

AMENDATORY GRANT AGREEMENT

THIS AMENDATORY GRANT AGREEMENT is made between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”), and **URBAN LAND CONSERVANCY**, a Colorado nonprofit corporation, whose address is 305 Park Avenue West, Suite B, Denver, Colorado 80205 (the “Grantee”).

WITNESSETH:

WHEREAS, the City and the Grantee entered into a Grant Agreement dated August 26, 2011, relating to affordable housing development land costs and pre-development planning costs of projects within on-half mile of transit stations and high frequency bus corridors (the “Agreement”); and

WHEREAS, the City and the Contractor wish to amend the Agreement, to extend the term;
NOW, THEREFORE, in consideration of the premises and the mutual covenants and obligations herein set forth, the parties agree as follows:

1. Paragraph 2 of the Agreement, entitled “**TIME OF PERFORMANCE**”, is hereby deleted in entirety and replaced with:

“**2. TIME OF PERFORMANCE**: This Agreement shall begin on April 1, 2011 and end on May 21, 2014, unless such time is extended by written agreement of the parties, executed in the same manner as this Agreement.”

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

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Contract Control Number:

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:

By _____


By _____

By _____



Contract Control Number: OEDEV-201102158-01

Contractor Name: URBAN LAND CONSERVANCY

By: 

Name: Aaron Miripol
(please print)

Title: President, CEO
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)



**EXHIBIT A-1
SCOPE OF SERVICES**

**OFFICE OF ECONOMIC DEVELOPMENT
DIVISION OF BUSINESS AND HOUSING SERVICES (BHS)**

**URBAN LAND CONSERVANCY
HUD Community Challenge Planning Grant**

I. INTRODUCTION

The purpose of this contract agreement is to provide a HUD Community Challenge Planning Grant to the Urban Land Conservancy (“ULC”) for \$750,000 through the Office of Economic Development’s Business and Housing Services (BHS). These funds will be provided to the ULC to be utilized for affordable housing development land costs and pre-development planning costs of projects within one-half mile of transit stations and high frequency bus corridors and other project related costs. This agreement is also subject to “U.S. Department of Housing and Urban Development – Office of Sustainable Housing and Communities Cooperative Agreement” (see Attachment A).

Funding Source:	Amount:	CFDA # <u>14.704</u>
<input type="checkbox"/> CDBG	\$ _____	
<input type="checkbox"/> HOME	\$ _____	
<input type="checkbox"/> HOPWA	\$ _____	
<input type="checkbox"/> TIGER II	\$ <u>\$750,000*</u>	

*United States Department of Housing & Urban Development – Community Challenge Planning Grant Consolidated Appropriations Act, 2010 (Public Law 111-117)

HUD Matrix Code:	<u>Not Applicable</u>
HUD Eligible Activity:	<u>From Federal Register/Vol.75, No.121/Thursday June 24, 2010/Notices 36249; Planning establishing, and maintaining predevelopment costs, acquisition funds and/or land banks for development, redevelopment, and revitalization that reserve property for the development of affordable housing within the context of sustainable development.</u>
Accomplishment Code:	<u>Preservation or acquisition of parcels of land and units</u>
Proposed Number:	<u>N/A</u>

<u>CDBG – Only</u> HUD National Objective:	<u>N/A</u>
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<u>HOME – Only</u> HUD Eligible Cost:	<u>N/A</u>
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Organization:	<u>Urban Land Conservancy</u>
EIN #:	<u>24-0405066</u>
DUNS #	<u>831667071</u>
Address:	<u>305 Park Avenue West – Unit B – Denver, CO 80205</u>
Contact Person:	<u>Debra Bustos</u>
Phone:	<u>303.377.4477</u>
Email:	<u>dbustos@urbanlandc.org</u>
Organization Type:	<input checked="" type="checkbox"/> Non-profit <input type="checkbox"/> For-profit

Is the organization a Faith-based/Community Initiative?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Is the organization woman owned?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Contract Relationship:
 Subrecipient Vendor Beneficiary Community Based Development Organization CHDO

Council District(s): 3 Neighborhood(s): West Colfax
Westwood
Villa Park Census Tracts: N/A
(only required for Low Mod Area)

Is the purpose of this activity to:

- | | | |
|--|------------------------------|--|
| Help prevent homelessness? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| Help the homeless | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| Help those with HIV/AIDS | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| Primarily help persons with disabilities | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| Address public housing needs | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |

Contract Period: April 1, 2011 – ~~December 31, 2013~~ **May 21, 2014**

- Will program income be generated by this activity? Yes No
 Will activity be carried out by an entity/agency other than the City & County of Denver? Yes No

If yes, please list entity: Urban Land Conservancy

II. ACTIVITY DESCRIPTION

1. Purpose

Purpose/Description of Activity: To increase and/or preserve the supply of affordable housing for low and moderate income populations

Funds will be used to: Support a variety of eligible activities related to the development affordable and mixed income housing projects in Denver’s TOD areas. (See also “Memorandum of Understanding Among Denver’s Department of Community and Planning Development, Denver’s Office of Economic Development, Enterprise Community Partners, Inc., Enterprise Community Loan Fund, Inc., the Denver Housing Authority and the Housing Authority of the City and County of Denver”, Attachment B).

Denver TOD Areas are: Within a half mile of current and future light rail stations and a quarter mile of high frequency, high volume bus corridors in Denver.

2. Program Requirements and Responsibilities

- A. Identify and analyze potential sites for affordable housing development.
- B. Acquire / hold properties in support of the TOD Fund.
- C. Ensure funds are used for Eligible Activities. (Please see list of “Eligible Activities”, Attachment C). Any funds expended not included in the list of Eligible Activities must be submitted to BHS for review prior to expenditure. **PLEASE NOTE: Any expenditure not listed on the Eligible Activities list that is expended without prior approval of BHS may not be reimbursed.**
- D. Denver’s West Corridor – Priority will be given to projects located near stations and corridors serving Denver’s West Corridor and Westside neighborhoods, including:
 - 1. West Colfax
 - 2. Westwood
 - 3. Villa Park
- E. Participate in the Housing Development Assistance Fund Oversight Committee (“Oversight Committee”).
- F. Submit any requests of \$50,000 or more to BHS for distribution to the Oversight Committee for review and recommendation.
- G. Provide development analysis for strategic urban revitalization ensuring focus on holistic, sustainable development in light of the United States Department of Transportation Livability Principles.
 - 1. Provide more transportation choices to decrease household transportation costs, reduce our dependence on oil, improve air quality and promote public health.
 - 2. Expand location- and energy-efficient housing choices for people of all ages, incomes, races and ethnicities to increase mobility and lower the combined cost of housing and transportation.
 - 3. Improve economic competitiveness of neighborhoods by giving people reliable access to employment centers, educational opportunities, services and other basic needs.

- 4. Target federal funding toward existing communities – through transit-oriented and land recycling, to revitalize communities, reduce public works costs, and safeguard rural landscapes.
- 5. Align federal policies and funding to remove barriers to collaboration, leverage funding and increase the effectiveness of programs to plan for future growth.
- 6. Enhance the unique characteristics of all communities by investing in healthy, safe and walkable neighborhoods, whether rural, urban or suburban.
- H. Assist with data collection related to contract specific activities.
- I. Ensure complimentary activities as a partner in the Denver TOD Strategic Implementation Program. (Please see, “TOD Strategic Implementation Program proposal”, *Attachment D*)

3. Performance Objective & Outcome

The intent of this activity is to provide affordable housing and expand transit opportunities for low and moderate income populations. See also OED Process Map *Attachment E*.

Objective (select one)

- Enhance Suitable Living Environment
- Create Decent Housing
- Promote Economic Activity

Outcomes (select one)

- Availability/Accessibility
- Affordability
- Sustainability

4. Indicators

The following indicators will be used to measure the success of the contract/activity.

Indicators – must be measurable (See also, “Budget Narrative”, <i>Attachment F</i>)
Properties/sites benefited – i.e. acquired, preserved, etc.: 2
of housing units acquired/preserved: 42
Planning and design activities: 3
Predevelopment / Soft Costs / Holding Cost activities: 3

5. Implementation Plan and Timeline

The following table outlines the implementation plan and time lines for this contract. (See also, “HDAF Workplan”, *Attachment G*)

Task	Projected Beginning & End Dates
Contract drafted and signed	February 21, 2011 – August 31, 2011 May 21, 2014
All funds obligated	August 31, 2011 May 21, 2014
All funds drawn down	August 31, 2011 May 21, 2014

III. Budget

Please refer to the Cost Allocation Plan and budget narrative for a detailed estimated description and allocation of funds. **This is a cost reimbursement grant – eligible activities will be reimbursed at an on going basis.**

If program income is generated, how will income be used? **Any income generated by this contract must be used to further activities eligible for assistance under this agreement or returned to the City and County of Denver (see page 23 of Collaborative Agreement.)**

Are non-personnel costs being funded?

Yes No

This is a cost reimbursement award.

IV. Reporting

Data collection is required and must be completed demonstrating income eligibility and achievements met towards meeting the indicators contained in the Scope of Services. All disbursement of funds is contingent based on the ability to collect the required information.

Contractor will email the following report(s) to BHS and CPM (Contracts & Performance Management):

BHS will provide the format of the performance report to the Contractor. The information reported must include progress on the indicators included in this Scope of Services. The report includes current and cumulative (year-to-date) indicator information. Information on the overall progress of the program and/or project should be reported in the narrative section of the report. If the project is not being performed in a timely manner then an explanation should be included in the narrative section of the report.

ATTACHMENTS:

Attachment A: "U.S. Department of Housing and Urban Development – Office of Sustainable Housing and Communities Cooperative Agreement"(Clerk File No. 11-088, as amended and Clerk File No. 11-087, as amended)

Attachment B: "Memorandum of Understanding Among Denver's Department of Community and Planning Development, Denver's Office of Economic Development, Enterprise Community Partners, Inc., Enterprise Community Loan Fund, Inc., the Urban Land Conservancy and the Housing Authority of the City and County of Denver"

Attachment C: "List of Eligible Activities"

Attachment D: "OED HDAF Activity Review Request form"

Attachment E: "TOD Strategic Implementation Program proposal"

Attachment F: "Budget Narrative"

Attachment G: "HDAF Workplan"