

ANNOUNCEMENT OF FEDERAL FUNDING OPPORTUNITYFULL TEXT OF ANNOUNCEMENT

Federal Agency Name: U.S. Department of Commerce, Minority Business Development Agency

Funding Opportunity Title: MBDA Capital Project

Announcement Type: Initial Announcement

FFO Number: MBDA-OBD- 2016-2004600

CFDA Number: 11.802, Minority Business Resource Development

Competition ID: 2555003

Funding Instrument: Cooperative Agreement¹

Funding Amount: Funding has been appropriated, and we expect a total of \$500,000 in FY 2016 funds to be available. We also expect \$500,000 per year for continued funding of this program through FY 2021.

Closing Date for Submissions: A completed application must be transmitted and time-stamped at www.Grants.gov no later than **11:59 p.m. Eastern Time (ET) on June 15, 2016**. Applications received after the closing date will not be considered.

Funding Opportunity Description: This Federal Funding Opportunity (FFO or Announcement) announces the anticipated availability of funding for the MBDA Capital Project (Project or CAP), and solicits competitive applications for an operator of this Project in one (1) area. The Project is established to provide technical assistance and business development services that result in awarded financial transactions to Minority Business Enterprises (MBEs). The technical assistance and business development services for this Project are provided through a federal financial assistance award to generate increased financing opportunities for MBEs. In addition, the services provided will assist these firms in creating and retaining jobs.

Pre-Application Teleconference: MBDA will conduct a pre-application teleconference on **May 16, 2016**. The time of the pre-application teleconference has yet to be determined. Participants must register at least 24 hours in advance of the teleconference. Please visit the MBDA Internet Portal at www.mbda.gov for more information.

¹ A cooperative agreement is the funding instrument used when there will be substantial Federal Government programmatic involvement. Substantial involvement means that, after award, MBDA program staff will assist, guide, coordinate, or participate in project activities. This FFO is not to start or to expand an individual business. Applications must be submitted for the operation of the MBDA Capital Project that will provide business development services to eligible minority-owned firms as set forth in this Announcement. Applications that do not meet these requirements will not be considered.

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SECTION I: PROGRAM DESCRIPTION

A. Introduction

The Minority Business Development Agency (MBDA), a bureau of the U.S. Department of Commerce, leads Federal Government efforts to promote the growth and global competitiveness of America's growing MBE community. Through MBDA's services, MBEs are better equipped to create jobs, contribute to local economies, and sustain America's position as a world economic leader. Today, MBEs number more than 8 million and generate over \$1.4 trillion in revenues. Minority-owned firms are consistently cited by economists as an engine of employment growth and economic expansion in America.

The MBDA Capital Project (Project or CAP) is a key component of the Agency's overall portfolio of minority business development services and focuses on technical/business development services (i.e. financial analysis and facilitation services) that result in MBE clients securing debt, equity, mezzanine financing and other alternative sources of capital. The Project will assist MBEs clients seeking credit sources for exporting and global trade. The Project will also collaborate with MBDA staff, MBDA Business Centers and other MBDA funded projects ("MBDA Network") in support of generating access to capital for MBDA Network clients.

Organizations that are owned or controlled by the following persons or groups of persons are eligible to receive business assistance services from the Project: African American, Hispanic American, American Asian and Pacific Islander, Native American (including Alaska Natives, Alaska Native Corporations and Tribal entities), Asian Indian American, and Hasidic Jewish Americans. *See* 15 CFR§1400.1, 1400.2 and Executive Order 11625.

B. Program Overview

The MBDA Capital Project will provide technical assistance and business development services to MBEs in order to assist them with accessing and securing traditional and alternative sources of capital.

The Project services are designed to assist MBE clients with achieving higher levels of growth and competitiveness. While the Project serves all MBEs², target clients are (1) firms with annual revenues of over \$1,000,000; (2) firms involved in high-growth industries (*e.g.*, green technology, clean energy, health care, infrastructure and broadband technology, among others); or (3) firms with rapid growth potential (*see* Appendix D: Definitions of Key Terms).

In accordance with Executive Order 11625 and 15 U.S.C. § 1512, MBDA is soliciting competitive applications from eligible organizations for the operation of the Project. MBDA will award one (1) individual cooperative agreement pursuant to this Announcement. The location of the Project may be in any of the 50 states or Puerto Rico. The applicant should propose a location and the strategic benefits of the location in its proposal.

C. Program Priorities

The primary drivers of the Project are: (i) capacity building and (ii) job creation/retention resulting from the facilitation of securing financial transactions for MBE clients. The Project services include (but are not limited to): vetting of MBEs clients for capital; financial analysis

² Start-up and/or micro firms will be served by the MBDA Capital Project via strategic partnership referrals or electronic service delivery mechanisms (*e.g.*, MBDA Business Portal) at www.mbda.gov.

of MBE clients; development of a pool of finance opportunities; direct matching of finance/capital opportunities with qualified MBEs; execution of relationship management; acquisition opportunity referral initiatives (*e.g.*, industry clusters); assisting MBEs in accessing global financing; identification and securing all sources of capital including alternative growth; promotion of the advantages of achieving size and scale; educating MBEs on the benefits of strategic growth alternatives (*e.g.*, investment initiatives, mergers, acquisitions and/or joint ventures); MBE advocacy; support with capital injections for funds under management and/or establishing opportunities for minority lead/owned funds to participate in fund management opportunities and provision of service referrals to MBEs of all sizes.

The Project is required to work collaboratively with the MBDA Network. It is anticipated the Network will refer prospective MBEs clients to the Project for capital access assistance. The MBDA Capital Project will engage the Network and offer its services to assist in securing financial transactions for MBE clients. The Project will also engage clients outside of the Network and provide direct assistance to secure financing for its clients.

D. Program Authority

MBDA is authorized in accordance with Executive Order 11625 and 15 U.S.C. § 1512, to solicit competitive applications from eligible organizations and provide federal financial assistance to these organizations so that they may render technical and management assistance to minority business enterprises.

SECTION II: FEDERAL AWARD INFORMATION

A. Funding Availability

The total funding period for the award made under this solicitation is three (3) base years and two (2) optional years. The federal funding for years two and three for this Project have not yet been appropriated, but MBDA expects a total of \$500,000 per year to fund the financial assistance award for the operation of the Project identified in this FFO through FY 2021. The anticipated amount of the federal funding for each of the performance years is listed (*see* Appendix A: Funding Availability) under this FFO.

The minimum non-federal cost sharing requirement for this Project is discussed in this FFO (*see* Section III. B —Non-Federal Cost Share Requirement).

The funding periods and funding amounts referenced in this FFO are subject to the availability of appropriated funds, as well as to Department of Commerce and MBDA priorities at the time of award. In no event will the Department of Commerce or MBDA be responsible for proposal preparation costs if this Project fails to receive funding or is cancelled because of other MBDA or Department of Commerce priorities. All funding periods under the award are subject to the availability of funds to support the continuation of the Project. Publication of this FFO does not obligate the Department of Commerce or MBDA to award any specific cooperative agreement or to obligate all or any part of available funds.

Federal funds must be fully expended by the Project operator during each funding period and are not permitted to be carried-over to subsequent funding periods. The Project operator's failure to fully expend annual federal award funds may result in award enforcement or termination of federal funding allocated by MBDA to subsequent funding periods under the award.

B. Period of Performance

An award is anticipated to be made with a start date of September 1, 2016. The period of performance under this solicitation is five years, consisting of one base period (three consecutive performance years) and optional (two performance years) periods. **Applicants must submit one budget and corresponding budget narrative for each year, including the two operational performance years.** MBDA may approve funding for the Project in years two through three if the Project is operating at a "Commendable" or "Outstanding" performance level at the time during the current performance year that MBDA makes its recommendations to the Grants Officer for continuation funding for the next performance year. The Project operator with performance rating of "Good" or lower will not qualify for automatic renewal, but the award terms and conditions will be subject to renegotiation and special award conditions for the next funding period at the discretion of MBDA, and subject to the approval of the Grants Officer.

Recommendations for continuation funding are generally evaluated by MBDA based on the mid-year performance rating and/or a combination of the mid-year and cumulative third quarter performance ratings for the current performance year. MBDA and the Department of Commerce will consider all the facts and circumstances of each case, such as, but not limited to, market conditions, most recent performance of the Project and other mitigating

circumstances.

C. Type of Funding Instrument

A financial assistance award in the form of a *cooperative agreement* will be used to fund the Project. MBDA shall maintain substantial involvement with the Project operator and Project staff throughout the award period. The substantial involvement means, after award, MBDA staff will assist, guide, coordinate, or participate in project activities, including a post-award conference, training, and advisement (*see*, Section VI: Award Administration Information).

D. Notification of Award

Anticipated time for processing the award is approximately ninety (90) days from the closing date for receipt of applications. MBDA anticipates an award will be made with a start date of September 1, 2016.

SECTION III: ELIGIBILITY INFORMATION

A. Eligible Applicants

For-profit entities (including but not limited to sole-proprietorships, partnerships, limited liability companies and corporations), non-profit organizations, state and local government entities, Native American Tribes and educational institutions are eligible to apply to operate the Project.

The successful applicant will possess experience in assisting firms in obtaining large scale financial transactions to include traditional and alternative sources. Examples of these financial transactions can include, but are not limited to: loans, venture capital, lines of credit, equity investments, leases (property and equipment), assets under management, mezzanine financing, letters of credit, export financing or other binding financial agreements. The successful applicant should have access to a nationwide network of capital stakeholders, which is a key component to the successful implementation of this award.

The successful applicant should demonstrate experience in facilitating training sessions, conducting financial analysis with clients, matching vetted clients with sources of capital, assisting clients with presenting case for accessing capital, educate and assisting firms in joint ventures, teaming arrangements, mergers and acquisitions.

The successful applicant should have knowledge and/or experience with advocating on behalf of minority business enterprises and facilitating financing for transactions in global markets. It is also anticipated that the mission of successful Project applicant will align with both the mission of MBDA and the MBDA Capital Project objectives.

Special Mention: Current Operators of a MBDA Business Center and/or Project are not eligible to apply for this Federal Funding Opportunity Announcement.

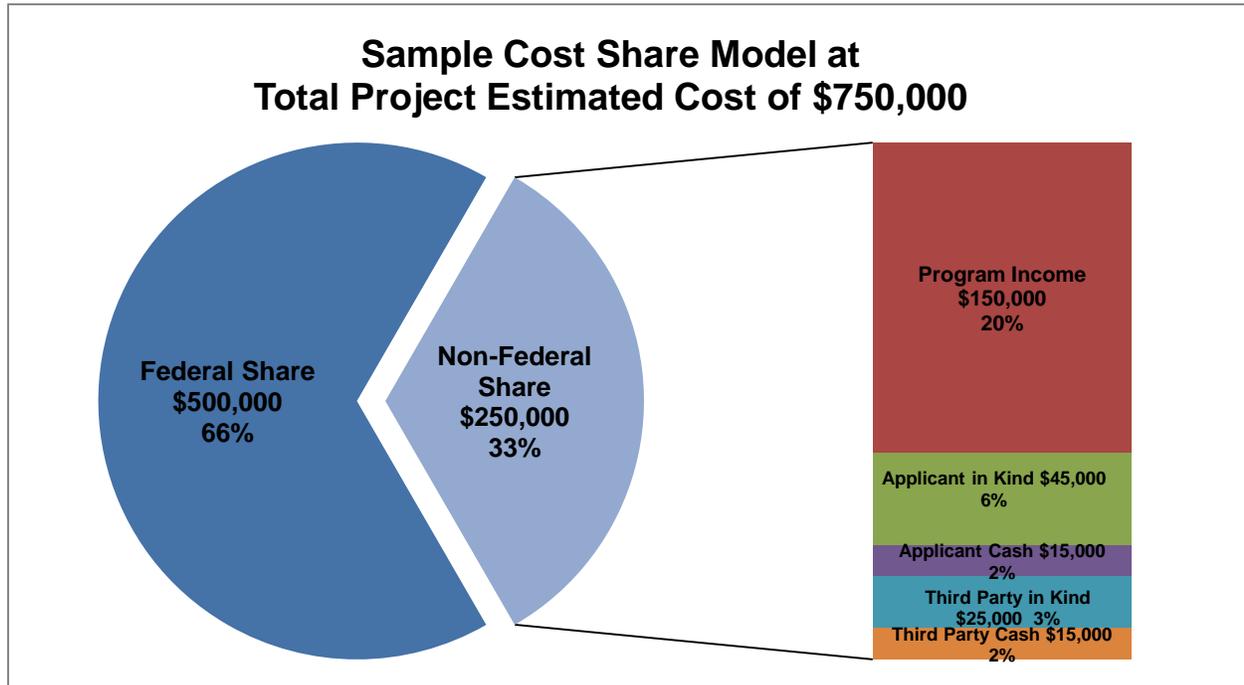
B. Cost Share or Matching Requirement

“Non-federal cost share” is the portion of the total Project costs provided by the Project operator as direct or in-kind contributions. These costs are not borne by the Federal Government, or other federal awards or grants unless allowed by statute. Beyond the generation of “program income” (see below), applicants may contribute (although not required) additional non-federal cost share to the award by one or more of the following methods: (1) applicant cash contributions; (2) applicant in-kind (*i.e.*, non-cash) contributions; or (3) third-party cash or in-kind contributions (including a state or local grant or other form of support for the project). Note: If an applicant plans to apply other grant funds to this award, then the applicant must verify that those funds can be used for such purpose. All cost sharing or matching must be consistent with the requirements of 2 CFR § 200.306.

The Project shall have a predefined minimum non-federal cost share of 33% of total Project cost (see Appendix A: Anticipated Funding Availability). Additionally, non-federal cost share through the generation of program income is mandatory. Applicants who propose non-federal cost share in excess of minimum will receive bonus points under the competitive evaluation process (*see* Section V.A.3) Bonus Points for Non-Federal Cost Share in Excess of Minimum).

The Project is a fee-for-service program and the Project operator is required to generate program income through the collection of client fees, membership fees, success fees and/or

other fee structures proposed by the applicant. All proposed fee structures must be acceptable to MBDA and approved by the Grants Officer. Program income identified by the applicant in the Project's proposed budget and approved by the Grants Officer must be applied directly to the award's non-federal cost share and must be used in furtherance of Project objectives. In addition, for each funding period under the award, the Project operator will generally be required to contribute cash or another acceptable form of non-federal cost share to the award to compensate for uncollected program income that was included in the approved Project budget.



If the Project generates more program income during a funding period than is allocated to the award's non-federal cost share for such funding period, the excess program income must be used by the Project operator in furtherance of eligible Project objectives. Subject to written approval by the Grants Officer, program income generated by the Project that cannot be expended during the funding period in which it is earned (*e.g.*, when unanticipated program income is obtained towards the end of the funding period) may be carried forward by the Project operator for one year only to be expended in furtherance of Project objectives in the award's next subsequent funding period.

However, the Project operator may not apply excess program income generated during one funding period to prior Project funding periods to fund non-federal cost share shortfalls. In addition, program income that is not (1) expended in furtherance of Project objectives, (2) carried forward for expenditure in the succeeding funding period with written approval of the Grants Officer, or (3) used for completion of the work by the end of the overall award period will be deducted from the project's total allowable cost. The Project operator may be required to reimburse MBDA for some, or all, of the federal share disbursed to the Project operator under the award if any of the aforementioned circumstances occur (*see* Section IV – I. Proposed Budget and Budget Narrative).

SECTION IV: APPLICATION SUBMISSION INFORMATION

A. Address to Request Application Package

All application materials and forms are available at the grants.gov website (<http://www.grants.gov>). Additional competition materials can be found on the MBDA Internet Portal (www.mbda.gov). Applicants may also obtain a paper copy of the application forms by making a request to the agency contact, Joann Hill or Nakita Chambers (see VII. Agency Contacts, for contact information).

B. Content and Form of Application Submission

In general, the applicant's proposal must define how it will implement the Project work requirements (*see* Appendix J: Work Requirements) and achieve the performance goals set forth in this FFO. A complete application includes the following:

- ✓ Detailed applicant narrative with defined sections;
- ✓ Detailed budget with narratives for each performance year;
- ✓ Required attachments and certain Standard Forms (SF); and,
- ✓ Department of Commerce (DOC) forms.

An application must be submitted for the Project under this FFO. Applications should include the elements for each section as described below in order to be eligible for the maximum number of points. Applications that fail to include all the necessary elements (in the order outlined below) will not be reviewed or considered and will be disqualified). The Applicant Narrative should not exceed 50 pages (this does not include budget and budget narrative). A complete application should contain the following:

1. Cover Page and Table of Contents: At a minimum, the application cover page must provide the applicant's name, address, telephone number, email address, date of submission and the Competition ID listed. Under the Table of Contents applicants should outline the full contents of the application and provide corresponding page numbers. All pages of the application must be consecutively numbered.
2. Applicant Narrative: The applicant narrative must contain the following:
 - a. Capability
 - i. Organizational Background and Knowledge: The applicant must demonstrate experience within the financial industry. The applicant's organizational background should emphasize its knowledge of the business sector and strategies for enhancing business growth, expansion and capacity building related to financing. Consideration will also be given as to whether the applicant has past experience with securing large scale traditional and alternative financing.
 - ii. Mission Alignment: The extent to which the mission of the applicant organization aligns with the mission of MBDA and the Project objectives.
 - iii. Access to Capital: Applicant experience in successfully preparing, matching,

facilitating and closing financial transactions (e.g., equity and venture capital, debt capital, mergers and acquisitions, mezzanine, equipment, export credit vehicles, etc.). The applicant's professional working relationships and national network with financial institutions (e.g., traditional banking and alternative financial institutions to include investment communities) that can be leveraged for immediate Project implementation.

- iv. **Capacity Building:** The applicant's experience with advising business client on strategies for enhancing business growth and related successful client outcomes. Applicant must provide three examples through client success stories (include description of challenge, action taken and results) and three related customer satisfaction results/reports.
 - v. **Key Staff:** Qualifications and experience required of proposed staff, including but not limited to the Project director and/or Project business consultants. The applicant may identify a proposed Project director within its application or after an award is issued. All Project staff shall possess the ability to successfully deliver and/or support the Project services and fulfill the work requirements of this FFO, and must be experienced in utilizing information systems. Position descriptions, qualification requirements, education requirements, and salary range must be provided for each proposed Project staff position (include under Applicant Narrative attachments). If a specific individual is identified for a position, a copy of the individual's resume must be submitted. Applicant's plan for recruiting staff should be addressed.
 - vi. **MBE Advocacy:** Demonstrated knowledge and action pertaining to the challenges faced by minority business owners and willingness to participate in information and policy-related dialogue with MBDA leadership and strategic partners.
- b. Resources
- i. **Partners:** The applicant's plans for establishing and maintaining a network of strategic partners and the extent to which each partner will support the Project in implementing the services and meeting performance goals. Partnerships that assist clients with securing financing, job creation, penetrating global markets, achieving size and scale, advocating for minority businesses, or providing referrals for services will also be considered. How the applicant will interact and coordinate with its strategic partners for successful client outcomes will also be considered.
 - ii. **Other Resources:** Resources that will be used to implement the Project in each of the five performance years will be considered. Resources include, but are not limited to, existing prior and/or current data lists that will serve in fostering immediate success for the Project.
 - iii. **Location/Equipment:** The applicant's strategic rationale for the proposed office location (*see Appendix I: Office Space Requirements*). Include a description of how the applicant plans to satisfy Project information technology requirements, including: computer hardware, software, creation and support of the Project website, and network map will also be considered (*see Appendix E: Information Technology and Computer Requirements*).
- c. Techniques and Methodologies

- i. Performance Measures: For each of the five (5) funding periods, the applicant's techniques and methodology to be used in implementing the Project will be considered, including the quarterly breakdown of the performance goals. In addition, the applicant's recognition of and strategy for addressing existing market conditions in achieving performance goals will be considered. Additionally, how the applicant proposes to establish a system that corresponds to, or may complement, MBDA's tracking and validation of financings will be considered (*see* Appendix B: Performance Goals). Please note that deviations, either above or below, from the Performance Goals require justification.
- ii. Start-up Phase: The applicant's work plan for commencement of Project operations within the initial 60-day period will be considered. The Project shall have sixty (60) days to become fully operational after an award is made (*see* Appendix J: Work Requirements). The work plan must include significant implementation milestones, such as the hiring of key staff, opening of the Project facility, and the delivery/initializing of the Project's service.
- iii. Work Requirements Execution Plan: The applicant's description of how Project staff and resources will be used effectively and efficiently to achieve the work requirements of the overall Project (including the start-up phase) will be considered. Please note that the applicant must include a specific five-year plan-of-action detailing how the Project work requirements will be met for each of the five (5) funding periods (*see* Appendix J: Work Requirements). A staff allocation chart for each of the five (5) years must also be included as part of the work requirements execution plan (example provided below).

The Project staff allocation summary must include a Project director, and all other Project staff, volunteers, and interns. Each staff role must be identified as full or part-time, with the estimated hours to be worked on a yearly basis.

- iv. Operating Hours: A description of the Project operating hours and all scheduled holiday closures for each year of the anticipated five-year award period. Please note: MBDA expects that the operating hours will follow the traditional business hours of accessibility on or before 9:00 a.m. and remaining accessible until or after 5:00 p.m. each business day. In addition, the Project hours should follow the federal work schedule regarding the dates that it will be accessible for business. The federal holiday schedule (*i.e.*, those dates that the federal government is not opened) is available at: <https://www.opm.gov/policy-data-oversight/snow-dismissal-procedures/federal-holidays/#url=2015> for each year of the anticipated five-year award period.

Deviations from the operating hours and business working days expected by MBDA (*e.g.*, religious holidays) must be identified, with justification, in the application.

EXAMPLE ONLY: Staff Allocation Summary – Funding Period 1

Role	Status	Project	Available Hours
Director	Full Time	100%	2,040
Business Consultant	Full Time	100%	2,040
Business Consultant	Full Time	100%	2,040
Admin. Asst.	Part Time	25%	510
On Call Contractor	Part Time	25%	510
Total			7,140

3. Required Applicant Narrative Attachments

- a. Applicant organization chart;
- b. Proposed Project organization chart (include lines of reporting for the Project director to the head of the applicant organization);
- c. Scanned Letter of Commitment from the proposed Project director (if applicable);
- d. Project director resume and three (minimum) professional references must be provided (if applicable);
- e. Resumes of other key Project staff (if applicable);
- f. Position descriptions, qualification requirements and salary ranges for all Project staff;
- g. Proof of legal entity, for example, State-issued Certificate of Good Standing, copy of registered Articles of Incorporation, by-laws, IRS 501 (c)(3) tax-exempt letter, authorizing legislation, or other evidence of applicant entity legal status;
- h. Scanned Letter(s) of Commitment from strategic partners and other resources listed, indicating their willingness to work with the applicant (ten maximum);
- i. Quarterly breakdown of performance goals, one chart for each year (*see* Appendix B: Performance Goals).
- j. Statement of work/deliverables for contracted efforts (if proposed).

4. Budget

a. Proposed Budget and Budget Narrative

All of the Project expenditures should be broken down into their individual units and discussed. The budget narrative must match the proposed line item budget, time phased plan, and staff allocation table. Fringe benefits and other percentage item calculations should match the proposed budget line-item and narrative. Line item amounts in the detailed budget and budget narrative must match the budget numbers reflected in Standard Form (SF) 424 (one for all five years) and 424A (one for each of the five years).

All costs included in the proposed budget must be allowable, allocable, and reasonable. Each item of cost must be accompanied by a sufficiently detailed description and cost breakdown to enable reviewers to determine if the cost is allowable, allocable, and reasonable. One word descriptions and lump sum amounts are not adequate for justifying costs. Each budget item should be broken

out and described fully so that there is no ambiguity or question regarding its relevance or reasonableness to the Project objectives. The following Office of Management and Budget (OMB) Uniform Guidance will be used to determine allowable costs, and will apply to the entire amount of the CAP award, including both the federal and non-federal costs. See Uniform Guidance: Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance), 2 CFR Pt. 200 (2015); *adopted by U.S. Department of Commerce, 80 Fed. Reg. 44829 (August 27, 2015).*

b. Performance-Based Budgeting

MBDA will consider the extent to which the line-item budget and budget narrative relates to the work requirements and performance measures (*i.e.*, performance-based budgeting) will be considered. The budget will be compared to the Applicant Narrative to determine if the budget is realistic from a MBDA's perspective and whether the proposed costs are necessary to complete the work requirements. Costs included in the budget that are determined to be unrealistic will be considered as an indication of an applicant's lack of understanding of the requirements of the Project and/or the methods that must be utilized to deliver services.

c. Program Income Budgeting

Client fees, membership fees, success fees, and/or other acceptable fee structures proposed must be adequately addressed and properly documented, including (but not limited to) how the proceeds will be billed, collected or waived, and used by the applicant for Project objectives.

Applicants must submit a line item budget (SF-424A) and corresponding budget narrative for each of the five (5) funding periods under the award.

The **federal contribution to the budget is non-negotiable.** The amount of federal funds designated for the award in the FFO (*see* Appendix A: Funding Availability) must not be exceeded in the proposed budget. Costs must be proposed, on a per-event, per-person, per-item basis for all travel (*e.g.*, airfare, per diem, ground transportation). Each of the training events are set forth in this announcement (*see* Appendix F: Training Requirements and Definitions). The applicant must budget accordingly for this requirement. If a venue for an event is not stated, applicants are to assume that the event will be held in Washington, D.C. Applicants may include training costs under federal and/or non-federal cost share (if proposed).

Non-federal cost share must be itemized on the SF-424A, the Project line-item budget and in the budget narrative. All third-party, in-kind contributions must be supported by a scanned original and signed commitment letter from those resources. It is recommended that letters of commitment for years 1-3 be provided in the application and optional for years 4-5. Failure to provide this documentation may result in the disallowance of the amount proposed, reduction of available points or possible rejection of the application for an award.

d. Special Mention

Note, the applicant must also describe how the Project director will have access to necessary funds and/or decision making for the use of funds to ensure maximum operational optimization. Failure to address will result in the applicant losing 2 points in the budget narrative.

e. Program Income

As discussed in the FFO (*see* Section III. B— Non-Federal Cost Share or Matching Requirement), the generation of program income is mandatory under the Project and the Project operator is

required to account for all program income generated in whole or in part under the financial assistance awards. Program income is defined as gross income earned by the recipient from federally supported activities and, for purposes of the Project, specifically includes client fees, membership fees, success fees and other income generated by the center. *See* 2 C.F.R. §§ 200.80 and 200.307 (as applicable based on the type of applicant). For each of the five anticipated funding periods under the Center award, applicants must identify:

- i. How program income will be generated by the Project;
- ii. The anticipated amount of program income (which must be identified as non-federal cost share in the Project's proposed budget);
- iii. How the program income will be used to further the Project objectives; and,
- iv. Mandatory minimum non-federal cost share is required under this FFO (*see* Appendix A: Funding Availability). Proposed fee structures and other methods for the Project's generation of program income must be acceptable to MBDA and approved by the Grants Officer.

The applicant should take great care in projecting the total dollar amount in fees and other Program income that will be generated each performance year. The applicant must state clearly the methodology for estimating the amount of fees to be billed and to be collected.

It is also important to note that in some cases the Project operator may apply a policy for fee waivers and/or accounts not collectable. The applicant must indicate, for each of the funding periods, at what point fees are charged to its clients (*i.e.*, upon completion of work assignment and/or successful completion of awarded transaction) and how it intends to collect and manage fees. These items should be taken into consideration and discussed in the budget narrative.

5. Bonus Points – Non Federal Cost Share in Excess of Minimum

The Agency has determined that additional resources allocated to the MBDA Capital Project can improve the services provided through the Project. Applicants are highly encouraged to propose non-federal cost sharing in excess of the minimum amount required as indicated in this FFO (*see* Appendix A: Funding Availability). An applicant will be issued additional "bonus" points to the final scoring as discussed (*see* Section V: Application Review Information, A. Criteria, 3).

6. Standard Forms

Applications must contain the following Standard Forms (SF):

- a. SF-424 — Application for Federal Assistance (one form to cover all funding periods);
- b. SF-424A — Budget Information-Non-Construction Programs;
- c. SF-424B — Assurances-Non-Construction Programs; Budget Narrative;
- d. SF-LLL — Disclosure of Lobbying Activities; and,
- e. CD-511 — Certification Regarding Lobbying.

7. Application Submission Checklist

A submission checklist has been developed as a guide for applicants. Do not submit newspaper clippings, brochures, letters of recommendation or other superfluous documents, as they will not be considered in the evaluation process (*see* Appendix G: Application Checklist).

C. Unique Entity Identifier and System for Award Management (SAM)

Each applicant (unless the applicant is an individual or Federal awarding agency which has an exception from the requirements of 2 CFR § 25.110(b) or (c), or an exception approved by the MBDA under 2 CFR § 25.110(d)) is required to:

1. register in SAM before submitting an application;
2. provide a valid unique entity identifier in the application; and
3. continue to maintain an active SAM registration with current information at all times during which it has an active Federal award or an application or plan under consideration by MBDA (or any other Federal agency).

MBDA may not make a Federal award to an applicant until the applicant has complied with all applicable unique entity identifier and SAM requirements. If an applicant has not fully complied with the requirements by the time MBDA is ready to make a Federal award, MBDA may determine that the applicant is not qualified to receive a Federal award and use that determination as a basis for making a Federal award to another applicant. Please see section IV, G, 1 for additional information related to the Unique Entity Identifier and SAM information.

D. Submission Dates and Times

Applications must be submitted electronically via www.grants.gov and received by MBDA by 11:59 p.m. Eastern Time (ET) on June 15, 2016. The electronic submission will receive a date and time stamp at www.grants.gov and will be processed after it is fully uploaded. Applicants should anticipate receiving confirmation of successful submission within 48 hours. It is imperative that applicants obtain this confirmation as proof of successful submission. ***Waiting to submit an application until the end of the competition period puts an application at risk, be sure to allow ample time.***

The time it takes to completely upload an application will vary depending on a number of factors, including the size of the application, the speed of the applicant's Internet connection, and the time it takes www.grants.gov to process the application. If www.grants.gov rejects the application, the applicant must resubmit the entire application before the deadline and receive a date and time stamp from www.grants.gov. The www.grants.gov time stamp will be considered the date and time of submission receipt. Before beginning to apply through www.grants.gov, please review the application instructions posted at www.grants.gov and in this FFO Announcement.

1. Grants.gov Registration

To submit an application through www.grants.gov, you must register for a user ID and password. This process can take between three to five business days; and up to four weeks if all steps are not completed correctly. To avoid delays, start early and do not wait until the deadline approaches to register or to review the application instructions. Information about the registration process can be

found at http://www.grants.gov/applicants/get_registered.jsp.

Before applying, your organization³ needs to register with Grants.gov, which requires appointing one or more Authorized Organization Representatives (AOR). Below are instructions for registering as an organization.

Please make sure to begin registration early, as the process takes between three business days and three weeks. If you do not complete your registration by the submission deadline, then you will not be allowed to submit an application. Applicants should **register as organizations**, not individuals. You must register an Authorized Organizational Representative (AOR) for your organization. The AORs registered at www.grants.gov are the only officials with the authority to submit applications for your organization. Your organization may authorize multiple AORs for www.grants.gov purposes.

2. Electronic Submission

The electronic submission date is the date that applications will be deemed to have been submitted electronically and shall be the date and time received by www.Grants.gov.

You must save and print the proof of submission from/on www.Grants.gov. *Applicants should plan to submit the application electronically several (3-5) days before the deadline to ensure that the application is complete and accepted by grants.gov before the submission deadline.* If problems occur while using www.Grants.gov, the applicant is advised to (i) print any error message received, and (ii) call www.Grants.gov at 1-800-518-4726 for immediate assistance.

If you experience a grants.gov “systems issue” (technical problems or glitches with the grants.gov website) that you believe threatens your ability to complete a submission before an applicable funding cycle deadline, you must (i) print any error message received; and (ii) call the grants.gov Contact Center at 1-800-518-4726 for immediate assistance. Ensure that you obtain and document a case number regarding your communications with grants.gov. **Please note:** problems with an applicant organization’s computer system or equipment are not considered “systems issues.” Similarly, an applicant’s failure to: (i) complete the required registration, (ii) ensure that a registered AOR submits the application, or (iii) receive an email message from grants.gov are not considered systems issues. A grants.gov “systems issue” is an issue occurring in connection with the operations of grants.gov system, such as the temporary loss of service by grants.gov due to unexpected volume of traffic or failure of information technology systems, both of which are highly unlikely. In the event of a confirmed “systems issue,” MBDA may allow more time for applicant submission due to system problems at grants.gov at the time of application submission that are beyond the control of the applicant.

The preferred format for electronic attachments is .pdf. This is the most prevalent format for documents that are scanned from hard-copy. However, the Department will accept electronic files in Word or Excel formats.

Note: Confirmation of successful submission requires 48 hours. Applicants are advised to review the Grants.gov tutorial to minimize risk of an unsuccessful submission. Please visit <http://www.grants.gov/web/grants/applicants/applicant-tools-and-tips.html>.

³ An organization is an entity that submits grant applications on behalf of the group, such as a state government, nonprofit organization, or a private business.

3. Returning Grants.Gov Users

Organizations already registered with Grants.gov do not need to re-register, but the organization must maintain a current System for Award Management (SAM) registration (formerly Central Contractor Registration (CCR)). If the applicant's SAM registration is not up-to-date the application will not be accepted by Grants.gov. An applicant's CCR username will not work in SAM. Applicants must create a new SAM user account to renew or update registration. To obtain additional information and to verify that all required registrations are current, please visit www.sam.gov/portal/public/SAM. SAM is the official U.S. Government system that consolidated the capabilities of CCR Federal Agency Registration (FedReg), Online Representations and Certifications Application (ORCA), and Excluded Parties List System (EPLS).

E. Intergovernmental Review

Applications under this Project are not subject to Executive Order 12372, Intergovernmental Review of Federal Programs.

F. Funding Restrictions

1. Profits or Fees: Profits, fees or other increments above cost may not be paid on MBDA financial assistance awards and must not be included as part of the proposal.
2. Indirect Costs: Indirect cost rates will generally be in accordance with negotiated indirect cost rate agreements which are established for all a recipient's Federal assistance awards by its cognizant agency. The MBDA Program Officer should consult with the Grants Officer and the Federal Assistance Law Division (FALD) before limiting indirect costs.

Indirect costs are those costs proposed for common or joint objectives and which cannot be readily identified with a particular cost objective. Therefore, if the MBDA award is to be the sole source of support for the applicant organization, all costs are direct costs and indirect costs should not be proposed. (The term "indirect costs" has been replaced with the term "facilities and administrative costs" for educational institutions and non-profit organizations). See 2 CFR § 200.414(a).

Under the CAP, indirect costs charged to an award shall not exceed the indirect cost rate negotiated and approved by the applicant's cognizant federal agency. In addition, in accordance with 2 CFR § 200.414(f), any non-Federal entity that has never received a negotiated indirect cost rate, except for those non-Federal entities described in Paragraph D.1.b of Appendix VII to 2 CFR Part 200 (specifically, a governmental department or agency that receives more than \$35 million in direct Federal funding), may elect to charge a *de minimis* rate of 10 percent of modified total direct costs.

This limitation applies separately and collectively to each of the anticipated funding periods under the award. Indirect costs in excess of the above limitations must not be included as part of the proposal. Indirect costs proposed under the award must be clearly identified as a separate budget line-item.

If indirect costs are included in the budget, the applicant must include a copy of its current Facilities and Administrative Cost Rate Agreement or documentation establishing that it has a pending application. If an applicant that does not have a current Facilities and Administrative Cost Rate Agreement negotiated and approved by the Department of Commerce (or by the applicable cognizant Federal agency), the applicant may propose facilities and administrative costs in its budget. However, the applicant must prepare and submit a facilities and administrative cost allocation plan and rate proposal or a negotiated indirect cost rate as required by 2 CFR Part 200 “Uniform Administrative Requirements, Cost Principles and Audit Requirements for Federal Awards.” *See* 2 CFR § 200.414. The allocation plan and the rate proposal must be submitted to MBDA (or applicable cognizant Federal agency) within ninety (90) days from the award start date. The applicant shall provide the Grants Officer with a copy of the transmittal letter.

The maximum dollar amount of allocable indirect costs for which MBDA will reimburse a recipient shall be the lesser of the: (i) line-item amount for the Federal share of facilities and administrative costs contained in the MBDA approved budget for the award, or (ii) Federal share of the total allocable facilities and administrative costs of the award based on the cost rate approved by the Department of Commerce (or applicable cognizant Federal agency) provided that the cost rate is current at the time the costs were incurred and provided that the rate is approved on or before the award end date. The applicant should include a statement in its budget narrative if the applicant does not have, or has not applied for, a Facilities and Administrative Cost Rate Agreement.

The indirect cost policies contained in 2 CFR Part 200 (Appendix III, “Indirect (F&A) Costs Identification and Assignment, and Rate Determination for Educational Organizations”; Appendix IV, “Indirect (F&A) Costs Identification and Assignment, and Rate Determination for Nonprofit Organizations”; and Appendix VII, “States and Local Government and Indian Tribe Indirect Cost Proposals”) will apply to MBDA awards for its business development programs, including the CAP. *See generally*, 2 CFR § 200.414(e).

The Project operator is expected to understand and adhere to regulations pertaining to use of Federal funds.

G. Other Submission Requirements

1. **Application Overview** Please make sure to begin registration early, as the process takes between three business days and three weeks. Before applying for a funding opportunity, your organization needs to register with grants.gov, and assign one or more Authorized Organization Representatives (AOR). We recognize registration activities take extra time; however, this is part of the security process the U.S. Government must use to prevent fraud and abuse of funds. If you do not *successfully* complete your registration by the submission deadline, you will not be allowed to submit an application. The Grants.gov application process is outlined below.

- 1 **Obtain a DUNS Number.** Call 1-866-705-5711 or access the Dun & Bradstreet website <http://fedgov.dnb.com/webform> (1-2 business days).
- 2 **Register with SAM.** Access <https://www.sam.gov>. You'll also need the authorizing official of your organization and an Employer Identification Number (EIN) (7-10 business days).
- 3 **Create Grants.gov Username and Password.** Complete your Authorized Organization Representative (AOR) profile and [create your username and password](#). You will need to use your organization's DUNS Number (same day).
- 4 **Authorize the AOR.** Request approval, then your organization's E-Biz POC must log in to Grants.gov to confirm you as an AOR (same day).
- 5 **Track AOR Status.** Log in to Grants.gov and look at the Applicant welcome box for your current status (same day).
- 6 **Download an application package.** Use Funding Opportunity Number MBDA-OBDA-2016-2004600 and [Download a Grant Application Package](#) (same day).
- 7 **Complete your application package.** Write your proposal and fill out ALL the required forms, fields, and certifications (allow 3 days).
- 8 **Submit your application package.** Access your completed application package, ensure all the necessary information is entered, check the package for errors, then click the "Save & Submit" button on the cover page (3 days).
- 9 **Track my application package.** Enter the tracking number you received after Step 8 and click the "Submit Tracking Number(s)" button. Note, confirmation of successful submission may require 48 hours (allow 2 days).

2. Project Award Requirements

- a. **Establishment of Office:** A physical office location of the Project is required and must be proposed by the applicant under this FFO. The Project operator must open a physical office and be fully operational within sixty (60) days of receipt of the award. "Fully operational" means that all staff is hired, all required signs are up, all items of furniture and equipment (*e.g.*, computer hardware, software, Internet services, phones, faxes) are in place, and the Project's doors have been fully opened to the public for service. Within sixty (60) days of receipt of the award, the Project operator shall report to the MBDA Federal Program Officer (via Grants Online) that it has complied with this requirement. Failure to be fully operational within sixty (60) days may result in

appropriate enforcement action under the award, up to and including termination. If the Project resources are co-located with the operator, it must have a “separate identity” that must include, but is not limited to, appropriate signage and working spaces for Project staff that are visually independent (or are perceived as standing apart) from the Project operator’s other operations and personnel.

The Project office/work space must be accessible to persons with disabilities and strategically situated in the applicable region to ensure that it is: (1) close to available business resources; (2) within a reasonable commuting distance to the minority business community; and, (3) professional in appearance and conducive to supporting the Project brand.

The Project must provide services to eligible clients. Services can be delivered in person or virtually. MBDA calls and emails to the Project operator and/or the Project director must be returned by the next business day. In addition, the Project operator and Project director shall provide MBDA and other authorized federal government officials with access to the Project upon request. Within sixty (60) days after receipt of the award, the Project operator shall report via Grants Online to the MBDA Federal Program Officer (FPO) that it has complied with all information technology requirements as specified in this FFO (see Appendix E: Information Technology and Computer Requirements). Within sixty (60) days after receipt of the award, the Project operator shall also report the name, contact telephone number, and email address of the Project director, Project staff member(s), and the network or system administrator.

- b. Personnel: The Project operator is required to have a Project director employed and dedicated on a full-time basis to the Project, and is removed from any competing interests. The Project director and Project staff are vital to the Project and are viewed as key representatives to ensure the Project achieves its performance goals. The Project director must possess suitable management and business qualifications, including a minimum of a bachelor’s degree or equivalent experience in a business-related field. Project staff assigned to conduct financial transactions must possess suitable business qualifications related to financing. Failure to hire a Project director within sixty (60) days may result in enforcement action under the award, including the withholding of award payments.

The selection of the Project director and Project staff conducting financial transactions require the FPO to conduct a review of the candidates’ qualifications. The Project operator shall submit to the FPO at the onset of competition and/or after an award is issued, the Project director’s resume and a minimum of three professional references. The FPO may also conduct an interview of the proposed candidate. The Project operator may submit the resume and relevant professional references for proposed Project staff conducting financial transactions after an award issued. Successful candidates will be recommended to the Grants Officer via the FPO for final approval.

The Project operator shall employ personnel with the knowledge and skills to develop and manage strategic relationships that enhance the Project’s ability to source financial transactions, assist clients in negotiations with financing institutions, coordinate and collaborate on client service efforts, actively promote the brand of the Project and advise MBEs on accessing financing for global transactions as outlined in this FFO (*see*

Appendix L: Work Requirements). All consulting personnel should have a minimum of a bachelor's degree or equivalent experience.

The Project personnel working with clients must possess the ability to: (1) promote and demonstrate the value of services offered to the client; (2) generate program income for the Project; (3) track service delivery on a consistent and regular basis; (4) collect quantitative and qualitative performance data; and (5) ensure optimal service delivery, client satisfaction, operational quality standards are met, and ensure service optimization.

The Project operator shall, to the best of its ability and available resources, provide competitive financial incentives and/or salaries to the Project staff. The Project operator shall adhere to commonly accepted/best practices in human capital management. The Project may not engage in employee nepotism.

All personnel charged to the Project must directly contribute to the operation of the Project. There should be no "co-mingling" of staff time that is being charged to the MBDA grant. Co-mingling is prohibited and is subject to enforcement action under the award, including the withholding of award payments and possible termination of the Project award (*see* Appendix D: Definition of Key Terms). Staff vacancies shall be filled promptly. Vacancies beyond forty-five (45) days may result in appropriate enforcement action under the award, up to and including termination.

- c. Training: MBDA will conduct training sessions for Project staff (subject to the availability of funds and training resources). The training sessions are mandatory (except where otherwise indicated) and were designed to improve communication, client service delivery, performance, and reporting. The Project training requirements are set forth in the FFO (*see* Appendix F: Training Requirements and Definitions). Successful applicants are required to allocate appropriate personnel and funds to support all trainings.
- d. Network, Tools and Information Exchange: MBDA will provide access to business development tools to help streamline and enhance client service delivery throughout the MBDA Network and the MBDA Capital Project. MBDA requires regular and ongoing use of these tools. MBDA will provide an orientation to successful applicants on how this technology can be leveraged by the project to augment service delivery.

SECTION V: APPLICATION REVIEW INFORMATION

A. Criteria

The successful applicant will possess experience in assisting minority firms to: obtain large scale financing; finance export transactions; advocate for minority businesses; educate and assist minority firms in joint ventures, teaming arrangements, and mergers and acquisitions. It is also anticipated that the mission of the successful applicant organization will align with both the mission of MBDA and the MBDA Capital Project objectives.

Application evaluations will be based the following criteria:

1. Applicant Narrative: The Applicant Narrative section of the proposal will be evaluated, and applicants will be selected, based on the level at which the proposal addresses the below listed evaluation criteria. Section IV. G Content and Form of Application, provides detailed requirements for each listed criterion.

Applicant Narrative Evaluation Criteria	Points
Capability <ul style="list-style-type: none"> - Organizational Background and Knowledge (5 points) - Mission Alignment (5 points) - Access to Capital (10 points) - Capacity Building (5 points) - Key Staff (5 points) - MBE Advocacy (5 points) 	35
Resources <ul style="list-style-type: none"> - Partners (5 points) - Other Resources (5 points) - Location/Equipment (5 points) 	15
Techniques and Methodologies <ul style="list-style-type: none"> - Performance Measures (10 points) - Start-up Phase (10 points) - Work Requirements Execution Plan (5 points) 	25
Applicant Narrative Total	75

2. Proposed Budget and Budget Narrative: The Proposed Budget and Budget Narrative sections will be evaluated on the criteria identified below. Section IV. G - Content and Form of Application provides detailed cost proposal requirements.

Budget Detail and Narrative Evaluation Criteria	Points
Reasonableness, Allowability, and Allocability of Proposed Program Costs	10

Performance-Based Budgeting	5
Program income Budgeting	10
Budget Detail and Narrative Total	25

3. Bonus Points for Non-Federal Cost Share in Excess of Minimum: Applications are encouraged to propose non-federal cost share that exceed the minimum Project requirements. A maximum of five (5) bonus points are available under this criterion as follows:

Cost Share Proposed	Bonus Points
\$10,000-\$29,999	1 bonus point
\$30,000-\$49,999	2 bonus points
\$50,000-\$69,999	3 bonus points
\$70,000 - \$99,000	4 bonus points
\$100,000 and more	5 bonus points

B. Review and Selection Process

1. Initial Screening

Prior to the formal review process, each application will receive an initial screening to ensure that all required forms, signatures, and documents are present. An application will not be evaluated by the review panel if:

- a. The application is received after the closing date;
- b. The applicant’s authorized organizational representative (AOR) fails to submit Standard Form 424 by the closing date; or
- c. The application does not provide for the operation of the MBDA Capital Project.

2. MBDA Merit Review Panel

Each responsive application will receive an independent, merit review by a panel qualified to evaluate the applications submitted based on the published criteria. The review panel will consist of at least three (3) individuals, all of whom could be a combination of full-time federal employees and/or non-federal civilians at least one of whom will be an MBDA employee. Each reviewer shall evaluate and provide a score for each proposal. Each merit review panel (through the panel Chairperson) shall provide the MBDA Selecting Official with a ranking of the applications based on the average of the reviewers' scores.

A rank order of all applications will be established by averaging the individual review ratings for each application. The review panel may discuss the applications but are not required to reach a consensus on scores for each applicant. The reviewers will make their recommendations for funding based on rank order and the selection factors listed in the next section to the Selecting

Official, the MBDA National Director, who is responsible for making final recommendations to the NOAA Grants Officer.

Each application will be evaluated based on the criteria set out in the FFO (*see* Section V— Application Review Information) for a maximum of 105 points (including 5 bonus points) The Applicant Narrative section of the application will be eligible for a total of 75 points, the Proposed Budget and Budget Narrative section will be eligible for 25 points.

3. Selection Official

The MBDA National Director is the MBDA Selecting Official and makes the final recommendation to the Grants Officer regarding the funding of applications under this competitive solicitation. MBDA expects to recommend funding of the highest ranking applicants, as evaluated and ranked by the review panel and taking into account results of the respective merit panel review. However, the MBDA National Director may decide not to select any of the recommended applicants, or may select an applicant out of rank order, for the following reasons:

- a. Project Priorities one of more of the following:
 1. Proposals aligned with or related to Secretarial priorities or initiatives;
 2. Geographic or ethnic diversity of clients served;
 3. Funding priorities; and
 4. Program balance.
- b. Lack of Availability of MBDA Funds.

Prior to making a final recommendation for funding to the Grants Officer, MBDA may conduct negotiations with an applicant that the Selecting Official anticipates recommending and/or may request that the applicant provide written clarifications regarding its application.

C. Federal Awarding Agency Review of Risk Posed by Applicants

After applications are proposed for funding by the Selecting Official, the NOAA Grants Management Division (GMD) pre-award risk assessments in accordance with 2 C.F.R. § 200.205, which may include a review of the financial stability of an applicant, quality of the applicant's management systems, history of performance, and the applicant's ability to effectively implement statutory, regulatory, or other requirements imposed on non-Federal entities. In addition, for any Federal award under this notice where Federal share will be greater than the simplified acquisition threshold (currently \$150,000; *see* 2 CFR § 200.88) over the period of performance, recipients must note that: (1) MBDA, prior to making a Federal award with a total amount of Federal share greater than the simplified acquisition threshold, is required to review and consider any information about the applicant that is in the designated integrity and performance system accessible through SAM (currently FAPIIS) (*see* 41 U.S.C. § 2313); (2) an applicant, at its option, may review information in the designated integrity and performance systems accessible through SAM and comment on any information about itself that a Federal awarding agency previously entered and is currently in the designated integrity and performance system accessible through SAM; and (3) MBDA will consider any comments by the applicant, in addition to the other information in the designated integrity and performance system, in making a judgment about the applicant's integrity, business ethics, and record of performance under Federal awards when completing the review of risk posed by applicants as described in 2 CFR §200.205.

D. Anticipated Announcement and Federal Award Dates

Anticipated time for processing awards is ninety (90) days from the closing date for receipt of applications. MBDA anticipates that the MBDA Business Capital Project award will be made with a start date of September 1, 2016.

SECTION VI: FEDERAL AWARD ADMINISTRATION INFORMATION

A. Federal Award Notices

The notice of award (CD-450) is executed by the Department of Commerce Grants Officer and is the authorizing document. It is generally provided electronically via the Grants Online system to the Authorized Representative of the recipient organization. The Authorized Representative for a successful applicant will receive instructions from MBDA on how to access the Grants Online system to accept the award.

MBDA will notify unsuccessful applicants, in writing, after a final selection has been made and after an offer has been accepted. Those applications that are not ultimately selected for funding will be retained by MBDA for a period of three (3) years after which they will be destroyed.

On occasion, competitive solicitations or competitive panels may produce less than optimum results, such as a competition resulting in the receipt of no applications or a competition resulting in all unresponsive applications received. If the competition results in only one application, it may or may not require additional action from MBDA depending upon the competitive history of the area, the quality of application received, and the time and cost limits involved. In the event that any or all of these conditions arise, MBDA shall take the most time and cost-effective approach available that is in the best interest of the Government. This includes but is not limited to: (1) a new competition; (2) re-paneling; or (3) negotiation.

B. Administrative and National Policy Requirements

Administrative and national policy requirements for all Department of Commerce awards contained in the *Department of Commerce Pre-Award Notification Requirements for Grants and Cooperative Agreements*, published in the *Federal Register* on December 30, 2014, effective December 26, 2014 (79 FR 78390) are applicable to this solicitation. You may obtain a copy of this notice by contacting the MBDA contact under Section VII-Agency Contacts, or by entering the *Federal Register* volume and page numbers provided in the previous sentence at the following Internet website: <https://federalregister.gov/a/2014-30297>. Awards made under this announcement are subject to the Department of Commerce Financial Assistance Standard Terms and Conditions. Please note that on December 26, 2013, OMB published final guidance titled *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (OMB Uniform Guidance)* (<https://www.federalregister.gov/articles/2013/12/26/2013-30465/uniform-administrative-requirements-cost-principles-and-audit-requirements-for-federal-awards>), which streamlines the language from eight existing OMB circulars, including *Cost Principles (OMB Circulars A-21, A-87, A-122)* and administrative requirements (*OMB Circulars A-102 and A-110*), into one consolidated set of guidance applicable to federal assistance awards. The *OMB Uniform Guidance* supersedes the Department's uniform administrative requirements set out at 15 CFR Parts 14 and 24. See *Uniform Guidance: Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance)*, 2 CFR Pt. 200 (2015); *adopted by U.S. Department of Commerce, 80 Fed. Reg. 44829 (August 27, 2015)*. In addition, the audit requirements of the *OMB Uniform Guidance* (reforming current *OMB Circulars A-133 and A-50*) will apply to audits of non-Federal entities beginning on or after December 26, 2014. Therefore, notwithstanding the above paragraph, applicants need to familiarize themselves with the *OMB Uniform Guidance*. Additional information on the substance of and transition to the *OMB Uniform Guidance* may be found at <https://cfo.gov/cofar/>.

C. Reporting

1. Project Monitoring and Advisement: The Project is funded at consecutive one-year performance periods. Continued funding of the awards is subject to the terms and conditions as outlined in this FFO. As such, MBDA will systematically monitor the performance of the Project, as provided under the management assessment performance measure (*see* Appendix C: Performance Measures and Points). This monitoring includes regular review of the Project's data input to the MBDA CRM Performance system.

MBDA will conduct the following performance assessments for each performance year:

Performance Assessment	Operating Period
Semi-annual	September 1 – March 31
Cumulative year-end	September 1 – August 31

These assessments are based on the Project's timely submission of its required performance narrative reports (*see* Appendix C: Performance Measures and Points).

MBDA will conduct an initial and periodic assessment of the Project to verify the Project's performance/claims, including but not limited to a review of client files, program income, and overall operations. MBDA may also conduct a review of reported assistance by surveying and/or interviewing the clients assisted by the Project.

MBDA will assess the Project's effectiveness in providing business development services to their respective minority business communities, and will provide a report of findings and recommendations for improvement as a result of evaluations and monitoring visits. MBDA will approve qualifications of key Project staff and respond to Project requests for MBDA action. MBDA may conduct a consultation with the Project if it is operating at an unsatisfactory performance level. This consultation is designed to assist the Project through collaborative support. The Project may be required to develop a performance improvement plan based on MBDA's findings, suggestions, and recommendations. In addition, if the Project is performing at an unsatisfactory level, it is subject to enforcement actions under the award, up to and including termination.

2. Financial Reports: (i) Financial reports are to be submitted to the Department of Commerce Grants Office on a quarterly basis. A final financial report is due within ninety (90) days after expiration of the award. (ii) Performance narrative reports are to be submitted to the Federal Program Officer within forty-five (45) days after the end of the second program quarter of each funding period. (iii) An annual or final performance report is due forty-five (45) days after the end of each funding period. (iv) Expense Summary reports are to be submitted to the FPO within forty-five (45) days after the end of each quarter of each funding period. (v) Additional reporting requirements are set forth in the FFO (*see* Appendix C: Performance Measures and Points). Failure to submit reports on time may result in MBDA award enforcement action and/or delay access to federal funds.

3. Federal Funding Accountability and Transparency Act of 2006 Reporting: The Federal Funding Accountability and Transparency Act of 2006 included a requirement for awardees of applicable federal grants to report information about first-tier sub-awards and executive compensation under Federal assistance awards issued in FY 2011 or later. All awardees

of applicable grants and cooperative agreements are required to report to the Federal Sub award Reporting System (FSRS) available at www.FSRS.gov on all sub-awards over \$25,000. Please see the OMB guidance published at 2 CFR Part 200, which can be accessed at http://www.ecfr.gov/cgi-bin/text-idx?tpl=/ecfrbrowse/Title02/2cfr200_main_02.tpl.

4. Restrictions Governing Making Grants to Corporations Convicted of Felony Criminal Violations and/or Unpaid Federal Tax Liabilities: In accordance with current Federal appropriations law, execution by an applicant of the Representation by Corporations Regarding an Unpaid Delinquent Tax Liability or a Felony Conviction Under Any Federal Law (*see* Appendix H: Representation by Corporations Regarding an Capitalized Unpaid Delinquent Tax Liability or a Felony Conviction Under Any Federal Law) will be required in a format requested by NOAA before any award will be made under this FFO.

SECTION VII: AGENCY CONTACTS

Prospective applicants may contact:

Ms. Joann J. Hill, Chief
MBDA Office of Business Development
U.S. Department of Commerce 1401 Constitution Ave., N.W. Room 5079
Washington, DC 20230
Tel: 202-482-1940

Nakita Chambers
MBDA Program Manager
U.S. Department of Commerce
1401 Constitution Ave., N.W., Room 5079
Washington, DC 20230
Tel: 202-482-0065

SECTION VIII: OTHER INFORMATION

A. Post Award Conference

MBDA shall conduct mandatory post-award conferences to ensure that the Project operator has a clear understanding of the Project and its components. During the post-award conference, MBDA will: (1) orient Project operator and Project staff; (2) explain Project reporting requirements and procedures; (3) identify available resources that can enhance the capabilities of the Project; and, (4) provide detailed information about MBDA's Business Internet Portal and other online systems.

B. Past Performance and Non-Compliance with Award Provisions

A consistent pattern of unsatisfactory performance under prior federal awards may result in an application not being considered for funding. Failure to comply with any or all of the provisions of an award may have a negative impact on future funding by the Department of Commerce (or any of its operating units) and may be considered grounds for any or all of the following actions: establishment of an account receivable, withholding payments under any Department of Commerce awards to the recipient, changing the method of payment from advance to reimbursement only, imposition of other special award conditions, suspension of any active Department of Commerce awards, and termination of any active Department of Commerce awards.

C. Limitation of Liability

In no event will MBDA or the Department of Commerce be responsible for proposal preparation costs if the MBDA Capital Project fails to receive funding or is cancelled because of Department of Commerce or MBDA priorities. All funding periods under the award are subject to the availability of funds to support the continuation of the Project. Publication of this FFO does not obligate MBDA or the Department of Commerce to award any specific project or to obligate any available funds.

D. Audit Costs

Audits shall be performed in accordance with audit requirements contained in the Uniform Administrative Requirements, Cost Principles and Audit Requirements found in 2 CFR Part 200, Subsection F. Recipients expending \$750,000 or more in federal funds during the recipient's fiscal period must conduct a single audit in accordance with guidelines outlined in 2 CFR §§ 200.500-.520. For-profit organizations not covered by the audit requirements in 2 CFR §§ 200.500-.520 are subject to the audit requirements set forth in the terms and conditions of the award. Recipients that expend less than \$750,000 during the recipient's fiscal year in Federal awards are exempt from Federal audit requirements for that year, except as noted in 2 CFR § 200.503, but records must be available for review or audit by appropriate officials of the Federal agency, pass-through entity, and Government Accountability Office (GAO). Applicants are also reminded that other audits may be conducted by the Department of Commerce Office of Inspector General and by other authorized federal agencies.

E. Freedom of Information Act Disclosure

The Freedom of Information Act (5 U.S.C. § 552) (FOIA) and the Department of Commerce's implementing regulations at 15 C.F.R. part 4 set forth the rules and procedures to make requested material, information and records publicly available. Information submitted in response to this announcement is subject to the FOIA.

F. Appendices to the FFO and Project Requirements Documents

The appendices and the CAP documents listed below are incorporated by reference into this announcement. It is incumbent on all applicants to access and familiarize themselves with the information contained therein.

- Appendix A: Funding Availability
- Appendix B: Performance Goals
- Appendix C: Performance Measures and Points
- Appendix D: Definitions of Key Terms
- Appendix E: Information Technology and Computer Requirements
- Appendix F: Training Requirements and Definitions
- Appendix G: Application Checklist
- Appendix H: Representation by Corporations Regarding an Unpaid Delinquent Tax Liability or a Felony Conviction Under Any Federal Law
- Appendix I: Office Space Requirements
- Appendix J: Work Requirements
- Appendix K: Trademark and Licensing Requirements

**ANNOUNCEMENT OF FEDERAL FUNDING OPPORTUNITY
APPENDICES**

Federal Agency Name: Minority Business Development Agency (MBDA/Agency)
Funding Opportunity Title: MBDA Capital Project
Announcement Type: Initial Announcement
FFO Number: MBDA-OB- 2016-2004600
Competition ID: 2555003
CFDA Number: 11.802, Minority Business Resource Development

A. Appendices to the FFO and Program Requirement Documents

APPENDICES

The appendices and relevant program documents for the MBDA Capital Project listed below are incorporated by reference into this announcement. It is incumbent on all applicants to access and familiarize themselves with the information contained therein.

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APPENDIX A
Funding Availability

Location	Federal Funding Per Year (Years 1-5)	Competition ID#
In any of United States 50 states or Puerto Rico	\$500,000	2555003

Applicant is required to submit a minimum 33% (of total) non-federal cost share or \$250,000 minimum per funding year.

APPENDIX B
Performance Goals

The following tables provide the minimum performance requirements for the Project. Applicants should propose performance goals, for each year and in each category, based on those listed below. Proposed goals that differ, either higher or lower, from those listed below require justification.

Instructions

In preparing application in response to this Announcement, please note the following:

1. The “**Total Value of Awarded Transactions**” is the “Dollar Value of Awarded Financial Transactions.” Applicants must propose specific performance goals for this within the following parameters:
 - (a) The “Dollar Value of Awarded Financial Transactions” must equal 100% of the “Total Value of Awarded Financial Transactions.
2. The “**Total Number of Awarded Transactions**” is the sum of the “Number of Awarded Financial Transactions.” Applicants must propose specific performance goals for this sub-category within the following parameters:
 - (a) The “Number of Awarded Transactions” is the sum of (i) “Number of Awarded Financial Transactions” which is not more than 85% of total, (ii) “Number of Export-Related Awarded Financial Transactions” which is not less than 10% of total, and (iii) “Number of Strategic Transactions Facilitated” which is not less than 5% of total. The combined total of these three sub-categories must equal 100% of the “Total Number of Clients Served.” Note, that the applicant may round to nearest whole number when determining goal.
3. The “**Total Number of Clients Served**” is the sum of the “New Clients” and “Existing Clients” Applicants must propose specific breakout of goals for each of these two sub-categories within the following parameters:
 - (a) The “Number of New Clients Served” must be no more than 80% and no less than 20% of the “Total Number of Clients Served;” and
 - (b) The “Number of Existing Clients Served” must be no less than 20% and no more than 80% of the “Total Number of Clients Served.” The combined total of these two sub-categories must equal 100% of the “Total Number of Clients Served.” Note, that the applicant may round to nearest whole number when determining goal.

MBDA recognizes that the MBDA Capital Project will need time to initiate operations upon receipt of an award. As such, applicants may reduce its proposed performance goals by 33% for year one only.

Performance Measures and Goals

The table below sets minimum performance measures and goals.

Note: Applicants are encouraged to propose beyond minimal values listed in the table below.

Performance Measures and Goals	Year 1	Year 2	Year 3	Year 4	Year 5
Number of Jobs Created	312	312	343	377	415
Number of Jobs Retained	166	166	183	201	221
Dollar Value of Awarded Financial Transactions	\$200,000,000	\$300,000,000	\$350,000,000	\$375,000,000	\$400,000,000
Total Number of Awarded Transactions	85	90	90	100	100
Number of Awarded Financial Transactions	To be proposed*				
Number of Export-Related Financial Transactions Facilitated	To be proposed**				
Number of Strategic Transactions Facilitated	To be proposed***				
Total Number of Clients Served	125	135	135	135	135
Number of New Clients Served	125	To be Proposed++	To be Proposed++	To be Proposed++	To be Proposed++
Number of Existing Clients Served	N/A+	To be Proposed+++	To be Proposed+++	To be Proposed+++	To be Proposed+++
Number of Customers Served	150	160	160	160	160
Number of Capital Training Sessions	4	4	4	4	4

* Applicant must propose goal that does not exceed 85% of Total Number of Awarded Transactions.

** Applicant must propose goal that is not less than 10% of Total Number of Awarded Transactions.

*** Applicant must propose goal that is not less than 5% of Total Number of Awarded Transactions.

Note, recommended size of strategic transactions should be based on \$5 million EBITDA valuation.

+ The Project will only serve new clients in year 1.

++ Applicant must propose goal that is not more than 80% and not less than 20% of Total Number of Clients Served

+++ Applicant must propose goal that is no less than 20% and no more than 80% of Total Number of Clients Served

APPENDIX C
Performance Measures and Points

This section defines the evaluation criteria and weighted value that MBDA will use to measure the Capital Project performance based on the minimum Project goals set by MBDA and the proposed goals set by the applicant.

In accordance with 2 C.F.R. Part 200, , the award recipient (Project operator) will be responsible for the effective management of all functions and activities supported by the financial assistance award. Additionally, the Project operator is required to report to MBDA on the attainment of Project performance goals twice during each performance year. A Semi-Annual Progress Report is due forty-five (45) days after the end of the first six months (first semi-annual period) of each year. The Project operator shall also provide a comprehensive Year-End Progress Report on the accomplishments and overall operations of the Project. The Year-End Progress Report is due forty-five (45) days after the end of the funding year. All performance reporting is conducted electronically via MBDA's Internet portal. The evaluation criteria and weighted-value for measuring Project performance on an ongoing basis are as follows:

Performance Measure	Performance Points (at 100% Goal Achievement Level)	Performance Points (Maximum 150% Goal Achievement)
Number of Jobs Created	10	15.0
Number of Jobs Retained	5	7.5
Dollar Value of Awarded Financial Transactions	30	45.0
Number of Awarded Financial Transactions	15	22.5
Number of Awarded Export-Related Financial Transactions Facilitated	5	7.5
Number of Strategic Transaction Facilitated	5	7.5
Total Number of Clients Served	10	15.0
Number of Customers Served	5	7.5
Number of Capital Training Sessions	5	7.5
Service Optimization Assessment	10	15.0
Total	100	150.0

Bonus Point Items		Bonus Points (Maximum)
Eligible Bonus Items: - MBDA Special Initiatives - Collaboration with MBDA staff & MBDA Network - Capital Business-to-Business	10	10 total available 1 point per approved bonus item, 10 points total maximum
Total with Bonus Points	110	160

The performance goals required for the above performance measures are set forth in the FFO (see Appendix B: Performance Goals). The performance goals are listed on an annual basis by MBDA and should be broken out into quarterly goals by the applicant in its proposal.

MBDA encourages and rewards high achievement levels. Up to 150% of the maximum allowable points for most performance measures will be awarded, based on the extent to which the Project exceeds the minimum performance goal for the identified category. For example, if the minimum performance goal for “Awarded Dollar of Financial Transactions” is \$100 million and the Project achieves \$150 million in this category, the Project operator achieve 150% of goal and would therefore receive 45.0 points for this performance measure. If the Project were to achieve \$200 million in this category, the operator would have achieved 200% of goal but would be limited by the 150% threshold and receive 45.0 points.

Under “Bonus Points,” a Project operator may earn up to 10 additional points in each performance year for: (a) participating in special initiatives undertaken by MBDA; (b) collaborating with MDA staff for the benefit of MBE clients; and, (c) organizing and completing access to capital business-to-business events.

The Project can receive credit for engaging and collaborating with MBDA staff and the MBDA Network on successful outcomes. MBDA Partnerships, both formal and informal, can be leveraged by the Project at the request of MBDA. Such engagement could include but is not limited to: (1) collaborative matchmaking events for MBEs and capital opportunities; (2) co-hosted capacity building workshops or webinars; (3) local and state level access to capital policy and issue forums; and/or (4) joint initiatives and projects aligned with MBDA’s strategic priorities.

The Project is required to utilize, in a good faith effort, all of its resources to achieve the stated goals. **Should the Project exceed its performance requirements prior to the end of a funding period, the Project is expected to maintain operations at full strength and continue to provide services and reach greater performance outcomes.**

The Project is not required to have and/or use established funds under its control for the purpose of awarding financial transactions to clients. The Project shall evaluate and advise its clients of the identified options for financing, which may include alternative sources of financing and disclose to the client risks and costs associated with each source of financing. The Project shall not engage in promoting any one financial source exclusively or directing clients to financial

sources preferred by the Project.

MBDA views the Project operator as a cooperative partner and collaborator with MBDA in serving the minority community. The staff of the Project is seen as working in partnership with MBDA, communicating the mission and values of the MBDA to the minority business community. Thus, high achievement in any one performance measure does not waive performance of goals proposed in the application and as stated in this Appendix. Failure to satisfy minimal goals in other performance elements may result in termination of the award, notwithstanding high achievement in any particular performance element.

In order for a reported outcome to be considered and counted towards the Project's goal, the outcome must have a connection to the Project services. A "connection" is defined as specific actions provided by the Project to the client for a specific objective (*e.g.*, loan packaging services resulting in an approved loan, investor "pitch" support that results in an equity investment, financial analysis and sourcing that results in mezzanine financing, managerial consulting focused on increasing capacity resulting in jobs retained). The Project may also receive performance points for a defined outcome towards a goal achieved through the assistance of a strategic partner or in collaboration with the MBDA Network. Strategic partner or collaborative- related outcomes must have a connection to the Center services.

APPENDIX D
Definitions of Key Terms

1. **Number of Jobs Created** – The number of new full time and/or part time employment opportunities reported on the client’s payroll during the funding year. Persons on paid sick leave, paid holiday and paid vacations are included as employees, as are salaried officers and executives of corporations. However, proprietors and partners of unincorporated businesses are not considered employees under this definition.
2. **Number of Jobs Retained** – The number of existing full time and/or part time employee positions retained and reported on the client’s payroll during the funding year. Job retention pertains to maintaining the status quo of persons employed by the client in lieu of subjective and objective decisions made by the client to reduce its work force due to economic conditions, lack of capital, failure to secure necessary contracts and/or sales. Persons on paid sick leave, paid holiday and paid vacations are included as employees, as are salaried officers and executives of corporations. However, proprietors and partners of unincorporated businesses are not considered employees under this definition.
3. **Dollar Value of Awarded Financial Transactions** – The total principal value of approved loans, equity financings, bonds, leases (property and equipment), assets under management or other binding financial agreements secured by clients of the Project, with the assistance of the Project staff. For purposes of this performance element, eligible financial transactions are those that have a specific dollar value, and which expand the client’s capital base/operations, or produce some other direct commercial benefit to the clients.
4. **Number of Financial Transactions** – The number of successful financial transactions secured by clients.
5. **Number of New Clients Served** – The actual number of new clients served in a funding period. Clients are defined as those MBEs that have not previously registered with the Project within the period of performance (years 1-5). The clients must complete a written engagement with the Project for specific services. Clients may be counted only once during the performance year. Clients from a prior performance year may not be counted under this definition. Note: all clients are considered new clients in the first performance year.
6. **Number of Existing Clients Served** – The actual number of existing clients served in a funding period. Clients are defined as those MBEs that have registered previously with the Project from a prior performance year, completed a written engagement for specific services in the current performance year period, and are within the current performance period (year 1-5). Clients may be counted only once during the performance year. Clients from a prior performance year may be counted in a subsequent performance year if continued service provision to said clients is documented.
7. **Number of Export Related Transactions Facilitated** – The number of export financing transactions secured by clients as a result of direct Project activity related to international trade assistance.

8. Number of Strategic Transactions Facilitated – The number of awarded transactions secured by clients that included successful Project facilitation of joint ventures, leverage buy-out financing, and/or the number of mergers and acquisitions facilitated on behalf of clients by the Project. MBDA is seeking to build MBE capacity/capability through (1) the establishment of teaming arrangements and/or (2) mergers and acquisitions. Strategic Transactions should yield greater capacity/capability for MBEs resulting in increased ability to secure awarded financial transactions (traditional and alternative sources).
9. Service Optimization – MBDA’s evaluation of the overall management of the Project, based on the Agency’s internal review of the Project’s operations and adherence to the Manual. The management assessment focuses on such areas as: the development of written service engagements and work plans; proper staffing; adherence to scheduled work hours; recordkeeping; successful completion of Agency training; customer relationship management, maintenance of strategic partnerships; bonding compliance; mandatory match; market promotion and other areas which MBDA may deem to be relevant in determining the overall quality of the Project’s operations. A Project operator may also lose up to two points from the assessment if the Project staff fails to participate in the required training credit hours.
10. Collaboration in Shared Outcomes – MBDA expects collaboration of activity throughout the MBDA nationwide network of funded programs and projects. Shared outcomes occurs when two or more Centers/projects collaborate to: facilitate and/or assist a client with an awarded transaction to include jobs created/retained, B2B event sponsorships, special initiatives/requests from MBDA/Department of Commerce. An approved MBDA form will be used to determine the shared percentage of an outcome resulting in an awarded transaction. The Center(s)/projects engaged in Collaboration in Shared Outcomes will negotiate to determine the percentage of shared outcomes prior to recording in the MBDA CRM Performance System. **Special Mention:** It should be noted that collaboration amongst the Business Center network and Capital Project is expected and includes the following MBDA nationwide network of funded programs and projects: Capital Project, Federal Procurement Center, American Indian and Alaska Native Centers, Advanced Manufacturing Project, Export Project or any other program(s), project(s) or initiative(s) offered by MBDA. Collaboration can involve but is not limited to assistance with deal facilitation of capital and market opportunities, teaming arrangements, joint ventures or strategic partners.
11. Performance Bonus - The Project may earn up to a maximum of 10 Bonus Points in any funding period as follows:
- a. Participation in and Successful Execution of MBDA Special Initiatives – On occasion, MBDA may issue a request for Project participation on special Agency and/or Department of Commerce initiatives. The Project may be asked and/or instructed to support MBDA in these special efforts. MBDA shall reward the Project by allocating up to one (1) bonus point per event, for a maximum of (5) five points. MBDA Special Initiatives shall be formally announced to the Project, in further detail, and all Cooperative partners may have an opportunity to participate.
 - b. Collaboration with MBDA – The MBDA Capital Project is a component of MBDA’s overall portfolio of minority business assistance services. To further encourage Project collaboration with the Agency in generating outcomes for clients, MBDA will award up to

- one (1) bonus point per client successfully assisted in partnership with MBDA staff, for a maximum of five (5) points. The Project also agrees to accept client referrals from MBDA Headquarters. Bonus points will also be considered for the Project when it demonstrates collaboration with the MBDA Network (e.g, MBDA Business Centers, Federal Procurement Center, American Indian and Alaska Native Centers, Advanced Manufacturing Project, Export Project or any other program(s), project(s) or initiative(s) offered by MBDA).
- c. Capital Business-to-Business (B2B) Events Completed – B2B events are a cost-effective and convenient mechanism for matching vetted MBEs with interested financial institutions, traditional and alternative. This activity involves identifying the business needs of all parties and ensuring that all matchmaking appointments are qualified and mutually beneficial. MBDA will award up to one (1) bonus point per B2B event successfully executed, for a maximum of five (5) points.
12. Facilitation - This represents one of the services provided by the Project to its clients. It involves the act of identifying and coordinating meetings between clients and lending/financial institutions, mergers and acquisitions stakeholders, other opportunity providers that will yield awarded transaction outcomes. The facilitations is anticipated to have a significant impact on the size, scale, capacity and capability of a client. This activity includes sourcing, negotiating and assisting in completing high value, sustainable deals for MBEs.
13. Harvesting – Harvesting is prohibited under the MBDA Business Center Program and Project. “Harvesting” is defined as any action by which a Center/Project takes credit for a contract or financial transaction without having performed some work that linked the Center/Project to the client and that helped the client obtain the contract or complete the financial transaction. A Center/Project found to employ the practice of harvesting are subject to having its award with MBDA terminated for cause.
14. Pipeline - A “Pipeline” is defined as a tool designed to capture forecasted and discovered opportunities through stages until financial transaction has been awarded. The Pipeline tracks the Project’s progress and provides transparency to the Project’s client projected outcome activities. The Pipeline should be “robust” and updated monthly to reflect the status of deal flow. Pertinent fields/data that will be collected include: client name, source, anticipated close date, probability, and the deal amount. Failure to update the pipeline could potentially result in the loss of points from the Service Optimization Assessment score.
15. Co-mingling: The act of blending MBDA grant award funds with other related and/or non-related program funds and accounts. For example, if a grant recipient operates more than one grant program or other economic and/or business development related program, it is expected that there will be separate accounting systems for each grant program. Please be advised that this is prohibited under the MBDA Cooperative Agreement and if commingling is cited the grant recipient may be required to: (i) reimburse the federal government, and/or (ii) terminate the award, and/or (iii) other legal penalties for such an offense.
16. Rapid Growth Potential - Rapid growth-potential is determined on an individual, case-by-case basis by the Project staff (“Consultant”). The Consultant upon conducting a client assessment and comprehensive review of a prospective MBE client, business concept, business plan

and/or feasibility analysis may determine if the MBE has a high propensity for sales/revenue growth that would result in making an economic impact in its local community and/or creating U.S. jobs. A determination of Rapid Growth Potential may vary based on emerging domestic and international high growth industry trends, current market conditions, and viability of product lines and services offered by the MBE

17. Client Success Stories – A qualitative measure of the Project performance, client success stories provide a detailed narrative of the services rendered, the impact on MBE operations and/or revenue, and the actual outcome (e.g., contract or capital award). MBDA’s Office of Public Affairs collects information on client success via a standard form that the Project completes in consultation with their client. A final submission also includes a signed legal waiver for permission to publish.
18. Capture Management (CM) – CM is the process of identifying opportunities, matching the opportunity to a MBE client, and tracking the probability of a favorable outcome that results in a transaction awarded to the MBE client. Through the CM process, the Project will track the progress and transition of an opportunity from discovery to award/close. The Pipeline is a tool used in support of CM.
19. Client Feedback Loop – This process will allow MBDA to gather customer, client and stakeholder insight about the quality and value of MBDA funded programs, projects and services delivered. The feedback will help MBDA continue to deliver the highest standard of service to MBEs and other key stakeholders. The feedback may initiate from the point of customer/stakeholder contact to the completion of a desired outcome.
20. Performance Improvement Plan (PIP) – A Performance Improvement Plan (PIP) is an enforcement action. The PIP defines the current areas of concern regarding the Project operator’s work performance. The PIP reiterates MBDA’s expectations and allows the Project operator the opportunity to demonstrate improvement and compliance with the award terms and conditions. The PIP also outlines actions to be taken in steps when the Project operator has received an “Unsatisfactory” performance rating during two consecutive performance periods.
21. Metropolitan Statistical Area (MSA) - The general concept of a metropolitan area is that of a large population nucleus, together with adjacent communities having a high degree of social and economic integration with that core. The Office of Management and Budget (OMB) defines metropolitan areas for purposes of collecting, tabulating, and publishing federal data. Metropolitan area definitions result from applying published standards to Census Bureau data.
22. Advocacy - Promote the mobilization of activities and resources of State and local governments, businesses and trade associations, universities, foundations, professional organizations, and volunteer and other groups towards the growth of minority business enterprises, and facilitate the coordination of the efforts of these groups with those of Federal departments and agencies.
 - (a) Convene business leaders, educators, and other representatives of the private sector who are engaged in assisting the development of minority business enterprise or who could contribute to its development, for the purpose of proposing, evaluating and

coordinating governmental and private activities in furtherance of MBEs and MBE community.

- (b) Confer with and advise officials of State and local governments.
- (c) Provide managerial and/or organizational framework through which joint or collaborative undertakings with Federal departments or agencies or private organizations can be planned and implemented for the benefit of MBEs.

23. Customers – Minority and/or non-minority entrepreneurs and/or persons interested in entrepreneurship who do not have a written client service engagement agreement with the Project.

24. Minorities – Persons who are of the following ethnic and/or race: African American, Hispanic American, American Asian and Pacific Islander, Native American (including Alaska Natives, Alaska Native Corporations and Tribal entities), Asian Indian American, and Hasidic Jewish Americans

Additional definitions and operating procedures are set forth in the MBDA Service Optimization and Operations Manual (Manual), which will be incorporated by reference in each MBDA Project award and are applicable to each Project operator.

Please note that performance related definitions may be subject to change based on Department of Commerce imperatives, quality assessment reviews, and/or federal audit findings.

APPENDIX E
Information Technology and Computer Requirements

MBDA requires that the Project operator meet certain requirements related to the acquisition, installation, configuration, maintenance and security of information technology (IT) assets *within thirty (30) calendar days after receipt of the award*, in order to ensure seamless and productive interface between and among all grant recipients, minority-owned businesses, the MBDA Federal IT system and the public. These required assets and their configuration are hereinafter referred to as the “enterprise.” The basic components of the enterprise are the mobile workstation, the server (where applicable), local area network (LAN) (where applicable), and a source for web enablement.

At a minimum, the Project operator shall provide one (1) business- grade mobile workstation (“workstation”) (e.g., business grade laptop), for the exclusive use of each Project employee delivering minority business assistance to the public under an award from MBDA. All mobile workstations shall be web enabled and can take form in one or more service platforms including: (i) connected to a client/server network using an Ethernet protocol enabling communication with all workstations on the operator’s network; or (ii) using wireless protocol devices allowing direct access to the internet. The server shall have a constant, high-speed broadband Internet connection. The Project operator may also ensure that each Project employee performing business development activities (e.g., business development consultants/specialist) have access to business grade tablets capable of logging into MBDA’s CRM system and other tools support by MBDA.

The Project operator shall ensure that each of the Project employees (including management, administrative personnel, contractors, full-time, part-time, and non-paid (volunteer) staff) have a unique electronic mail (email) address that is available to the public. The designated email address(s) shall utilize a Microsoft 2010 platform (or better) and be able to interface with Salesforce or any other technology platforms implemented by MBDA. The Project operator shall design, develop and maintain, in accordance with the computer requirements, a presence on the Internet’s World Wide Web that conforms to MBDA’s current branding policy. The Project operator shall also maintain appropriate computer and network security precautions during all periods of funding by MBDA. All IT requirements, as described herein, shall be met by the Project operator within thirty (30) calendar days after the award.

A Project operator’s failure to adhere to the Project computer requirements as set forth herein may result in enforcement action under the award, including but not limited to the withholding of award payments until full compliance is reached.

- A. **Cloud Based Solution:** A cloud based solution is any resource that is provided over the Internet. The most common cloud solution resources are Software-as-a-Service (SaaS), Platform-as-a-Service (PaaS) and Infrastructure-as-a-Service (IaaS).
- B. **Network Design:** All locations where services are delivered to the eligible public as defined by Executive Order 11625, the Project operator can operate a Client Server Network that provides shared disk drives and the setup of print queues for a network printer(s) (if individual printers are not provided) for each staff person delivering services to the eligible public. MBDA shall, from time to time, specify certain configurations of the enterprise hardware and software to meet interface requirements.

MBDA requires servers using an operating system that is fully compatible with Microsoft Windows 2010. Any server providing principal service to the desktops shall contain one (1) or more terabytes (TB) of hard drive space using two or more disks configured appropriately to ensure data retention should one disk fail. At least one (1) Quad-Core Intel central processing unit (CPU) or any other server providing principal service to the workstations shall be used. Web servers, mail servers and/or servers maintained by a third party such as an Internet Service Provider (ISP) shall meet the minimum server specifications as stated herein.

- C. Mobile Workstations:** All workstation systems shall not be more than four (4) calendar years old at time of award and shall contain an Intel Cores Quad Processor class central processing unit (CPU), operating at speeds not less than 2.4 Gigahertz (GHz). Each workstation system shall contain a hard drive with a storage capacity of at least five hundred (500) GB and 1 Gigabyte (GB) of RAM and a CD or DVD reader/writer. All workstation systems shall have installed an operating system fully compatible with Microsoft Windows 10 64 bit Professional or higher Operating System, MS Office 2010 Professional or higher, Microsoft Internet Explorer 9.x, Anti-Virus software, software or hardware-based Firewall and Adobe Reader 9.1 or higher. Additionally, it is suggested that a full-page scanner, along with software fully compatible with Adobe Acrobat (Standard or Professional, 10.2 or higher) be installed on a minimum of one workstation for the production of electronic document submissions.

The Project operator shall refresh (i.e. replace) all related computing devices (mobile workstations, tablets, etc.) designated to support the Project every four years or sooner if it is determined that the technology is no longer compatible with updated security standards or computing requirements. The Project operator shall provide evidence of their system refresh to their assigned Program Analyst and the MBDA Program Management Supervisor.

- D. Maintenance and Security:** An enterprise map (“as-built”) reflecting adherence to the computer and networking requirements set forth herein shall be maintained by the Project operator for review by MBDA at any time. The Project operator shall designate and train one administrative person competent in the operation of an Operations System fully compatible with Windows 2010 network (or higher) and local area network (LAN) technology as described herein. From time to time, MBDA may require that certain software be loaded on servers and desktops. In any given year, the cost of this additional software may be \$600.00 or higher per mobile workstation and \$1000.00 or higher per server.

Every employee of the Project shall be assigned a unique username and password to access the computing device and enterprise. Every Project employee shall be required to sign a written computer security agreement (a suggested format for the computer security agreement will be provided at the time of award and/or on the MBDA Portal (website)). The Project director, employee, and contractor and any other person given access to the enterprise shall sign the security agreement and an original copy of the signed agreement shall be kept in the MBDA Project files. A photocopy of the signed agreement shall be submitted to MBDA, no later than thirty (30) calendar days after receipt of the award. The original agreement shall be maintained on file by the Project operator. All subsequent new hires and associations requiring access to the Project or MBDA systems shall read, understand, and sign the security agreement prior to issuance of a password no more than fourteen (14) calendar days after the start of their employment. No Project employee shall have access to any MBDA system(s) without a signed security agreement on file at MBDA.

E. Web Site: The Project operator shall create and maintain a public web site using a unique domain/address (e.g., www.center-name.com), that will conform to MBDA web standards (A comprehensive listing of MBDA web standards can be found on the MBDA Portal). MBDA Web standards may include, *but are not limited to the following:*

- 1) The first page (Index page) of the web site shall *clearly* identify the Project as a MBDA funded operation by the “U.S. Department of Commerce’s Minority Business Development Agency.” The index page of the web site shall load on software fully compatible with Microsoft Internet Explorer 9.x browser software using a normal home computer with 56 Kb/s analog phone- line connection in less than five (5) seconds.
- 2) The web site shall contain a “Contact” page with the names of all Project employees, the mailing address of the Project, business phone and fax numbers and email addresses of the Project and Project employees, a statement referencing the services available at the Project, the hours under which the Project operates and a link to the MBDA homepage at www.mbda.gov.
- 3) For purposes of electronically directing clients to the appropriate Project staff, the Project web site shall also contain a short biographical statement for each Project employee including management, contractors, part-time, full time, and non-paid (volunteer) personnel, providing services directly to the eligible public under an award from MBDA. This biographical statement shall contain: the full name of the Project employee, and a brief description of the expertise of the Project employee to include academic degrees, certifications and any other pertinent information with respect to that employee’s qualifications to deliver minority business assistance services to eligible members of the public.
- 4) No third party advertising of commercial goods and services shall be permitted on the site. All links to websites other than federal, state or local government agencies and non-profit educational institutions must be requested, in advance and in writing, through the MBDA Office of Public Affairs and the website must provide an external link policy or notice stating that they will be redirected to an external website. Specifically, a notice similar to the following must be provided:

The appearance of hyperlinks to other sites does not constitute endorsement by the [Project operator’s company name] or by the Minority Business Development Agency of these web sites or the information, products or services contained therein. Regarding such external web sites, we do not exercise any editorial control over the information you may find at these locations. These links are provided consistent with [Project operator’s company name] stated purpose as shown on our web site. We recommend that you review the website’s information collection policy or terms and conditions to fully understand what information is collected and/or provided.

- 5) Furthermore, the approval for the placement of such links shall not be unreasonably withheld but is subject to withdrawal if MBDA determines the linked site is unsuitable. No employee of the Project operator, nor any other person, shall use the Project web site for any purpose other than that approved under the terms of the agreement between the Project operator and MBDA.

- 6) Every page of the web site shall comply with Federal standards of the American With Disabilities Act, Section 508, and be reviewed by the Project operator for accuracy, currency, and appropriateness every three (3) months. In addition, MBDA's Section 508 Officer may occasionally review the project web site to ensure that it is Section 508 Compliant. For additional information and guidelines, please visit www.section508.gov. Appropriate privacy notices and handicapped accessibility will be predominately featured. In general, MBDA may audit the Project web site and recommend changes in accordance with the guidelines set forth herein.
- 7) The Project operator will also be responsible for informing their assigned MBDA Program Analyst and the MBDA Program Management Supervisor of any changes in operations such as location, contact information or otherwise.

F. Time for Compliance Regarding IT Requirements: *Within thirty (30) calendar days after receipt of the award*, the Project operator shall report via email to the MBDA Federal Program Officer to the MBDA Program Management Supervisor that he/she has complied with all technical requirements as specified herein (a checklist will be provided at the Post Award Conference). Within thirty (30) calendar days after receipt of the award, the operator shall report the name, contact telephone number and email address of the Project director, Network or System Administrator.

G. Performance System: All required performance reporting to MBDA shall be conducted via the Internet using the Performance system to be found at a secure web site (www.mbda.gov).

H. Data Integrity: The Project operator shall take the necessary steps to ensure that all data entered into MBDA systems, and systems operated by the Project operator in support of the award, or by any employee of the Project operator is verified, accurate and timely.

I. Personally Identifiable Information (PII) and Business Identifiable Information (BII): The Project shall configure systems to protect the PII/BII contained in the system from unauthorized access. The Project should employ best-practice techniques to protect confidentiality of sensitive PII and BII information. The Project, when it designs, develops, or operates a system of records on individuals or entities, or otherwise collects or has access to personally identifiable information (PII) or Business Identifiable Information (BII) in the performance of this grant shall, prior to taking such action, comply with the following requirements:

1. The Project shall have established policies and procedures in place to safeguard MBDA client PII/BII. The policies and procedures shall describe the Project's processes for identifying, assessing and mitigating privacy risks associated with PII. The policies and procedures shall also describe training that will be provided to Project staff and consultants on their roles and responsibilities for safeguarding MBDA client PII/BII and incident management of suspected or confirmed loss of MBDA client PII/BII in accordance with OMB's Recommendations for Identity Theft Related Data Breach Notification, September 20, 2006, and OMB Memorandum M-07-16, Safeguarding Against and Responding to the Breach of Personally Identifiable Information, May 22, 2007.
2. The Project shall also ensure that all processes, procedures and equipment associated with PII/BII comply with all laws, regulations, and MBDA security mandates as defined by

National Institute of Standards and Technology (NIST) Special Publication (SP) 800-61 Revision 1 and are aligned with the incident categories and timelines referenced in Table J-1 of NIST SP 800-61, as well as U.S. government policies developed to safeguard the confidentiality, integrity and availability of MBDA data that may contain PII/BII. In support of these requirements, the Project shall have:

- a. Policies, procedures, and mechanisms designed to restrict access to MBDA data exclusively to authorized personnel;
 - b. Policies, procedures, and mechanisms that prevent transmission or disclosure of MBDA data to an unauthorized party;
 - c. Policies, procedures, and mechanisms that ensure MBDA data on portable devices are encrypted using methods compliant with Federal Information Processing Standard 140-2;
 - d. Policies, procedures, and mechanisms that ensure any sensitive MBDA data transmitted across public networks (i.e., the Internet) by Project staff and Project consultants are protected using encryption compliant with Federal Information Processing Standard 140-2;
 - e. Annual assessments to the MBDA demonstrating that the policies, procedures, and mechanisms required by continuing to be functional, that the Project is compliant with these requirements, and that these requirements are effective.
 - f. Copies of its privacy policies to MBDA Headquarters at the time of award. The Project shall also provide a copy of the policies and procedures (or otherwise make such policies and procedures available) to all of its staff and consultants.
 - g. Ensure that those individuals adhere to the Project's policies and procedures relating to PII/BII and to MBDA-prescribed policies and procedures for the safe handling of MBDA PII/BII, including privacy and MBDA security training requirements and privacy incident management.
 - h. Immediate alerts to MBDA of any event, including the suspected or confirmed loss of MBDA PII/BII, that could potentially affect the privacy rights of individuals or which violates any federal law, regulation, mandate or requirement as defined in NIST 800-122 by contacting the MBDA designated point of contact. The Project shall act in accordance with its policies and procedures in the event of any suspected loss of MBDA PII/BII and shall support the MBDA's investigation and resolution of reported incidents as requested by the MBDA. For purposes of this Clause, a "suspected loss of PII/BII" shall be interpreted liberally to mean any situation in which the loss of PII/BII or unapproved access to PII/BII is deemed a reasonable possibility.
- J. Time for Compliance Regarding IT Requirements:** *Within sixty (60) days after receipt of the award*, the Project operator shall report via email to the MBDA Federal Program Officer and the MBDA Program Manager that he/she has complied with all technical requirements as specified herein (a checklist will be provided at the Post Award Conference). **Within thirty (30) days after receipt of the award, the Project operator shall report the name, contact telephone number and email address of the Project director, Network or System Administrator.**
- K. Performance System:** All required performance reporting to MBDA shall be conducted via the Internet using the Performance system to be found at a secure web site (www.mbda.gov).

- L. **Data Integrity:** The Project operator shall take the necessary steps to ensure that all data entered into MBDA systems, and systems managed by the Project operator in support of the award, or by any employee of the Project operator is verified, accurate and timely.

APPENDIX F
Training Requirements and Definitions

A. Training Requirements

MBDA has designed a comprehensive training program for the MBDA Business Center Program and the Project. The identified Project staff shall be required to participate in the following training sessions (subject to the availability of the training as determined by MBDA):

Training Event	Delivery Mode	Operator	Director	Consultant(s)
Post-Award Conference	In Person	Mandatory	Mandatory	N/A
Program Review and Orientation	Teleconference	Mandatory	Mandatory	Mandatory
Grants Online System	Webinar	Mandatory	Mandatory	N/A
Customer Relationship Management Performance System	Webinar	Mandatory	Mandatory	Mandatory
MBDA Working Group Collaboration	Teleconference or In-Person Attendance	Optional	Mandatory	Optional
Monthly Business Center / Project Teleconference	Teleconference	Mandatory	Mandatory	N/A
MBDA National Training Conference	In-Person Attendance	Mandatory	Mandatory	Mandatory
MBDA National MED-Week	In-Person Attendance	Mandatory	Mandatory	Optional
Professional Development Training	Teleconference or Webinar	Optional	Mandatory	Mandatory
E-Tools	In-Person Attendance or Webinar	Optional	Mandatory	Mandatory
NOAA Grants Recipient Workshop 1 st year and 3 rd year	In-Person or Webinar	Mandatory	Mandatory	N/A
Ethics Training for Recipients	In-Person or Webinar	Mandatory	Mandatory	Mandatory
Informational Security Training PII/BII	In-Person or Webinar	Mandatory	Mandatory	Mandatory

If the Project staff fails to participate in the required training indicated above the Project shall lose a maximum of two (2) points from the “Service Optimization” performance assessment score during each evaluation period. The Project personnel cannot substitute professional and educational experience for attending the trainings.

B. Training Definitions

1. **Post-Award Conference:** This session, held once in the first year, is designed to review the grant award and key issues pertaining to the successful management of the award. Failure to attend shall designate the Project operator as non-compliant with the award and may result in award termination. A change in Project director will require the Project director to attend a post-award conference as soon as practicable following the commencement of his/her duties. The anticipated location of training is Washington, D.C.
2. **Program Review and Orientation:** This session, held once in the first year, will focus on understanding key aspects of the Project operations and procedures. This training will not require travel and may be conducted over a series of days by teleconference or by MBDA staff attending the center in person.
3. **Grants Online System Orientation:** This session, held once in the first year, is designed to review basic access, navigation and understanding of the Grants Online (GOL) system. The GOL system is utilized by MBDA and the Grants Office to manage all financial assistance awards administered by the Agency. This training will be conducted via webinar and will not require travel.
4. **MBDA CRM Performance System Orientation:** This training is designed to review basic access, navigation and understanding of the MBDA CRM Performance system. This system is a tool developed to enhance the client intake and relationship management processes across MBDA. The system is also used to capture and track Project performance. This training will be conducted via webinar and will not require travel.
5. **MBDA Working Groups Collaboration:** This session, held once in the first program year, is designed to foster the flow of communication and leveraging of resources and talent within the MBDA network. The cultivation of this collaborative environment is anticipated to expand the Agency’s ability to deliver seamless and relevant services to benefit MBDA national network of business centers, projects and MBE firms across the nation. This training will be conducted via webinar and will not require travel.
6. **Monthly Business Center/Project Teleconferences:** MBDA will conduct monthly teleconferences with all Centers/Projects to provide updates on upcoming events, trainings, system enhancements, policy developments, and to offer a forum for Center questions and feedback. Travel will not be required.
7. **MBDA National Training Conference (NTC):** This training is designed to review key

MBDA initiatives among all the Centers/Projects and MBDA staff. Specialized programmatic training as well as formal meetings and/or trainings with the MBDA Office of Business Development are also offered at this event. The NTC is held once a year, depending on the availability of funds. The location of this event varies. However, the Project should anticipate travel related costs to this activity. This session is normally a 3-day event, not including travel days.

8. MBDA National MED Week: This is an annual program typically conducted in Washington, D.C. and is a culmination of all MED Week celebrations. The event features workshops, seminars, and business matchmaking activities that inform attendees of new opportunities and information related to contracts, capital and markets. MED Week also hosts a celebratory awards program in recognition of MBE clients that have made significant economic impact and minority business advocates that have supported supplier diversity. The Project will nominate MBE clients in the pre-planning stages of the conference and support the promotion of the conference through outreach efforts to its respective clients. The Project will be required to attend the full conference unless otherwise noted by MBDA. This event is held once a year, depending on the availability of funds for approximately 1-4 days. The Project attendees should anticipate travel related costs.
9. Professional Development Training: This platform is designed to provide an opportunity for educational and professional development to advance the Project's service offerings. Training could include strategic planning consulting, financing, and procurement opportunities. MBDA anticipates these training opportunities will be conducted in multiple sessions throughout the funding period. Training will be conducted by the MBDA Office of Business Development and external partners at various locations across the United States and can be in-person or webinar accessible. MBDA will leverage strategic partners including Federal partners, academic institutions and public/private sector to tailor training to meet the needs of the Project.
10. E-Tools: This refers to any online application in which all or some parts of the application is downloaded from the web each time it is run. It may refer to browser-based apps that run within the user's web browser, or to "rich client" desktop apps that do not use a browser or to mobile apps that access the web for additional information. Training will be conducted at the NTC or via webinar.
11. NOAA Grants Recipient Workshop: The Grants Workshop is an intensive and detailed training, that will provide guidance on how to ensure that grant application packages are clear, concise and contain all of the pertinent information and documentation required to receive approval. Federal forms, budget justifications and narratives and project descriptions are all topics for discussion, as well as grants compliance related matters. The applicant should anticipate travel related costs.
12. Ethics Training for Recipients: The Ethics Law and Programs Division staff provides guidance on issues including financial and non-financial conflicts of interest, outside activities including political activities, gifts, and post-employment restrictions. Training will be conducted at the NTC or via webinar.
13. IT Security Training PII/BII: The Project shall have established policies and procedures

in place to safeguard MBDA client PII/BII. The policies and procedures shall describe the Project's processes for identifying, assessing and mitigating privacy risks associated with PII. The policies and procedures shall also describe training that will be provided to Project staff and consultants on their roles and responsibilities for safeguarding MBDA client PII/BII and incident management of suspected or confirmed loss of MBDA client PII/BII in accordance with OMB's Recommendations for Identity Theft Related Data Breach Notification, September 20, 2006, and OMB Memorandum M-07-16, Safeguarding Against and Responding to the Breach of Personally Identifiable Information, May 22, 2007. Training will be conducted at the NTC or via webinar.

APPENDIX G
Application Checklist

- Cover Page
- Table of Contents
- Applicant Narrative

- Capability
 - Organizational background and knowledge of community
 - Mission alignment
 - Access to capital
 - Capacity building
 - Key staff
 - MBE advocacy

- Resources
 - Partners
 - Other Resources
 - Location/Equipment

- Techniques and Methodologies*
 - Performance measures
 - Start-up phase
 - Work requirement execution plan

- Required Attachments
 - Applicant organizational chart
 - Proposed Project organizational chart
 - Project director resume, professional references (three) and letter of commitment (if applicable)
 - Resumes of other key Project staff (if applicable)
 - Position descriptions, qualification requirements and salary ranges
 - Copy of State-issued Certificate of Good Standing, registered Articles of Incorporation, by-laws, IRS 501 (c)(3) tax-exempt letter, authorizing legislation or other evidence of applicant legal entity
 - Scanned Letter(s) of Commitment from strategic partners and other resources
 - Quarterly breakdown of performance goals (one chart for each year)
 - Project staff allocation chart (one for each year, see example)
 - Listing of Project operating hours and all anticipated holiday closures (one for each year)

- Budget Narrative
 - Proposed Detailed Budget (one for each funding period, total of 5)
 - Proposed Budget Narrative (one for each funding period, total of 5)
 - Scanned Letters of Commitment from Third Party In-Kind Contributors (if applicable)

___ Standard Forms

___ SF – 424 (one set to cover all funding periods)

___ SF – 424 A (one for each funding period, total of 5 sets)

___ SF – 424 B

___ SF – LLL

___ Commerce Department Forms

___ CD 511

*Multi-year awards require the applicant to acknowledge what services will be provided for each program year. The Project applicant may provide a summary statement indicating the proposed techniques and methodologies will remain consistent for the entire funding period.

APPENDIX H**Representation by Corporations Regarding an Unpaid Delinquent Tax Liability or a Felony Conviction Under Any Federal Law**

Pursuant to the current Appropriations Act, funds made available by the Act are prohibited from use to enter into a cooperative agreement with or make a grant to any corporation that:

1. Was convicted of a felony criminal violation under any Federal law within the preceding 24 months, unless any agency has considered suspension or debarment of the corporation and made a determination that this further action is not necessary to protect the interest of the Government; and/or,
2. has any unpaid Federal tax liability that has been assessed, for which all judicial and administrative remedies have been exhausted or have lapsed, and that is not being paid in a timely manner pursuant to an agreement with the authority responsible for collecting the tax liability, unless an agency has considered suspension or debarment of the corporation and made a determination that this further action is not necessary to protect the interest of the Government.

The Applicant represents that:

It is or it is not a corporation that was convicted of a felony criminal violation under a Federal law within the preceding 24 months.

It is ___ or it is not ___ a corporation that has any unpaid Federal tax liability that has been assessed, for which all judicial and administrative remedies have been exhausted or have lapsed, and that not being paid in a timely manner pursuant to an agreements with the authority responsible for collecting the tax liability.

[Signature of person who has authority to certify on behalf of the corporation]

[Typed name of the signing individual]

[Typed title of the signing individual]

[Typed name of corporation]

[Typed phone number of the signing individual]

[Typed email address of the signing individual]

APPENDIX I
Office and Space Requirements

The Project operator is required to provide professional office space that is suitable for meeting with Project clients, MBDA headquarters staff and other MBDA stakeholders. The space should be located in a modern, quality building of sound and substantial construction. The space should be located in a commercial office district with attractive and professional surroundings. The office should have signage to indicate that it is a MBDA Capital Project and shall adhere to MBDA signage and branding policies. The space should be located in facilities that have infrastructure to accommodate high-speed Internet access.

MBDA encourages applicants to propose a location for the Project that is in a building which is separate and apart from any of the applicant’s existing offices in the geographical service area. The Project must be accessible to disabled persons and strategically located in the applicable geographic area to ensure that it is: (1) close to the available public and private sector resources, and (2) within a reasonable commuting distance to the minority business community.

It is recommended that the Project operator follow office space benchmarks outlined in the 2011 GSA Workspace Utilization and Allocation Benchmark study. Recommended allocations are contained in work space utilization and benchmark #9, which is specific for business services/consulting. Based on this benchmark, the Project director would be allocated an office space with a minimum of 140 Usable Square Feet (USF) and Business Consultants would be allocated office space with a minimum of 70 USF per every two consultants on staff.

Applicants are encouraged to describe the facilities proposed to house the Project and include: site location, approximate square footage, site/meeting facilities description, building sustainability attributes (ENERGY STAR, LEED, etc.), proximity to public transportation, availability of parking, and accessibility. If available, please include floor plans and photos of the office space.

Office Facility Information Checklist	
Is the office located in a central business district?	
Is the office easily accessible by public transportation?	
Is the office space freeway accessible?	
Is there parking available on-site?	
Is a meeting room available on-site?	
Is a reception or greeting area available on-site?	
Is the office cleaned on a regular basis?	
Is there a restroom on-site, which clients may access?	
Is the building ENERGY STAR certified?	
Is the building LEED certified?	
Is the facility accessible by persons with disabilities?	
Will it be possible to place MBDA signage in the building lobby/building directory?	
Will there be MBDA signage on the entrance to the office suite?	
Does the building have infrastructure to accommodate high-speed Internet access?	

APPENDIX J

Work Requirements

The primary drivers of the MBDA Capital Project (“Project”) are job creation and retention and the award of financial transactions to MBEs. The Project provides services including, but not limited to, the development of a pool of finance opportunities; direct matching of financing opportunities with qualified/vetted MBEs; execution of relationship management and opportunity sourcing initiatives (such as but not limited to industry clusters); assisting MBEs in accessing financing for domestic/global market opportunities; assisting MBEs secure traditional and alternative financing; identification and securing of alternative sources of capital for MBEs; advocating for MBEs promotion of the advantages of achieving size and scale to MBEs ; educating MBEs on the benefits of strategic growth alternatives (e.g., mergers, acquisitions and/or joint ventures); and provision of service referrals to MBEs of all sizes.

Through the cooperative agreement expected to be awarded under this FFO, MBDA seeks to establish a national public-private partnerships that will provide services aimed at increasing revenue and operational growth for minority-owned firms through access to capital. The Project and MBDA staff will work collaboratively to improve access to financial opportunities (domestic and global), foster key industry relationships, and leverage business expertise. The Project operator will work with the MBDA network to support and enhance MBDA’s initiatives, performance, brand, reach, customer service, and strategic partners.

The Project’s services are targeted towards assisting MBE clients to achieve higher levels of growth and competitiveness. Start-up and/or micro firms will be served by the Project via strategic partnership referrals or electronic service delivery mechanisms (e.g., MBDA Business Portal) www.mbda.gov. While the Project serves all MBEs, target clients include eligible MBEs with one or more of the following characteristics: (1) annual revenues of over \$1,000,000 or (2) participant in a relevant high-growth industry or (3) rapid growth potential (*see* Appendix D: Definitions of Key Terms). Promoting the success of MBEs is anticipated to have a significant impact on employment and the tax base in their communities.

The Project is part of a broader MBDA network and must be able to collaborate with both Agency staff and other MBDA funded programs/projects. MBDA anticipates the MBDA Capital Project would, to the best of its abilities, provide services to those firms beyond a reasonable distance through virtual communications.

Although the Project is designated to establish an office (as proposed by applicant) in any U.S. States or Puerto Rico, the Project may serve MBEs nationwide (including Puerto Rico).

General Requirements

The Project requires staff to: (1) directly provide high-level business development and expert financial consulting services to eligible MBEs by facilitating access to capital or credit opportunities; (2) develop, cultivate and maintain a network of high quality traditional and alternative financial institution strategic partnerships, including Federal financial programs such as Economic Development Agency, U.S. Small Business Administration, EB- 5 Investor program, U.S. Department of Agriculture, etc. and non-Federal financial partners such as Minority Depository Institutions, Community Development Financial Institutions, Accounts Receivable

Factoring Entities, Private Equity/Venture Capital firms (3) collaborate with other MBDA staff, MBDA Business Centers, projects and strategic partners; (4) advocate for minority businesses; and, (5) provide referral services to clients and customers. The Project will assist eligible MBEs in accessing traditional and non-traditional financing sources for federal and non-federal contracting opportunities in the public and private sector; and emerging domestic (such as IT and advanced manufacturing) and international (export) market opportunities. These services will result in qualitative and quantitative outcomes yielding growth and expansion of MBE firms, building scale and capacity, and contributing to job creation/retention in the U.S.

MBDA has developed a variety of information technology tools to augment the Agency's ability to assist the minority business community. The Agency uses a high-speed network strategy that links all MBDA Business Centers and Projects into a single virtual organization. The Project will have access to this technology through the MBDA Business Portal (www.mbda.gov). The Project operator and its staff are required to attend MBDA training programs, as outlined (see Appendix F: Training Requirements and Definitions), designed to increase operational efficiency and provide value-added client services.

Work Details and Requirements

The Project is required to perform work in basic areas—**client services; Project promotion; MBE advocacy; performance management; and, service optimization**. These elements are designed to:

- Conduct a comprehensive assessment of immediate, interim and long-term client needs and expectations;
- Establish projected growth tracks;
- Implement targeted plans of action for increasing size, scale and capacity;
- Provide strategic referrals;
- Increase the exposure and visibility of the Project and MBEs;
- Maintain optimal service delivery, standard of operational quality of operations, and service optimization; and,
- Promote achievement of client outcomes by sharing and submitting success stories.

Client Services

MBDA plans to initiate a three-tier service model. The service model transitions contacts to customers and subsequently customers to MBE clients. The Project will assist in promoting and referring minority customers to other readily available resources, information and readily accessible online tools to further support their growth and development. The Project will record the contact and referral information of the Customer into MBDA's Customer Relationship Management (CRM) Performance system.

“Customers” are defined as those minority entrepreneurs and/or minority persons interested in entrepreneurship who do not meet the service criteria as defined in Section I.B (Introduction) of this FFO or do not have a written service engagement.

The Project shall assist eligible MBEs (which have a current client engagement agreement) in growing their businesses and competing in domestic and global markets. The Project shall provide direct client assistance to MBEs in the form of business consulting, Business-to-Business (B2B)

Linkage Forums, relationship management, strategic referrals, and opportunity facilitation.

All new and existing client services must be entered into MBDA's CRM Performance system within three business days (72 hours) of the client engagement agreement, the time of service, and of each completed transaction. The Project is required to enter client profile information, detailed consulting services provided and description, awarded transactions and job creation/ retention into the CRM Performance System. A client feedback loop will be created to help MBDA ensure optimal service delivery. This feedback loop will include a Customer Satisfaction Survey and other elements as outlined in the Manual.

The client feedback loop is a process for evaluating the MBDA Capital Project. MBDA may conduct surveys and/or evaluations during or after the Project using outside parties hired by MBDA or by MBDA staff. MBDA Project Award recipients are required to respond to the evaluation questions and furnish information. Evaluators will treat information provided in response to the survey as business confidential and in accordance with federal privacy and disclosure laws. As a part of acceptance of funding, the Project award recipient agrees to provide client information via MBDA's CRM Performance system to facilitate evaluations upon request. Surveys conducted by MBDA will comply with the requirements of the Paperwork Reduction Act. *See*, 44 U.S.C. §§ 3501–3520.

MBDA may also share client information, client service information and performance results with other Federal agencies in order to conduct research, performance and impact studies consistent with the MBDA mission and its funded programs/projects. As such, all clients of the Project must agree to the use of their information for statistical and program evaluation purposes during the client intake process. Additional information about client intake procedures will be provided in the Manual.

Client services include, but are not limited to, the following types of assistance:

1. Client Assessment and Engagement - This is defined as a fundamental Project business practice. This activity should be conducted prior to the onset of service delivery. A client assessment requires an interview to be completed between the prospective MBE client and a Project employee or representative to obtain specific information about the status of the client's business and potential technical assistance or development needs. Once the assessment has been conducted, the Project will execute a client engagement form (i.e., a written service agreement) between the client and Project director. This engagement form must outline services individually tailored to the specific needs of each client and include a course of action for assisting the client in reaching its strategic goals.
2. Intake - Background and contact information on the client, such as:
 - Client capability;
 - Determination of client service needs;
 - Development of a tailored Service Plan; and,
 - Identification of strategic resources and referrals, used in conjunction with the Project direct assistance.

The Project must ensure that MBE intake information is accurately recorded in the MBDA CRM Performance System.

3. Access to Capital - The goal of the access to capital activities is to help MBEs obtain appropriate financing for business growth. Activities in this area include, but are not limited to:
 - Identifying financing opportunities based on client needs, and sourcing deals;
 - Developing and maintaining strategic alliances with banking officials and alternative financial resources;
 - Facilitation of financial transactions by establishing relationships between pre-qualified clients and sources of financing;
 - Financial Assistance, for example, identification, preparation and packaging of standard commercial and alternative debt, bonding, leases (property and equipment), equity, mezzanine financing, accounts receivable, venture capital, angel investors, factoring and trade credits; and
 - Identification, facilitation and closure of opportunities for mergers and acquisitions.
4. Strategic Business Development - This activity involves providing tailored business development services directed towards assisting the Project clients to achieve higher levels of operational growth, competitiveness and capacity building. Strategic Business Development services include, but are not limited to the following:
 - Financial Analysis Services includes credit review, sensitivity analysis, capital budgeting, break-even analysis, cost accounting analysis, financial planning analysis and budgeting, and financial transaction packaging. It may also include manufacturing facility lease, financial risk management assistance, international trade assistance (i.e., export/import financing, letters of credit, bank draft, etc.).
5. Capture Management is the process of identifying contract opportunities, matching the opportunity to a MBE client, and tracking the probability of a favorable outcome that results in a transaction awarded to the MBE client. The Project will actively participate in the capture management process. The Project will update the MBDA online tool (commonly referred to as the “Pipeline”) on a regular basis. This tool will assist the entire MBDA Network to evaluate specific opportunities with clients that lead to financing provided by the Project.

The Project shall not perform or engage in the day-to-day operations of, or make decisions for, its clients. The primary goal of the Project is to facilitate capital and financing opportunities to MBEs.

Project Promotion and Advocacy

Project promotion and advocacy consist of promoting MBDA, MBDA sponsored initiatives/ activities and Project brand within the business community, facilitate the identification of high quality clients, and identify and develop public and private sector resources and business opportunities for clients.

1. Market Research and Development - Systematically investigate markets (locally, statewide, nationwide, and globally) to determine what business and capital opportunities exist for MBE development, contract opportunities, and business acquisitions. The Project will make optimum use of and collaborate with MBDA network to ensure that the information is

made available to MBEs throughout the country. The Project will leverage financial resources available at the MBDA Office of Business Development.

2. Promotion - The Project will increase minority business development by obtaining support for the Project and promoting the utilization of MBEs. The Project will submit client success stories for publishing on www.MBDA.gov.
3. Special Initiative – The Project will engage in strategic activities and initiatives that advocate growth and expansion of minority businesses by conducting finance forums and networking events between MBEs and financing sources. The Project will also engage in MBDA sanctioned/sponsored initiatives and/or MBDA partner sponsored initiatives.
4. The Project shall produce client success stories in coordination with MBDA’s Office of Public Affairs (OPA). Format for success story submission will be provided by MBDA OPA. These success stories will be submitted to MBDA via email. Additional information will be provided in the Manual.
5. The Project staff shall promote and participate in the National Minority Enterprise Development (MED) Week activities and other events (*see* Appendix F: Training Requirements and Definitions).
6. Develop and Maintain a Network of Strategic Financial Partners - Strategic financial partnerships are established to assist the Project with: (1) generating and closing successful financial transactions; (2) creating new jobs and/or retain existing jobs; (3) helping MBEs to achieve size, scale and capacity; (4) assisting MBEs to expand in global markets. Strategic partnership must be documented in writing through Strategic Partnership Agreements that outline the terms and conditions of the partnership. The agreements must be shared with MBDA for coordination and tracking purposes.

A minimum of ten (10) strategic partnerships must be maintained by the Project. However, **a minimum of (5) letters of commitment are required with the submission of this application.** MBDA must be notified within 15 business days, in writing if the Project is replacing, removing, and/or adding a new partner. Terminated partnerships must be replaced within forty-five (45) days after termination. Before the Project can claim a strategic partnership, it must be reviewed by the MBDA Federal Program Officer to determine whether the proposed relationship is likely to assist the Project in serving its client base and is consistent with the overall goals and objectives of the MBDA Capital Project. MBDA has no responsibility or obligations to the Project’s strategic partners unless otherwise negotiated between parties.

Examples of Project strategic partners include, but are not limited to:

- a) Banks and alternative financial institutions;
- b) State, county or city governments;
- c) Chambers of commerce or trade associations;
- d) U.S. Export Assistance Centers;
- e) Small Business Development Centers;
- f) Community development corporations;
- g) Technology-based economic development organizations; and,
- h) Other organizations interested in furthering the growth and global competitiveness of

MBEs.

7. The Project and/or the Project operator must engage in Advocacy efforts to promote MBEs and/or the MBE community with state and local governments, as well as private sector entities for the purpose of expanding business opportunities, financings and teaming.

Operational, Performance Management and Service Optimization

1. Operational management requires the Project to identify and electronically record on the MBDA CRM Performance System and/or Portal sources of the following:
 - Capital Resources - standard commercial and alternative debt (loans, lines of credit, etc.), equity, and mezzanine financing, bonds (performance and surety), and trade credit opportunities;
 - Business Ownership Opportunities - franchises, licensing arrangements, mergers and buy-outs;
 - Registration of MBEs - register eligible local MBEs in MBDA's CRM system.
2. Establishment of Office - The Project operator must open a physical office and be fully operational within sixty (60) days after receipt of the award. "Fully operational" means that all staff is hired, all required signs are up, all items of furniture and equipment (e.g., computer hardware, software, Internet services, phones, faxes) are in place, and the Projects doors have been fully opened to the public for service. Within sixty (60) days after receipt of the award, the Project operator shall report via Grants Online to the MBDA Federal Program Officer that it has complied with this requirement. Failure to be fully operational within sixty (60) days may result in appropriate enforcement action under the award, up to and including termination. If the Project is co-located with the operator, it must have a "separate identity" that MUST include, but is not limited to, appropriate signage and working offices for Project staff that are visually independent (or are perceived as standing apart) from the operator's non-Project operations and personnel.

The Project must be accessible to disabled persons and strategically situated in the applicable location to ensure that it is: (1) close to available business resources; (2) within a reasonable commuting distance to the minority business community; and (3) professional in appearance and conducive to supporting the Project's brand.

The Project must provide services to eligible clients. Services can be delivered in person or virtually. MBDA calls and emails to the Project operator and/or the Project director must be returned by the next business day. In addition, the Project operator and Project director shall provide MBDA and other authorized federal government officials with accessibility to the Project upon request. Within sixty (60) days after receipt of the award, the Project operator shall report via Grants Online to the MBDA Federal Program Officer. (*see* Appendix E: Information Technology and Computer Requirements). Within sixty (60) days after receipt of the award, the Project operator shall also report the name, contact telephone number, and email address of the Project director, MBDA Project staff member(s), and the network or system administrator.

3. Personnel – The Project operator is required to have a Project director employed and exclusively dedicated on a full-time basis to the Project, and is removed from any competing interests. The Project director is vital to the Capital Project—and is viewed as the Project operator’s key representative to ensure the Project achieves its performance goals. The Project director must possess suitable management and business qualifications, including a minimum of a bachelor’s degree or equivalent experience in a business-related field. Failure to hire a Project director within sixty (60) days may result in enforcement action under the award, including the withholding of award payments.

The selection of a Project director requires the MBDA Federal Program Officer (FPO) to conduct a review of candidate qualifications. The Project operator shall submit to the FPO at the onset of competition and/or after an award is issued, the Project director’s resume and a minimum of three professional references. The FPO may also conduct an interview of the proposed candidate. Successful candidates will be recommended to the Grants Officer via the FPO for final approval.

The Project operator shall employ personnel with the knowledge and skills to develop and manage strategic relationships that enhance the Project’s ability to source large financial transactions, assist clients in negotiations with financing institutions, coordinate and collaborate on client service efforts, actively promote the brand of the Project and advise MBEs on access to financing global market opportunities. All consulting personnel should have a minimum of a bachelor’s degree or equivalent experience.

The Project personnel working with clients must possess the ability to: (1) promote and demonstrate the value of services offered to the client; (2) generate income for the Project; (3) track service delivery on a consistent and regular basis; (4) collect quantitative and qualitative performance data; and (5) ensure optimal service delivery, client satisfaction, and operational quality standards are met.

The Project operator shall, to the best of its ability and available resources, provide competitive financial incentives and/or salaries to the Project staff. The Project operator shall adhere to commonly accepted/best practices in human capital management. The Project may not engage in employee nepotism.

All personnel charged to the Project must directly contribute to the operation of the Project. There should be no “co-mingling” of staff time that is being charged to the MBDA federal award. Co-mingling is prohibited and is subject to enforcement action under the award, including the withholding of award payments and possible termination of the Project award. Staff vacancies shall be filled promptly. Vacancies beyond forty-five (45) days may result in appropriate enforcement action under the award, up to and including termination.

4. Service Optimization - The Project operator must maintain the efficiency and effectiveness of its overall operations as well as the quality to maximize client service impact with the MBDA Project. Under this function, the Project shall:
- a) Execute signed work plan agreements and engagements with clients;
 - b) Input data, progress, best practices and results into the MBDA CRM Performance system within three (3) business days of the time of service and/or receipt of documentation (note: failure to adhere to may result in MBDA enforcement action);

- c) Establish procedures for collecting and accounting for all fees charged to clients; accounting records for fees collected should be maintained on a consistent basis; no commingling of fees and funds;
- d) Maintain records/files for all work charged to the program and clients; systems should be efficient and meet industry standards;
- e) Ensure all files are properly recorded and supported by documentation including, MBDA Notice of Data Use; client MBE self-certification, MBDA data privacy notice, needs assessment, work assignments, finished work products, and awarded transactions;
- f) Obtain required verification documentation for any of the performance measures claimed (*see Appendix C: Performance Measures and Definitions*);
- g) Comply with all reporting requirements that are established as the terms of the award;
- h) Cooperate with MBDA in maintaining content for the CRM Performance system, and other available online tools located at www.mbda.gov;
- i) Execute a Trademark and Licensing Agreement prior to using the “MBDA Business Project” logo; and
- j) Adhere to MBDA’s trademark and licensing requirements and branding guidelines for all forms of communication, including use of logo, design or marketing collateral, office and event signage. Formal instructions and guidelines will be provided to the Project operator at the Post-Award Conference.

Note: Additional information and Operational Quality requirements shall be provided in the Manual.

The term MBDA Business Project is a trademark of the Federal Government and the Federal Government reserves exclusive rights in the term. Permission to use the term is granted to the Project operator for the sole purpose of representing the activities of the Project operator in the fulfillment of the terms of the financial assistance award.

The Project is not authorized to use either the Department of Commerce’s (DOC) official seal or the MBDA logo in any of its electronic and/or printed publications, documents or other materials without prior written approval from the Department of Commerce or from MBDA. Neither the Project operator, Project director nor Project staff are permitted to represent themselves as employees of the Federal Government.

The Project operator must ensure the Project maintains full operational capacity and services throughout the program year.

Performance Measures and Performance Ratings

1. Performance Measures - The Project performance is evaluated by MBDA based on specific performance elements, which are assigned weighted values. The Project operator will be awarded points with respect to each performance element through defined work activities that lead to successful client outcomes. Specifically, performance points will be awarded by MBDA in proportion to the Project operator’s satisfaction of the performance goals set forth in the application and incorporated into the terms and conditions of the award.
2. Performance Ratings - The Project operator is expected to achieve an overall “Commendable” (or better) performance rating for each funding period, and will be assigned a performance rating by MBDA for each of the funding periods based on the

rating system below:

Performance Scale	
Performance Ratings	Overall Points Required
Outstanding	100.0* & above
Commendable	90.0 – 99.9
Good	80.0 – 89.9
Satisfactory	75.0 – 79.9
Unsatisfactory	74.9 & below

*Not to exceed 160 Points

Failure to maintain at least a “Satisfactory” performance rating may result in designation of the Project award recipient as high risk and/or placed on a Performance Improvement Plan (PIP), assignment of special award conditions, and other further action under the award, up to and including award termination.

3. Performance Goals

Minimum performance requirements for the Project and funding period (*see* Appendix B: Performance Goals). Applicants must propose performance goals by category for the each of the five funding periods that meet and/or exceed the minimum goals established by MBDA.

Proposing higher than the minimum goals without a corresponding methodology for accomplishment or without a corresponding justification may demonstrate a lack of knowledge of the market place and may adversely impact MBDA’s evaluation of the application. Accordingly, applicants should carefully consider the feasibility of the performance goals proposed in the application. In addition, MBDA may negotiate proposed performance goals with the high ranking applicant winner of an award competition prior to offering an award.

Detailed program performance related definitions and reporting requirements (*see* Appendix C: Performance Measures and Definitions).

APPENDIX K

Trademark and Licensing Requirements

The phrase “MBDA Capital Project” is a trademark of the Minority Business Development Agency (MBDA), U.S. Department of Commerce. MBDA reserves exclusive rights in the use of the phrase “MBDA Capital Project,” and all associated marks and representations (hereafter “MBDA trademarks”). The Cooperative Agreement from MBDA includes the terms of this Appendix covering the trademark and licensing requirements for use of the MBDA trademarks. By signing the Cooperative Agreement, the operator of the MBDA Capital Project agrees to the terms and conditions related to the use of the MBDA trademarks as stated in this Appendix.

This appendix covers only the MBDA trademarks and does not authorize an MBDA Capital Project to use the Department of Commerce seal or the MBDA Headquarters logo on any electronic or printed communications for any purpose.

Grant of License: Pursuant to the acceptance of the terms of the Cooperative Agreement, MBDA (hereafter “Licensor”) grants to the operators of each MBDA Capital Project (hereafter “Licensee/Project”) a non-exclusive, royalty-free right to use the MBDA trademarks for the following purposes:

1. Business materials and products – business cards, letterhead, folders, programs, bulletins, and newsletters.
2. Event and workshop signage – flyers, publications, and signs announcing events sponsored or organized by or on behalf of the Licensee/Project. Licensee/Project must be an active participant in the event.
3. Electronic communications – email signature blocks, webpages, announcements, and signs regarding events sponsored or organized by or on behalf of the Licensee/Project.
4. Project signs and markers – signs and print information to indicate or describe the location of the Licensee/Project or an event sponsored or organized by the Licensee/Project.

The MBDA trademarks may be used to advertise the Licensee/Project’s participation on a per event basis in collaboration with a third party.

Assignment and Sub-licenses: This license is not assignable. Notwithstanding this provision, the Licensee/Project may hire subcontractors to perform manufacturing and distribution activities, only in connection with items (1) – (4) above, under this License. Any attempt by the Licensee/Project to assign any portion of this License or to grant an improper sub-license to a third party shall be deemed a breach of this License and may constitute cause for termination of the Cooperative Agreement.

Quality Control: Licensor has the right to inspect the Licensee/Project’s goods, services, and promotional activities employing the MBDA trademarks to ensure that such uses are of proper quality and otherwise consistent with the terms of the Cooperative Agreement and this License. Licensor may terminate this License should Licensor determine that the MBDA trademarks have been used in a manner that is inconsistent with the terms of the Cooperative Agreement or this License.

Duration and Termination: This License is effective upon the execution of the Cooperative Agreement and shall terminate on the close out date of the Cooperative Agreement. Upon

termination of this License to use the MBDA trademarks, all rights of the Licensee/Project to use the MBDA trademarks shall immediately terminate. In the event of a breach of any of the terms and conditions of this License by the Licensee/Project, the Licensor shall give Licensee written notice of such breach. In the event Licensee/Project does not cure such breach within thirty (30) days, Licensor may immediately terminate this License and shall notify the Licensee/Project in writing of such termination.

Validity and Ownership of Mark: Licensee/Project is prohibited from interfering with Licensor's rights in the MBDA trademarks, including challenging Licensor's use, registration of, or application to register the licensed MBDA trademarks, alone or in combination with other words or designs, anywhere in the world. The Licensee/Project is further prohibited from attempting to register the licensed MBDA trademarks, or any confusingly similar mark, whether or not registered by MBDA, alone or in combination with other words or designs, as a U.S. or foreign trademark, and from asserting any intellectual property rights in the MBDA trademarks through Licensee/Project's use. Any rights asserted by the Licensee/Project in the MBDA trademarks shall vest in the U.S. Department of Commerce, and any goodwill from use of MBDA trademarks by Licensee/Project shall inure to the benefit of the U.S. Department of Commerce.

Use of Mark: In addition to the above provisions of this License, the Licensee/Project shall abide by the following guidelines:

1. The Licensor considers the licensed MBDA trademarks to be its trademarks and service marks and holds them out to the public as such.
2. The Licensee/Project in using the licensed MBDA trademarks that are or hereafter become federally registered shall clearly indicate that the marks are federally registered with the U.S. Patent & Trademark Office and that they are the property of the U.S. Department of Commerce. Such indication of registration shall be in the form of the "®" ("R in a circle") designation. The Licensee/Project in using the licensed MBDA trademarks that are not federally registered shall clearly indicate that the marks are the property of the U.S. Department of Commerce. Such indication shall be in the form of the "TM" or "SM" designation.

Indemnification: By signing the Cooperative agreement, the Licensee/Project agrees to indemnify and hold harmless the Licensor, any of its employees, agents, and contractors, against any and all claims, damages (including attorneys' fees) asserted by or paid to any party on account of a breach or alleged breach of the above warranties regarding the use of the MBDA trademarks.