Narrative)
OFFICE EXPENSES, SUPPLIES, & EQUIPMENT TOTAL	\$0	\$0	Includes the following, but not limited to:
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
COMMUNICATION TOTAL	\$0	\$0	Includes the following, but not limited to:
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
INSURANCE TOTAL	\$0	\$0	Includes the following, but not limited to:
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
SUBCONTRACTOR TOTAL	\$0	\$0	Includes the following, but not limited to:
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
	\$0	\$0	
OTHER DIRECT COSTS TOTAL	\$2,899,500	\$2,899,500	Includes the following, but not limited to:
Funds available for grantmaking (Round 1)	\$1,999,500	\$1,999,500	Funds available for grantmaking

