



**FY21 Inclusive Innovation Equity Impact Fund Grant Program (“EIF Grant Program”)
REQUEST FOR APPLICATIONS (RFA)**

Release Date of RFA: May 7, 2021
RFA ID #: DMPED – FY21-EIF
Submission Deadline: June 7, 2021 – 4:00pm EDT

All applications must be submitted electronically. Hand delivered or mailed applications will not be accepted. Incomplete applications or those submitted after the deadline will not be accepted.

Submission Details: Online submissions only. Please submit your complete application (including attachments) through the GiftsOnline portal on the website for the Office of the Deputy Mayor for Planning and Economic Development: <https://dmped.dc.gov/>

Point of Contact: DMPED Grants Team Phone: (202) 727-6365; E-mail: dmped.grants@dc.gov

Availability: Download the application from the Office of the Deputy Mayor for Planning and Economic Development website: <https://dmped.dc.gov/>

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I. Overview

The Office of the Deputy Mayor for Planning and Economic Development (“**DMPED**”) is soliciting grant applications from qualified private financial organizations to establish the Inclusive Innovation Equity Impact Fund (the “**Fund**”) and to serve as its fund manager (“**Fund Manager**”).

The Equitable Impact Assistance for Local Businesses Act (D.C. Official Code §2-281.01 *et seq.*) (the “**Act**”) authorizes the establishment of the Fund to address the gap in access to capital for Eligible Businesses (hereinafter defined) that would not otherwise receive early-stage funding through conventional financing. Money in the Fund will be used to facilitate investment in Eligible Businesses, develop an investment strategy and make investments into Eligible Businesses, and provide technical assistance to Eligible Businesses. “**Eligible Business**” is an equity impact enterprise that has \$2 million or less in annual revenue and (i) certifies that its business is unable to obtain conventional financing (i.e.: a business that has attempted but failed in the attempt to obtain financing from conventional sources); or (ii) is a business enterprise that cannot reasonably be expected to qualify for financing under the standards of commercial lending. "Equity impact enterprise" means a business enterprise that is a resident-owned business and a small business enterprise that can demonstrate that it is at least 51% owned by an individual who is, or a majority number of individuals who are: (i) Economically disadvantaged individuals; or (ii) Individuals who have been subjected to racial or ethnic prejudice or cultural bias because of their identity as a member of a group without regard to their individual qualities. A grant of up to \$1.25 million will be made available to a Fund Manager to administer the Fund.

The primary goal of the Fund is to increase access to capital for Eligible Businesses. The secondary goals are to create a pipeline of equity impact enterprises that are attractive investment opportunities in the District, and to provide technical assistance and mentoring to Eligible Businesses. The Fund shall be used to develop investment opportunities for Eligible Businesses that grow out of the initial funding stage and are ready for additional investment, including venture capital and other sources of backing.

DMPED invites applications from private financial organizations with experience mentoring and investing in small businesses and businesses owned by economically disadvantaged individuals. Applicants should demonstrate how the Fund Manager will: (i) structure the Fund and investment criteria; raise and/or provide matching contributions for the Fund; (ii) maintain a sufficient fund balance to administer the Fund; (iii) determine the type of businesses to be targeted for priority investment from the Fund; (iv) offer a variety of financing vehicles, including equity financing, revenue-based financing, royalty financing, and debt financing; and (v) develop investment strategies that will achieve the goals and objectives of the Fund. Preference will be given to applicants that are at least 51% owned, operated, or controlled by economically disadvantaged individuals, or equity impact enterprises, or individuals who have been subjected to racial or ethnic prejudice or cultural bias because of their identity as a member of a group without regard to their individual qualities. Additionally, if applicant manages an existing investment fund, such investment fund should not exceed \$100 million in total investments. Additional consideration will be given for applicants who have experience with, or a feasible plan for obtaining matching contributions for investment in the Fund.

DMPED intends to select the applicant that provides the best solution for meeting the goals of

the Fund. DMPED reserves the right to amend this RFA, reject any or all of the applications, or any part thereof, submitted in response to this RFA, and waive any irregularities or informalities, if such action is deemed to be in the best interest of the District. DMPED reserves the right to request additional information from any Applicant, and to award negotiated contracts to one or more applicants.

This RFA is not intended and shall not be construed to commit DMPED and/or the District to pay any costs incurred in connection with any proposal or to procure or contract with any organization. DMPED will only award funds to organizations that do not discriminate against employees or applicants for employment because of race, creed, color, national origin, sex, age, disability, marital status, sexual orientation, citizenship status or any other status protected by District and Federal laws.

Any terms not defined in this RFA shall have the meaning set forth in the Act.

II. Available Funding

As set forth in the Act, DMPED will make the final decision regarding selection of the Fund Manager and funding. DMPED will award one grant of up to \$1,250,000.00 to support the Fund administration and disbursement of funds to successful applicant. Up to 15% of the grant funds may be used for administrative costs, including the provision of technical assistance to Eligible Businesses, staff time, marketing and outreach, and other costs.

III. General Requirements

- Each application shall be prepared simply and economically, avoiding the use of elaborate promotional materials beyond what is sufficient to provide a complete, accurate, and reliable presentation.
- All proposals must be delivered via GiftsOnline on or before Monday, June 7, 2021 at 4:00 p.m (EDT). Proposals received after the above date and time will not be considered.
- Requests for clarification of this RFA must be written and submitted to Sandra Villarreal, Grants Manager, via email at dmped.grants@dc.gov, **no later than 5:00 p.m. (EDT) on Wednesday, May 26, 2021**. A list of questions and answers will be posted on the DMPED website on **Friday, May 28, 2021**. No communications of any kind will be binding against DMPED and/or the District, except for the formal written responses to any request for clarification.
- No application will be accepted from, nor any agreement awarded to, any applicant that is in arrears upon any debt or in default of any obligation owed to the District. Additionally, no agreement will be awarded to any applicant that has failed to satisfactorily perform pursuant to any prior agreement with the District.
- All applicants must disclose the name, title, and department of any employee or officer who was an employee or officer of the District within the 12 months immediately prior to the application.
- All applicants must provide a list of at least three references from community partners, government agencies, collaborators, and/or an individual with knowledge

of and experience with the specific services being offered.

IV. Applicant Qualifications

Eligible applicants include qualified private financial organizations that meet the requirements below. DMPED will accept applications from partnerships, corporations, trusts, limited liability companies, Community Development Financial Institutions, or a consortium of partnerships, corporations, trusts, limited liability companies, or Community Development Financial Institutions, whether organized on a profit or not-for-profit basis, that have as its primary activity the investment of capital into businesses.

Experience Mentoring and Investing in Eligible Businesses

Applicants should have a significant history of investing in small businesses and businesses owned by economically disadvantaged individuals and others subjected to racial or ethnic prejudice or cultural bias because of their identity as a member of a group without regard to their individual qualities, or businesses that otherwise meet the definition of, or are similar to, an equity impact enterprise. Applicants should be able to show commitment to these groups and experience working with these businesses in other funds they may have administered. Experience working with businesses owned by economically disadvantaged individuals in the District of Columbia will be considered favorably. Applicants should also be able to demonstrate an understanding of additional types funding available for Eligible Businesses.

Experience structuring and administering funds that target Eligible Businesses

Applicants should have a significant history of managing an investment fund designed to increase access to capital for qualified Eligible Businesses.

Experience Managing Similar Funds

Applicants must be able to demonstrate how they created and managed successful funds designed to increase access to capital for Eligible Businesses. Applicants should also be able to demonstrate the ability to maintain a sufficient fund balance to administer the Fund. If an applicant manages an existing investment fund, the existing fund may not exceed \$100,000,000 in total investments.

Capital Development & Financing Options

Applicants should demonstrate their capacity to raise additional resources from financial and other private and public entities. Applicants should demonstrate the ability to provide matching contributions for investment in the Fund. Applicants should also be able to demonstrate the ability to offer a variety of financing vehicles for Eligible Businesses, including equity financing, revenue-based financing, royalty financing, and debt financing; and develop investment strategies that will achieve the goals and objectives of the Fund.

Selecting Businesses for Investment

Applicants should have experience developing criteria for and executing a plan to prioritize Eligible Businesses ready for investment from the Fund.

Creating Investment Opportunities

Applicants should demonstrate how mentorship, investment strategy, and overall execution of the Fund management will contribute to creating a pipeline of equity impact enterprises that are attractive investment opportunities in the District. Applicants should also demonstrate how it

would develop investment opportunities for Eligible Businesses that grow out of the initial funding stage and are ready for additional investment, including venture capital and other sources of backing

Creating Mentorship Opportunities

Applicants should demonstrate how its technical assistance program would provide additional mentorship opportunities for Eligible Businesses.

Organizational Capacity

Applicants must be able to demonstrate the ability to begin accepting applications from Eligible Businesses seeking investment, on a rolling basis, within thirty (30) days of being awarded a grant by DMPED. Once selected, the successful applicant must also be able to provide Eligible Businesses with a 12-month individualized business plan, including at least 3 months of technical assistance training. Applicants should demonstrate that they have the staff and resources available to plan, market, develop, and administer the Fund. Applicants should also demonstrate overall administrative capacity including financial stability, management capacity, staff qualifications, ability to meet reporting requirements as required by the Act.¹

Governance

Applicants should demonstrate that its Board or other governing body has the skills and experience related to small business development, and possesses the fund management, legal, business administration, and management skills required to oversee the Fund in coordination with DMPED.

V. Scope of Professional Services Required

A. Introduction

DMPED seeks competitive applications for a Fund Manager for the Fund. As described above, the purpose of the Fund is to address the gap in access to Eligible Businesses.

To achieve this goal, the Fund will provide ability to offer a variety of financing vehicles, including equity financing, revenue-based financing, royalty financing, and debt financing to eligible businesses.

As detailed in the Act, \$1,250,000 has been allocated for this Fund in the District's Fiscal Year 2021. A single award will be made to one applicant. There should be no expectation that funds will be available from the District in the future to replenish the Fund.

B. Program Information

The selected Fund Manager will develop a complete scope of work and program performance metrics after the selection process is finalized to be approved by DMPED in DMPED's sole and absolute discretion.

¹ See D.C. Code § 2-281.05.

Eligible Activities

The Fund shall be used to support the activities outlined below:

- (1) Facilitate investment in Eligible Businesses that lack access to capital;
- (2) Make investments into Eligible Businesses based on an investment strategy determined by the Fund Manager; and
- (3) Administer the Fund, including the provision of technical assistance to Eligible Businesses; provided, that no more than 15% of the District's grant may be used annually for this purpose.

Fund Terms and Structure

- The Fund Manager will use District funds and other private or philanthropic resources to provide financing to Eligible Businesses.
- The Fund Manager shall begin accepting applications from Eligible Businesses seeking investment, on a rolling basis, within thirty (30) days of being awarded a grant.
- Up to 15% of District grant funds can be used for technical assistance, staff time, marketing and outreach, and other administrative costs.

Fund Manager Responsibilities

The Fund Manager will be responsible for:

- Leveraging the DMPED funds with private and philanthropic investment at a ratio of at least 1:1, to be further defined in the grant agreement;
- Developing a scope of work and program evaluation metrics for DMPED approval;
- Sourcing the businesses who will benefit from the Fund through targeted communications and outreach;
- Collaborating, partnering, and subcontracting with other organizations, as needed, to successfully implement the Fund;
- Disbursing the funds for investment and the development of technical assistance services; and
- Providing quarterly reports to DMPED on progress towards meeting the Fund program evaluation metrics.

C. Program Performance

The Fund Manager shall submit to DMPED, on a quarterly basis, a report on the activities of the Fund. The report shall include, at a minimum:

- The aggregate amount of dollars invested in Eligible Businesses during the reporting period;
- The number of Eligible Businesses receiving an investment, including the name and business address for each;
- A copy of the individualized business plan for each Eligible Business, including a description of the technical assistance training provided; and
- The aggregate amount of funds in the Fund and a breakdown of the amount of the funds in the Fund (including each amount reported as a percentage of the aggregate amount of the Fund) used for each of the following, technical assistance, administrative costs, and compensation for the Fund Manager.

VI. Information Session

DMPED will host at least one live web information sessions. Date and time of the session(s) will be posted on the DMPED website and accessible via this link: <https://dmped.dc.gov>. Prospective applicants with questions regarding this Request for Applications (RFA) are encouraged to attend one of these sessions.

VII. Submission Guidelines

All applications must be submitted via the online application system. All attachments must be submitted in Adobe Acrobat PDF format. Any other formats will deem the submission incomplete.

All electronic applications must be submitted no later than Monday, June 7, 2021 at 4:00 p.m. (EDT). All applications will be recorded upon receipt. Any applications received after the deadline will not be accepted. Unless requested by DMPED, any additions or deletions to an application will not be accepted after the specified deadline. DMPED is not responsible for unreadable, incomplete, and/or out-of-order submissions.

DMPED is not responsible for malfunctions of the online platform. DMPED advises prospective applicants not to upload any documents using Dropbox or similar applications due to access issues.

VIII. Application Review

A. Initial Screening

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

- 1) The application is received after the closing date;
- 2) The application package is not complete (see requirements in Section XIII);
- 3) The application narrative fails to address the program priorities; or,
- 4) The application does not fall within the scope this RFA.

B. Independent Review Panel

This is a competitive grant. To ensure fair assessment of grant applications, DMPED will convene a diverse review panel to evaluate eligible applications and submit a recommendation for funding. The review panel will consist of neutral, qualified individuals selected for their knowledge of the District's community, their experiences in grant-making and program development, and their familiarity with funding priority areas set forth in this RFA. The panel members will review screened applications and submit scoring, ranking and comments to DMPED.

C. Final Review

Based on the independent review panel recommendations, the Mayor's budget priorities, the resources available, and the goals of the program, DMPED will make the final funding decision. DMPED leadership will submit recommendations to the Deputy Mayor for Planning and Economic Development for final approval after taking into consideration the independent review panel's recommendations. **The final funding decision cannot be contested or appealed.**

IX. Scoring Criteria

The application must provide sufficient information for DMPED to make a determination of merit of the applications.

Applications will be evaluated based on the criteria outlined below. Failure to demonstrate how the proposed services meet these criteria may reduce the application's score. Applications should include the elements for each section to be eligible for the maximum consideration. Applications that fail to include all the necessary elements may not be reviewed or considered and may be disqualified.

Experience Mentoring and Investing in Eligible Businesses (20%)

- Describe any programs where applicant has invested in small businesses and businesses owned by economically disadvantaged individuals and others subjected to racial or ethnic prejudice or cultural bias because of their identity as a member of a group without regard to their individual qualities, or businesses that otherwise meet the definition of, or are similar to, an equity impact enterprise.
- Describe any mentorship programs or other experience that demonstrates commitment to working with these businesses.
- Describe any experience working with in small businesses and businesses owned by economically disadvantaged individuals in the District of Columbia.
- Describe additional funding opportunities that could be available for Eligible Businesses.

Experience structuring, administering, and managing funds that target Eligible Businesses (30%)

- Describe any history of structuring, administering, and managing an investment fund designed to increase access to capital for small businesses and businesses owned by economically disadvantaged individuals that would not otherwise receive early-stage funding through conventional financing options.
- Describe how applicant will maintain a sufficient fund balance to administer the Fund.
- Describe the size of any existing investment funds, in total investment per fund.
- Include resumes for organizational leadership and key staff expected to support the Fund.
- Include three names of individuals who can provide a recommendation regarding prior fund management.

Capital Development & Financing Options (25%)

- Describe how applicant plans to raise matching contributions (a ratio of at least 1:1) from financial and other private and public entities for investment in the Fund.
- If applicant is able to commit matching funds within 30 days of being selected, provide evidence available funds and/or firm commitments. Available matching funds and/or firm

commitments will be given preference.

- If applicant is able to commit to a higher ratio, please provide evidence of applicant's capability to make this commitment. Higher ratio commitments will be given preference.
- Describe how applicant would use various financing vehicles for the Eligible Businesses, including equity financing, revenue-based financing, royalty financing, and debt financing; and develop investment strategies that will achieve the goals and objectives of the Fund.

Selecting Businesses for Mentorship & Investment (10%)

- Provide a narrative summary of how you will promote and source the businesses supported by the Fund, and how you will identify the mentorship programming offered through the Fund.
- Describe how your technical assistance program would provide additional mentorship opportunities for Eligible Businesses.
- Describe how your mentorship and investment plans will create a pipeline of equity impact enterprises that are attractive investment opportunities in the District.
- Describe your approach to investment and mentorship for companies that grow out of the initial funding stage and are ready for additional investment, including venture capital and other sources of backing.

Organizational Capacity & Governance (10%)

- Provide a narrative summary of the specialized experience and technical competence of the staff to be assigned to the project with respect to the Fund management.
- Describe your capacity to begin accepting applications from Eligible Businesses seeking investment, on a rolling basis, within 30 days of being selected.
- Describe your experience with developing individualized business plans for small businesses and businesses owned by economically disadvantaged individuals and others subjected to racial or ethnic prejudice or cultural bias.
- Describe the relevant skills and experience your Board or other governing body has for administering this Fund.
- Address how you will manage to meet the goals articulated by DMPED, including a work plan and budget.
- Provide a narrative summary regarding the process for implementing the Fund, including how you will build a revolving fund that is sustainable beyond the first year.
- Provide a narrative summary of the technological systems and resources that will be available and utilized for the application review process and funds disbursement.
- If applicant desires, provide a narrative statement as to whether the applicant is at least 51% owned, operated, or controlled by economically disadvantaged individuals, or equity impact enterprises, or individuals who have been subjected to racial or ethnic prejudice or cultural bias because of their identity as a member of a group without regard to their individual qualities.

Financial Viability (5%)

- Provide a narrative and attach audited annual financial statements for the past three years and an audited quarterly report as of December 31, 2020 to document the applicant's current financial standing and track record of financial health. Applicant shall also provide financial statements indicating the value of any existing investment funds managed by the applicant.

X. Anticipated Announcement and Award Notification

Anticipated time for processing applications is thirty (30) to forty-five (45) days after the deadline for submission of applications.

DMPED will send a response letter to eligible applicants, informing them of their status in the review process and requesting the following supplemental documentation.

1. Proof of Insurance – See Article **XV**.
2. Automated Clearing House (ACH) Form – Approved awardees will receive disbursed tranche via an electronic transmission to the bank account designated for this grant. To establish this transfer, approved awardees must fully complete and submit an ACH Form that includes the signature of an authorized representative from their financial institution.
3. EEO Policy Statement - Applicants are required to sign an Equal Employment Opportunity (EEO) Statement with the District’s Office of Human Rights.
4. Grant Agreement - Applicants are required to sign an agreement setting forth the terms and obligations that will serve as conditions for Applicant’s receipt of the applicable grant funds.
5. Ethics and Accountability Statement – The selected applicant is required to sign an affidavit which attests to an absence of any inappropriate contributions.
6. Debarment Affidavit
7. Arrest and Conviction Statement
8. IRS W-9 Form
9. If applicable, the selected applicant will be required to execute a First Source Employment Agreement with the District Department of Employment Services governing certain obligations of grantees regarding job creation and employment generated as a result of the grant under the Workforce Intermediary Establishment and Reform of the First Source Amendment Act of 2011 (D.C. Law 19-84, D.C. Official Code §§ 2-219.01 et seq.) and the rules and regulations promulgated thereunder, and Mayor’s Order 83-265.
10. If applicable, the selected applicant will be required to execute a Subcontracting Plan governing certain obligations of grantees under the Small and Certified Business Enterprise Development and Assistance Act of 2005, as amended (D.C. Law 16-33; D.C. Official Code §§2-218.01, et seq.).

To remain eligible for this grant, all supplemental documentation must be submitted to DMPED within 5 business days of the response letter. An applicant that cannot provide these materials

WITHIN 5 BUSINESS DAYS will be deemed ineligible to receive grant funds.

XI. Terms and Conditions

Funding for this grant is contingent upon continued funding from DMPED. This RFA does not commit DMPED to make a grant award.

DMPED reserves the right to accept or deny any or all applications if it is determined to be in the best interest of DMPED to do so. DMPED shall notify the applicant if it rejects their application. DMPED reserves the right to suspend or terminate an RFA pursuant to its own grantmaking rules or any applicable federal regulation or requirement.

DMPED reserves the right to waive any irregularities or informalities, if such action is deemed to be in the best interest of the District.

DMPED reserves the right to issue addenda and/or amendments subsequent to the issuance of this RFA, or to rescind this RFA. DMPED reserves the right to request additional information from any applicant.

DMPED shall not be liable for any costs incurred in the preparation of applications in response to this RFA. The applicant agrees that all costs incurred in developing the application for this grant are the applicant's sole responsibility.

DMPED may conduct pre-award on-site visits to verify information submitted in the application and to determine if the applicant's facilities are appropriate for the services intended.

DMPED may enter into negotiations with an applicant and adopt a firm funding amount or other revision of the applicant's proposal that may result from negotiations.

DMPED shall provide the citations to the statute and implementing regulations that authorize the grant or sub-grant; all applicable federal and District regulations and payment provisions identifying how the grantee will be paid for performing under the grant agreement; reporting requirements, including programmatic, financial, and any special reports required by DMPED; and compliance conditions that must be met by the grantee.

If there are any conflicts between the terms and conditions of this RFA and any applicable federal or local laws or regulations, or any ambiguity related thereto, then the provisions of the applicable laws or regulations shall control, and it shall be the responsibility of the applicant to ensure compliance.

DMPED reserves the right to withhold funds and/or withdraw a grant award to applicants who change vendors during the period of performance prior to submission and approval by DMPED.

DMPED reserves the right to recover the amount of the grant award and may exercise this right if the successful applicant, as Fund Manager, does not, within a reasonable period, as determined by DMPED, place investments into Eligible Businesses in an amount equal to the amount of the grant award.

XII. Point of Contact

Sandra Villarreal, Grants Manager
Phone: (202) 727-6365
Email: dmped.grants@dc.gov

XIII. Checklist for Applications

Verify that the application form is prepared on 8 ½ by 11-inch page format, using 11 – or -12-point Arial, Calibri, or Times New Roman type.

- The application is submitted electronically to DMPED through GiftsOnline.
- The application includes the requested information below:
 - Cover page with the Contact Information for the RFA Applicant
 - Name of Organization
 - Key Contact
 - Mailing Address
 - Telephone
 - Email
 - Narrative response for the FY21 Equity Impact Fund, including:
 - Applicant Introduction
 - Experience Mentoring and Investing in Eligible Businesses
 - Experience structuring, administering, and managing funds that target Eligible Businesses
 - Capital Development & Financing Options
 - Selecting Businesses for Mentorship & Investment
 - Organizational Capacity & Governance
 - Financial Viability
 - List of all prime contractors and subcontractors that their organization does business with related to the service in this RFA

Each grant application must include each of the following required attachments, completed by the applicant, and that any grant application submitted without ALL these required attachments will not be considered for the award:

- The following attachments.
 - Attachment A – Organizational documents (for example, Articles of Incorporation and Bylaws, as applicable)
 - Attachment B – Organizational chart
 - Attachment C – Board resumes

- Attachment D – Staff resumes
 - Attachment E – Tax-exempt status determination letter, as applicable
 - Attachment F – Certification by the DC Department of Consumer and Regulatory Affairs (DCRA) to do business in the District of Columbia
 - Attachment G – Certificate of Clean Hands from the DC Office of Tax and Revenue (current within the last six months)
 - Attachment H – Evidence of Good Standing from DCRA (current within the last 6 months)
 - Attachment I – Audited Financial statements and reports for the last three years
 - Attachment J – Copy of Basic Business License
 - Attachment K – Conflict of Interest Policy and Statements
 - Attachment L – Statement of Certification
- The following completed forms (A through E can be provided after the application as described in Section X)
 - Appendix A – Certificate of Insurance
 - Appendix B – ACH Enrollment Form
 - Appendix C – EEO Policy Commitment Package
 - Appendix D – IRS W-9 Form
 - Appendix E – Debarment Affidavit
 - Appendix F – Arrest and Conviction Statement
 - Appendix G – Ethics and Accountability Statement

XIV. Grant Disbursement

DMPED expects to award one grant for a maximum amount of \$1,250,000.00.

The grantee’s performance under the Grant Agreement shall extend from the execution of the grant agreement through September 30, 2022. The District’s period of agreement and financial obligation for the grant will be from the execution of the grant agreement until September 30, 2021.

Grant funding will be disbursed to the grantee based on award amount provided expenditures are allowable expenses and grantee adheres to the disbursement process.

Vendors (grantees) must submit invoices electronically through the vendor portal: <https://vendorportal.dc.gov>. Vendors are required to register on the vendor portal prior to submitting an invoice.

XV. Taxability of Grant Funds

Receipt of grant funds may be considered taxable income to the grantee. Grantees should consult their tax advisor regarding tax income and tax liability concerns.

XVI. Insurance

A. GENERAL REQUIREMENTS.

Grantee shall procure and maintain, during the entire performance period under this grant,

the types of insurance specified below. Grantee shall have its insurance broker or insurance company submit a Certificate of Insurance to DMPED Director of Contracts, Procurement and Grants giving evidence of the required coverage prior to commencing performance under this grant. In no event shall any work be performed until the required Certificates of Insurance signed by an authorized representative of the insurer(s) have been provided to, and accepted by, DMPED Director of Contracts, Procurement and Grants. All insurance shall be written with financially responsible companies authorized to do business in the District of Columbia or in the jurisdiction where the work is to be performed and have an A.M. Best Company rating of A-VIII or higher.

Grantee shall require all of its subgrantees involved in the provision of services under this Agreement to carry insurance applicable to their basic operations. Note that food delivery to seniors, disabled, and/or children will require sexual abuse/molestation coverage - \$1,000,000/\$2,000,000. Silent coverage and/or shared limits are not acceptable.

Grantee shall ensure that all policies provide that DMPED Director of Contracts, Procurement and Grants shall be given thirty (30) days prior written notice in the event the stated limit in the declarations page of the policy is reduced via endorsement or the policy is canceled prior to the expiration date shown on the certificate. Grantee shall provide DMPED Director of Contracts, Procurement and Grants with ten (10) days' prior written notice in the event of non-payment of premium.

All required policies shall contain a waiver of subrogation provision in favor of the Government of the District of Columbia.

The Government of the District of Columbia shall be included in all policies required hereunder to be maintained by the Grantee and its subgrantees (except for workers' compensation and professional liability insurance) as an additional insured for claims against The Government of the District of Columbia relating to this contract, with the understanding that any affirmative obligation imposed upon the insured Grantee or its subgrantees (including without limitation the liability to pay premiums) shall be the sole obligation of the Grantee or its subgrantees, and not the additional insured. The additional insured status under the Grantee's and its subgrantees' Commercial General Liability insurance policies shall be effected using the ISO Additional Insured Endorsement form CG 20 10 11 85 (or CG 20 10 07 04 **and** CG 20 37 07 04) or such other endorsement or combination of endorsements providing coverage at least as broad and approved by The Government of the District of Columbia. All of the Grantee's and its subgrantees' liability policies (except for workers' compensation and professional liability insurance) shall be endorsed using ISO form CG 20 01 04 13 or its equivalent so as to indicate that such policies provide primary coverage (without any right of contribution by any other insurance, reinsurance or self-insurance, including any deductible or retention, maintained by an Additional Insured) for all claims against the additional insured arising out of the performance of this Grant Agreement by the Grantee or its subgrantees, or anyone for whom the Grantee or its subgrantees may be liable. These policies shall include a separation of insureds clause applicable to the additional insured.

If the Grantee and/or its subgrantees maintain broader coverage and/or higher limits than the minimums shown below, the District requires and shall be entitled to the broader

coverage and/or the higher limits maintained by the Grantee and subgrantees.

1. Commercial General Liability Insurance (“CGL”) - The Grantee shall provide evidence satisfactory to DMPED with respect to the services performed that it carries a CGL policy, written on an occurrence (not claims-made) basis, on Insurance Services Office, Inc. (“ISO”) form CG 00 01 04 13 (or another occurrence-based form with coverage at least as broad and approved by DMPED in writing), covering liability for all ongoing and completed operations of the Grantee, including ongoing and completed operations under all subcontracts, and covering claims for bodily injury, including without limitation sickness, disease or death of any persons, injury to or destruction of property, including loss of use resulting therefrom, personal and advertising injury, and including coverage for liability arising out of an Insured Contract (including the tort liability of another assumed in a contract) and acts of terrorism (whether caused by a foreign or domestic source). Such coverage shall have limits of liability of not less than \$1,000,000 each occurrence, a \$2,000,000 general aggregate (including a per location or per project aggregate limit endorsement, if applicable) limit, a \$1,000,000 personal and advertising injury limit, and a \$2,000,000 products-completed operations aggregate limit.
2. Automobile Liability Insurance - The Grantee shall provide evidence satisfactory to DMPED of commercial (business) automobile liability insurance written on ISO form CA 00 01 10 13 (or another form with coverage at least as broad and approved by DMPED in writing) including coverage for all owned, hired, borrowed and non-owned vehicles and equipment used by the Grantee, with minimum per accident limits equal to the greater of (i) the limits set forth in the Grantee’s commercial automobile liability policy or (ii) \$1,000,000 per occurrence combined single limit for bodily injury and property damage.
3. Workers’ Compensation Insurance - The Grantee shall provide evidence satisfactory to DMPED of Workers’ Compensation insurance in accordance with the statutory mandates of the District of Columbia or the jurisdiction in which the contract is performed.

Employer’s Liability Insurance - The Grantee shall provide evidence satisfactory to DMPED of employer’s liability insurance as follows: \$500,000 per accident for injury; \$500,000 per employee for disease; and \$500,000 for policy disease limit.

All insurance required by this paragraph 3 shall include a waiver of subrogation endorsement for the benefit of Government of the District of Columbia.

4. Cyber Liability Insurance - The Grantee shall provide evidence satisfactory to the Contracting Officer of Cyber Liability Insurance, with limits not less than \$2,000,000 per occurrence or claim, \$2,000,000 aggregate. Coverage shall be sufficiently broad to respond to the duties and obligations as is undertaken by Grantee in this agreement and shall include, but not limited to, claims involving infringement of intellectual property, including but not limited to infringement of copyright, trademark, trade dress, invasion of privacy violations, information theft, damage to or destruction of electronic information, release of private information, alteration of electronic information,

extortion and network security. The policy shall provide coverage for breach response costs as well as regulatory fines and penalties as well as credit monitoring expenses with limits sufficient to respond to these obligations. Limits may not be shared with other lines of coverage. Cyber Policy must be submitted to The Office of Risk Management (ORM) for review/approval.

5. Commercial Umbrella or Excess Liability - The Grantee shall provide evidence satisfactory to DMPED of commercial umbrella or excess liability insurance with minimum limits equal to the greater of (i) the limits set forth in the Grantee's umbrella or excess liability policy or (ii) \$5,000,000 per occurrence and \$5,000,000 in the annual aggregate, following the form and in excess of all liability policies. **All** liability coverages must be scheduled under the umbrella and/or excess policy. The insurance required under this paragraph shall be written in a form that annually reinstates all required limits. Coverage shall be primary to any insurance, self-insurance or reinsurance maintained by the District and the "other insurance" provision must be amended in accordance with this requirement and principles of vertical exhaustion.
- B. PRIMARY AND NONCONTRIBUTORY INSURANCE. The insurance required herein shall be primary to and will not seek contribution from any other insurance, reinsurance or self-insurance including any deductible or retention, maintained by the Government of the District of Columbia.
- C. DURATION. The Grantee shall carry all required insurance until all contract work is accepted by the District of Columbia and shall carry listed coverages for ten years for construction projects following final acceptance of the work performed under this contract and two years for non-construction related contracts.
- D. LIABILITY. These are the required minimum insurance requirements established by the District of Columbia. However, the required minimum insurance requirements provided above will not in any way limit the Grantee's liability under this contract.
- E. GRANTEE'S PROPERTY. Grantee and subgrantees are solely responsible for any loss or damage to their personal property, including but not limited to tools and equipment, scaffolding and temporary structures, rented machinery, or owned and leased equipment. A waiver of subrogation shall apply in favor of the District of Columbia.
- F. MEASURE OF PAYMENT. The District shall not make any separate measure or payment for the cost of insurance and bonds. The Grantee shall include all of the costs of insurance and bonds in the contract price.
- G. NOTIFICATION. The Grantee shall ensure that all policies provide that DMPED shall be given thirty (30) days prior written notice in the event of coverage and / or limit changes or if the policy is canceled prior to the expiration date shown on the certificate. The Grantee shall provide DMPED with ten (10) days prior written notice in the event of non-payment of premium. The Grantee will also provide DMPED with an updated Certificate of Insurance should its insurance coverages renew during the contract.

- H. **CERTIFICATES OF INSURANCE.** The Grantee shall submit certificates of insurance giving evidence of the required coverage as specified in this section prior to commencing work. Certificates of insurance must reference the corresponding contract number. Evidence of insurance shall be submitted to:

The Government of the District of Columbia

**And mailed to the attention of:
Office of the Deputy Mayor for Planning and Economic Development
Contracts, Procurement and Grants (Certificates of Insurance)
1015 Half Street, SE, 9th Floor, Washington, DC 20003
(202) 727-6365
Dmped.grants@dc.gov**

DMPED may request and the Grantee shall promptly deliver updated certificates of insurance, endorsements indicating the required coverages, and/or certified copies of the insurance policies. If the insurance initially obtained by the Grantee expires prior to completion of the contract, renewal certificates of insurance and additional insured and other endorsements shall be furnished to DMPED prior to the date of expiration of all such initial insurance. For all coverage required to be maintained after completion, an additional certificate of insurance evidencing such coverage shall be submitted to DMPED on an annual basis as the coverage is renewed (or replaced).

- I. **DISCLOSURE OF INFORMATION.** The Grantee agrees that the District may disclose the name and contact information of its insurers to any third party which presents a claim against the District for any damages or claims resulting from or arising out of work performed by the Grantee, its agents, employees, servants or subgrantees in the performance of this contract.
- J. **CARRIER RATINGS.** All Grantee's and its subgrantees' insurance required in connection with this contract shall be written by insurance companies with an A.M. Best Insurance Guide rating of at least A- VII (or the equivalent by any other rating agency) and licensed in the District.