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FORM CD-450 (REV 10/98)	U.S. DEPARTMENT OF COMMERCE	X GRANT	COOPERATIVE AGREEMENT
FINANCIAL ASSISTANCE AWARD		ACCOUNTING CODE	
		** See Attached**	

RECIPIENT NAME City of Brownsville	AWARD NUMBER 48-42-B10544
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STREET ADDRESS 1001 E ELIZABETH ST 3RD FL	FEDERAL SHARE OF COST \$865,920.00
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CITY, STATE ZIP BROWNSVILLE, TX 785205128	RECIPIENT SHARE OF COST \$371,108.00
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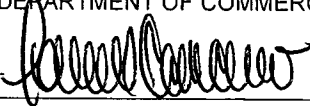
AWARD PERIOD 08/01/2010 - 07/31/2013	TOTAL ESTIMATED COST \$1,237,028.00
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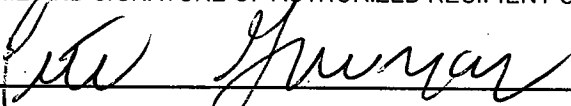
AUTHORITY
P.L. 111-5, Section 6001

CFDA NO. AND PROJECT TITLE:
11.557 American Recovery and Reinvestment Act - PCC - Connect Brownsville

This Award approved by the Grants Officer is issued in triplicate and constitutes an obligation of Federal funding. By signing the three documents, the Recipient agrees to comply with the Award provisions checked below and attached. Upon acceptance by the Recipient, two signed Award documents shall be returned to the Grants Officer and the third document shall be retained by the Recipient. If not signed and returned without modification by the Recipient within 30 days of receipt, the Grants Officer may unilaterally terminate this Award.

- Department of Commerce Financial Assistance Standard Terms and Conditions (March 2008)
- Special Award Conditions
- Line Item Budget
 - 15 CFR Part 14, Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals, Other Non-Profit, and Commercial Organizations
- 15 CFR Part 24, Uniform Administrative Requirements for Grants and Agreements to State and Local Governments
 - OMB Circular A-21, Cost Principles for Educational Institutions
- OMB Circular A-87, Cost Principles for State, Local, and Indian Tribal Governments
 - OMB Circular A-122, Cost Principles for Nonprofit Organizations
- 48 CFR Part 31, Contract Cost Principles and Procedures
- OMB Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations
- Other(s) *DoC American Recovery and Reinvestment Act Award Terms attached.

SIGNATURE OF DEPARTMENT OF COMMERCE GRANTS OFFICER Joyce Brigham 	TITLE GRANT OFFICER	DATE AUG 19 2010
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TYPED NAME AND SIGNATURE OF AUTHORIZED RECIPIENT OFFICIAL 	TITLE	DATE 9-1-10
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Award Number: 48-42-B10544, Amendment Number 0

Federal Program Officer: Richard A. Sebenoler

Requisition Number: 6526

Employer Identification Number: 746000422

Dun and Bradstreet Number: 03-67-72820

Recipient ID:

Requestor ID:

Treasury Account Symbol (TAS): 0554

Award ACCS Information

Bureau	FCFY	Project-Task	Organization	Object Class	Obligation Amount
61	2010	4803011-300	06-10-0000-00-00-00-00	41-19-00-00	\$865,920.00

Award Contact Information

Contact Type	Contact Name	Email	Phone
Administrative	Mr. James R McCoy	james@cob.us	(956) 548-1055

NIST Grants Officer:

Joyce Brigham
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650
(301) 975-6329

NIST Grants Specialist:

Jacqueline Roberts
100 Bureau Drive, MS 1650
Gaithersburg, MD 20899-1650
(301) 975-2005

**AMERICAN RECOVERY AND REINVESTMENT ACT
BROADBAND TECHNOLOGY OPPORTUNITIES PROGRAM
SPECIAL AWARD CONDITIONS**

1. This award number 48-42-B10544, to City of Brownsville, supports the work describes in the Recipient's proposal entitled: "Connect Brownsville" on April 8, 2010 and revision on June 22, 2010, which are incorporated into the award by reference. Where the terms of the award and proposal differ, the terms of the award shall prevail.

2. **The Recipient Contact's name, title, address, and telephone number are:**

James McCoy
Assistant Director
100 E Elizabeth Street, 3rd Floor
Brownsville, TX 78520
Phone: (956) 548-1055
E-mail: james@cob.us

3. **The Federal Program Officer's name, address, and telephone number are:**

Richard Sebenoler
US Department of Commerce
504 Lavaca, Suite 1100
Austin, Texas 78701-2858
Phone: (512) 381-8155
E-mail: rsebenoler@eda.doc.gov

4. **The Grant Officer's name, address, and telephone number are:**

Joyce F. Brigham
National Institute of Standards and Technology
Grants and Agreements Management Division
Bldg. 411, Room B-100
100 Bureau Drive, Mail Stop 1650
Gaithersburg, Maryland 20899-1650
Phone: (301) 975-6329; Fax: (301) 926-6458
E-mail: joyce.brigham@nist.gov

5. **The Grant Specialist's name, address, telephone and fax number and email address:**

Jacqueline Roberts
National Institute of Standards and Technology
Grants and Agreements Management Division
Bldg. 411, Room B-100
100 Bureau Drive, Mail Stop 1650
Gaithersburg, Maryland 20899-1650
Phone: (301) 975-2005; Fax: (301) 840-5976
E-mail: jacqueline.roberts@nist.gov

6. **Automated Standard Application for Payments system (ASAP):**

Notwithstanding Section A.02 of the DoC Financial Assistance Standard Terms and Conditions, dated March 2008:

a. The advanced method of payment shall be authorized unless otherwise specified in a special award condition.

b. Payments will be made through electronic funds transfers, using the Department of Treasury's Automated Standard Application for Payment (ASAP) system and in accordance with the requirements of the Debt Collection Improvement Act of 1996. **The following information is required when making withdrawals for this award: (1) ASAP account identification (id) = award number found on the cover sheet of this award; (2) Agency Location Code (ALC) = 13060001; and (3) Region Code = 02.** Recipients do not need to submit a "Request for Advance or Reimbursement" (SF-270) for payments relating to this award. **All non-ASAP Recipient Organizations must enroll electronically. The ASAP system no longer accepts paper forms for enrollment. If you are not currently enrolled in the ASAP system you must provide the Federal Awarding Agency with a Point of Contact name, e-mail address, mailing address, telephone number, EIN and DUNS numbers of your organization in order for the Federal Awarding Agency Enrollment Initiator (EI) to begin the on-line enrollment. If you have questions on this requirement please contact the Grant Specialist responsible for this award. If you have questions on the electronic process step-by-step instructions you may contact your responsible Regional Finance Center.**

Advances taken through the ASAP shall be limited to the minimum amounts necessary to meet immediate disbursement needs. Advanced funds not disbursed in a timely manner must be promptly returned, via an ASAP credit, to the account from which the advanced funding was withdrawn. Advances shall be for periods not to exceed 30 days.

c. This award has the following control or withdrawal limits set in ASAP:

- None
- Agency Review required for all withdrawals (see explanation below)
- Agency review required for all withdrawal requests over
\$ _____ (see explanation below)
- Maximum Draw Amount controls (see explanation below)
- \$ _____ each month
- \$ _____ each quarter
- \$ _____ each year

- d. Funds that have been withdrawn through ASAP may be returned to ASAP via the Automated Clearing House (ACH) or via FEDWIRE. The ACH or FEDWIRE transaction may only be performed by the Recipient's financial institution. Full or partial payments received by a Payment Requestor/Recipient Organization may be returned to ASAP. All funds returned to the ASAP system will be credited to the ASAP Suspense Account. The Suspense Account allows the Regional Financial Center to monitor returned funds and ensure that they are credited to the correct ASAP account. Returned funds that cannot be identified and classified to an ASAP account will not be accepted and will be returned to the originating depository financial institution (ODFI).

It is essential that the Payment Requestor/Recipient Organization provide its financial institution with ASAP account information (ALC, Recipient ID and Account ID) to which the returned funds are to be credited. Additional detailed information can be found at: <http://www.fms.treas.gov/asap/pay-return2.pdf>

There is a 10-day deadline for the head of the organization to initiate recipient enrollment upon receipt of ASAP registration notification. Failure to comply could subject the award to a change in the method of payment to reimbursement only.

7. Interest-Bearing Account

This award is subject to 15 CFR 24.21(i) requiring recipients of Federal financial assistance to maintain advances of Federal funds in interest bearing accounts. Interest earned on Federal advances deposited in such accounts (with the exception of \$100 per year, which may be retained for administrative expenses) shall be remitted promptly.

The complete address for remitting checks for interest earned on Federal advances is Department of Health and Human Services, Payment Management System, P.O. Box 6021, Rockville, MD 20852. Recipients that do not have electronic remittance capability should send a check to this address.

In keeping with Electronic Funds Transfer rules (31 USC part 206), interest should be remitted to the HHS Payment Management System through an electronic medium such as the FEDWIR Deposit System. Electronic remittances should be in the format and should

include any data that are specified by the HHS as being necessary to facilitate direct deposit in HHS' account at the Department of Treasury.

8. Guidelines for Matching Funds

Recipient will provide, from non-Federal sources, not less than 20 percent of the total project cost. The matching costs proposed in the Recipient's application represents the Recipient's best estimate of actual required matching costs, and the Recipient must submit a revised documentation of matching funds reflecting the funded award to the Federal Program Officer for review and approval within 30 days of the date of this award. The final approved matching costs will not be less than 20 percent of the total project cost. Matching funds can be in the form of either cash or in-kind contributions consistent with the 15 CFR 14.23, 24.3 and 24.24 as applicable. The recipient may be asked to provide supporting documentation upon request.

9. Department of Commerce Pre-Award Notification Requirements for Grants and Cooperative Agreements

The Department of Commerce Pre-Award Notification Requirements for Grants and Cooperative Agreements contained in 73 Fed. Reg.7696 (February 11, 2008) apply to this award.

10. Incorporation of Requirements from the Notice of Funding Availability (NOFA):

The recipient shall comply with the requirements found in the Department of Commerce, National Telecommunications and Information Administration Broadband Technology Opportunities Program, 75 FR 3792, January 22, 2010

(http://www.ntia.doc.gov/frnotices/2010/FR_BTOPNOFA_100115.pdf)

11. Whistleblower Protection Act Requirements

The Recipient shall comply with the Whistleblower Protection requirements of the American Recovery and Reinvestment Act (Recovery Act), Section 1553 of Division A, Title XV, Public Law 111-5 which provides protection for employees of non-federal employers making specified disclosures relating to possible fraud, waste, or abuse of Recovery Act funds. The act requires any non-federal employer receiving Recovery Act funds to post a notice of the rights and remedies provided under the Act. The Recipient shall display a poster at their job sites. Recipients are reminded that the Office of Inspector General will verify the appropriate place of this poster as part of any field work

conducted. Failure to display the poster may result in an audit finding. The poster can be downloaded from the following web site:

<http://www.oig.doc.gov/recovery/whistleblower.html>

12. Post-Award Reporting Requirements

The recipient shall submit a "Financial Status Report" (SF-425) on a quarterly basis for the periods ending March 31, June 30, September 30, and December 31 or any portion thereof. Reports are due no later than 30 days following the end of each reporting period. A final SF-425 shall be submitted within 90 days after the expiration date of the award.

The SF-425 shall be submitted electronically as long as it reflects an electronic signature/date.

The recipient shall submit program-specific quarterly performance reports electronically to the Federal Program Officer in the same frequency as the Financial Status Report (SF-425) unless otherwise authorized by the Grants Officer. The Federal Program Officer will provide updated instructions for accurate report completion at least 30 days prior to reporting period end date.

13. Baseline Project Plan

Recipients shall submit baseline project plans and details regarding key outputs and outcomes from their projects within 45 days of the close of the first quarter. Federal Program Officers will provide guidance on the format and content of these baseline plans and details for this one-time data gathering activity.

14. Notice of Limited Waiver of Section 1605 (Buy American Requirement) of the American Recovery and Reinvestment Act of 2009 (ARRA)

In accordance with Section 1605 of the Recovery Act, the Secretary of Commerce has granted a limited waiver of the Recovery Act's Buy American requirements with respect to certain broadband equipment that will be used in projects funded under the BTOP. A description of this equipment is included in the notice of waiver published in the Federal Register at 74 FR 31410 (July 1, 2009).

15. Nondiscrimination and Interconnection

The recipient shall comply with the nondiscrimination and network interconnection obligations set forth in section V.D.3.b of the NOFA and in Section 6001(j) of the Recovery Act. Recipients may be asked to provide supporting documentation upon request from the Grants Officer. Failure to comply with this provision of the award may be considered grounds for any or all of the following actions: establishment of an account receivable for affected BTOP award, withholding payments under any and all BTOP awards to the recipient, changing the method of payment from advance to reimbursement only, or the imposition of other special award conditions, suspension of any BTOP active awards, and termination of any BTOP active awards.

16. Davis-Bacon Act Requirement

Consistent with U.S. Department of Commerce American Recovery and Reinvestment Act Award Term A.3., the Recipient shall obtain and maintain in its official records documentation of weekly certified payroll reports and the Statement of Compliance from itself and all subrecipients, contractors, and subcontractor(s) in accordance with Section 1606 of the American Recovery and Reinvestment Act of 2009 and the Davis-Bacon Act.

Davis-Bacon prevailing wage requirements apply to mechanics and laborers employed under federally assisted contracts or subcontracts in excess of \$2,000 for construction, alteration, or repair (including painting and decorating) of public buildings or public works, pursuant to Department of Labor regulations at 29 C.F.R. Parts 1, 3, and 5.

The Recipient is not required to submit this documentation to NIST, except in response to a request for this information from its Grants Officer. The authorized representatives and agents of NIST shall be permitted to inspect all work, materials, payrolls, personnel records, invoices of materials, and other relevant data and records.

Ten days prior to bid opening, any party soliciting a subrecipient, contractor, or subcontractor for work under this Award to which Davis-Bacon wage determinations apply must verify whether there have been any updates to the applicable Davis-Bacon wage determinations by reviewing the Department of Labor Wage Determinations OnLine website, free of charge, at www.wdol.gov. If there have been updates to the wage determinations, then these updated wage rates must be issued in a bid addendum. The Davis Bacon wage rates that are current ten days prior to the bid opening are the wage rates that will govern work performed under such solicitation.

17. No Duplication of Funding

No federal funds may be used to duplicate services, connections, facilities, or equipment that have been authorized through another federal program. To the extent that a BTOP project is later deemed to include duplicate funding from another federal program, the Grants Office and NTIA reserve the right to remove the costs associated with the duplication or reallocate the funds to allowable activities within the project.

18. Sale or Lease of Real Property Purchased with Award Funds

Recipients may not sell or lease any portion of the award-funded broadband facilities or equipment during their life, except as otherwise approved by NTIA. NTIA will consider a petition for waiver of the restriction if: (1) the transaction is for adequate consideration; (2) the purchaser or lessee agrees to fulfill the terms and conditions relating to the project Broadband Technology Opportunities Program (BTOP) after such sale or lease; and (3) the transaction would be in the best interests of those served by the project. The petition for waiver may be submitted at any time during the life of the award-funded facilities and equipment, and it must include supporting documentation and justification regarding why the petition should be granted. This requirement is not meant to limit CCI awardees from leasing facilities to another service provider for the provision of broadband services, nor is this section meant to restrict a transfer of control of the awardee (NOFA, Section IX.C.2).

19. Security Interest in Real Property including Broadband Facilities and Equipment

The recipient shall execute a security interest or other statement of NTIA's interest in real property including broadband facilities and equipment acquired or improved with Federal funds acceptable to NTIA, which must be perfected and placed on record in accordance with local law. This security interest will provide that, for the estimated useful life of the real property, facilities, or equipment, the recipient will not sell, transfer, convey, or mortgage any interest in the real property including broadband equipment acquired or improved in whole or in part with Federal funds made available under the award, nor shall the recipient use the real property including broadband facilities and equipment and for purposes other than the purposes for which the award was made, without the prior written approval of the Grants Officer. Such approval may be withheld until such time as the recipient first pays to NTIA the Federal share of the real property including broadband facilities and equipment as provided in 15 CFR 24.31. This security interest shall be executed in advance of any sale or lease and not later than closeout of the grant.

20. **Construction-Related Requirements**

Maintenance. The recipient agrees that, for the estimated useful life of the facility funded with this award, the project will be properly and efficiently administered, operated, and maintained for the purpose authorized by this award and in accordance with the terms, conditions, requirements, and provisions of the award. If NTIA determines at any time during the estimated useful life of the project, that the project and any project property is not being properly and efficiently administered, operated, and maintained, NTIA shall have the right to terminate this award for cause and pursue any other remedies allowed by law.

Compliance. The recipient shall comply, and must require each contractor or subcontractor to comply, with all applicable Federal, state, and local laws and regulations.

Energy Efficiency. The recipient shall apply, where feasible, sustainable, and energy efficient, design principles for the purpose of reducing pollution and energy costs and optimizing lifecycle costs associated with the construction.

Signs. The recipient is responsible for constructing, erecting, and maintaining in good condition throughout the construction period a sign(s) satisfactory to NTIA that identifies the project and indicates that the project is Federally funded. NTIA also Broadband Technology Opportunities Program (BTOP) 6 may require that the recipient maintain a permanent plaque or sign at the project site with the same or similar information.

Land, Easements, and Rights of Way. The recipient must disclose all encumbrances to the operating unit. The operating unit will not accept any encumbrance that interferes with the construction, intended use, operation, or maintenance of the project during its estimated useful life. Unless otherwise provided for in the award, prior to grant of the award and commencement of construction, or when requested by the operating unit, the recipient must furnish evidence, satisfactory in form and substance to the operating unit, that title to real property is vested in the recipient, and that it has obtained any rights-of-way, easements, State and local government permits, long-term leases, or other property interests.

Relocation Assistance. The provisions of the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, as amended, (Pub. L. No. 91-646; 42 U.S.C. § 4601 et seq.), are applicable to each recipient of assistance from an operating unit. This Act provides assistance to persons, businesses, or farm operations affected by the acquisition, rehabilitation or demolition of real property acquired for a project financed wholly or in part with Federal assistance funds. It also requires compliance with specific guidelines pertaining to reimbursable costs incidental to such land acquisition.

Tribal Employment Rights Ordinances. In accordance with Departmental policy, all operating units must recognize Tribal Employment Rights Ordinances (“TEROs”), which

may provide for preferences in contracting and employment, in connection with its financial assistance awards. Tribal ordinances requiring preference in contracting, hiring, and firing and the payment of a TERO fee are allowable provisions under Federal awards and should be incorporated by the operating unit under its grants and contracts with American Indian and Alaska Native tribal governments. The payment of the TERO fee, which supports the tribal employment rights office to administer the preferences, should generally be allowable as an expense that is “necessary and reasonable for proper and efficient performance and administration” of an award, as provided under the applicable cost principles set out in 2 CFR 225.

21. Outreach Plan

The recipient shall provide a detailed outreach plan including a timeline and description of activities that explains what each partner in the project will do and describes the target audience (e.g., youth, unemployed, general public, English language learners.) The recipient shall provide this documentation within 45 days of the award start date.

BUDGET INFORMATION - Non-Construction Programs

OMB Approval No. 0348-0044

SECTION A - BUDGET SUMMARY

Grant Program Function or Activity (a)	Catalog of Federal Domestic Assistance Number (b)	Estimated Unobligated Funds		New or Revised Budget		Total (g)	
		Federal (c)	Non-Federal (d)	Federal (e)	Non-Federal (f)		
1. BTOP	11,557	\$	\$	\$ 865,920.00	\$ 371,108.00	\$ 1,237,028.00	
2.						0.00	
3.						0.00	
4.						0.00	
5. Totals		\$	\$	\$ 865,920.00	\$ 371,108.00	\$ 1,237,028.00	
SECTION B - BUDGET CATEGORIES							
6. Object Class Categories		GRANT PROGRAM, FUNCTION OR ACTIVITY					Total (g)
		(1)	(2)	(3)			
a. Personnel		\$	\$	\$ 0.00	\$ 0.00	\$ 0.00	
b. Fringe Benefits				0.00	0.00	0.00	
c. Travel				1,820.00	781.00	2,601.00	
d. Equipment				229,903.00	98,527.00	328,430.00	
e. Supplies				7,350.00	3,150.00	10,500.00	
f. Contractual				0.00	0.00	0.00	
g. Construction				570,606.00	244,542.00	815,148.00	
h. Other				56,241.00	24,108.00	80,349.00	
i. Total Direct Charges (sum of 6a-6h)		0.00	0.00	865,920.00	371,108.00	1,237,028.00	
j. Indirect Charges						0.00	
k. TOTALS (sum of 6i and 6j)		\$	\$	\$ 865,920.00	\$ 371,108.00	\$ 1,237,028.00	
7. Program Income		\$	\$	\$	\$	\$ 0.00	

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Prescribed by OMB Circular A-102

SECTION C - NON-FEDERAL RESOURCES

(a) Grant Program	(b) Applicant	(c) State	(d) Other Sources	(e) TOTALS
8. BTOP	\$ 371,108.00	\$	\$	\$ 371,108.00
9.				0.00
10.				0.00
11.				0.00
12. TOTAL (sum of lines 8-11)	\$ 371,108.00	\$ 0.00	\$ 0.00	\$ 371,108.00

SECTION D - FORECASTED CASH NEEDS

	FUTURE FUNDING PERIODS (Years)				
	Total for 1st Year	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
13. Federal	\$ 0.00	\$	\$	\$	\$
14. Non-Federal	0.00				
15. TOTAL (sum of lines 13 and 14)	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00

SECTION E - BUDGET ESTIMATES OF FEDERAL FUNDS NEEDED FOR BALANCE OF THE PROJECT

(a) Grant Program	FUTURE FUNDING PERIODS (Years)				
	(b) First	(c) Second	(d) Third	(e) Fourth	
16.BTOP	\$	\$	\$	\$	
17.					
18.					
19.					
20. TOTAL (sum of lines 16-19)	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00

SECTION F - OTHER BUDGET INFORMATION

21. Direct Charges:	22. Indirect Charges:
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23. Remarks:

Broadband Technology Opportunities Program- ARRA Reporting Cover Sheet

The following information is required when you file your report with FederalReporting.gov.

It is important that you include this information exactly as it is indicated below, as this will expedite the review of your materials.

Recipient Name: City of Brownsville

Award Type: G

Award Number: 48-41-B10544

Funding Agency Code: 1335

Awarding Agency Code: 1341

Amount of Award: \$865,920

Catalogue of Federal Domestic Assistance (CFDA) Number: 11.557

Program Source (TAS) Code: 13-0554

DUNS Number: 03-67-72820

Congressional District: 27

Activity Code: W01