

***Federal Funding Opportunity
Request for Applications (RFA)***

Executive Summary

Federal Agency Name: U.S. Department of Transportation
Federal Highway Administration
Office of Acquisition Management
1200 New Jersey Ave, S.E., Suite E64-448
Washington, DC 20590
Attention: Karen Marshall, HAAM-40F

Funding Opportunity Title: ***“National Bicycle and Pedestrian Clearinghouse”***

Announcement Type: This is the initial announcement of this funding opportunity.

Funding Opportunity Number: ***RFA Number DTFH61-11-RA-00005***

Catalog of Federal Domestic Assistance (CFDA) Number: 20.200

Dates: RFA Issue Date is February 9, 2011
Application Due Date is March 2, 2011

Direct Questions to: Karen Marshall, HAAM-40F, Karen.Marshall@dot.gov
(202) 366-6010

TABLE OF CONTENTS

<u>Section Title</u>	<u>Page</u>
SECTION I – FUNDING OPPORTUNITY DESCRIPTION.....	3
SECTION II – AWARD INFORMATION.....	8
SECTION III - ELIGIBILITY INFORMATION.....	10
SECTION IV – APPLICATION AND SUBMISSION INFORMATION	10
SECTION V – APPLICATION REVIEW INFORMATION	14
SECTION VI – AWARD ADMINISTRATION INFORMATION.....	16
SECTION VII - AGENCY CONTACT	30
 <u>Attachments</u>	
ATTACHMENT A	31

SECTION I – FUNDING OPPORTUNITY DESCRIPTION

A. STATEMENT OF PURPOSE

The Federal Highway Administration (FHWA) is accepting applications for a cooperative agreement to establish and operate a National Bicycle and Pedestrian Clearinghouse. As stated in House conference report language (Section 1411(b)) accompanying the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU), the Secretary is authorized to make grants to an organization to operate a national bicycle and pedestrian clearinghouse to “disseminate techniques and strategies for improving bicycle and pedestrian safety, and to develop information and educational programs related to pedestrian activities and cycling”. According to the statutory language in SAFETEA-LU (section 1411(b)) calling for this clearinghouse, the recipient will:

1. Operate a national bicycle and pedestrian clearinghouse
2. Develop information and educational programs; and
3. Disseminate techniques and strategies improving bicycle and pedestrian safety.

US Department of Transportation Secretary Ray LaHood has stressed the importance of considering walking and bicycling in all transportation projects. The National Bicycle and Pedestrian Clearinghouse will provide support for communities across the country that want to make walking and bicycling safer and more convenient.

B. LEGISLATIVE AUTHORITY

Legislative authority to establish the National Bicycle and Pedestrian Clearinghouse can be found in Section 1411(b), Bicycle and Pedestrian Safety Grants, of SAFETEA-LU:

(b) Bicycle and Pedestrian Safety Grants—

- (1) IN GENERAL—The Secretary shall make grants to a national not-for-profit organization engaged in promoting bicycle and pedestrian safety to — (A) operate a national bicycle and pedestrian clearinghouse; (B) develop information and educational programs; and (C) to disseminate techniques and strategies for improving bicycle and pedestrian safety.
- (2) FUNDING—There is authorized to be appropriated from the Highway Trust Fund (other than the Mass Transit Account) \$ 300,000 for fiscal year 2005 and \$ 500,000 for each of fiscal years 2006 through 2009 to carry out this subsection.

FHWA is currently operating under a series of continuing resolutions. FHWA surface transportation programs, including the highway and highway safety programs under SAFETEA-LU, have been extended through March 4, 2011 pursuant to the Surface Transportation Extension Act of 2010, Part II, title II of Pub. L. No. 111-322. Accordingly, funding has been maintained at the FY 2009 levels.

C. BACKGROUND

This agreement will replace the existing national pedestrian and bicycle clearinghouse known as the Pedestrian and Bicycle Information Center (PBIC), currently operated by the University of North Carolina at Chapel Hill pursuant to Cooperative Agreement No. DTFH61-06-H-00025. There will be a minimum of a 20 day overlap between the existing PBIC and this new Clearinghouse for transitioning activities. The new award will be made to a national not-for-profit organization engaged in promoting walking and bicycling. To learn about ongoing and planned FHWA and National Highway Traffic Safety Administration (NHTSA) bicycle and pedestrian activities, the following websites can be accessed:

- FHWA's Bicycle and Pedestrian Program: www.fhwa.dot.gov/environment/bikeped/index.htm.
- FHWA's Pedestrian and Bicycle Safety Program: www.safety.fhwa.dot.gov/ped_bike.
- NHTSA's Bicycle Program: www.nhtsa.gov/Bicycles.
- NHTSA's Pedestrian Program: www.nhtsa.gov/Pedestrians.

Since the early 1990s, Federal transportation funding used for bicycle and pedestrian projects and programs has dramatically increased (see www.fhwa.dot.gov/environment/bikeped/bipedfund.htm). With this increase, has come a corresponding increase in the demand for technical assistance and information by professionals and advocates. The role of the National Bicycle and Pedestrian Clearinghouse is to help address these needs.

D. STATEMENT OF WORK

The National Bicycle and Pedestrian Clearinghouse will provide technical assistance to transportation professionals, the general public, and decision makers concerning engineering, planning, education, law enforcement, encouragement, and evaluation programs designed to increase the use and safety of bicycling and walking. The major tasks involved in the National Bicycle and Pedestrian Clearinghouse activities are outlined below.

Task 1. Operate a National Bicycle and Pedestrian Clearinghouse: The Clearinghouse will, at a minimum:

- In cooperation with the Government, develop an annual work plan for its activities.
- Develop and maintain a stand-alone, user friendly web site or family of web sites.
The web site(s) will:
 - Contain materials relating to engineering, planning, education, enforcement, encouragement, and evaluation related to walking and bicycling. This must include information regarding accessibility (e.g., Americans with Disabilities Act).
 - Maintain a library of bicycle and pedestrian materials and online visual images.

- Allow users to submit resources to the library.
- As necessary, convert related hardcopy documents to electronic format to post on the web site. **Note: All new materials produced for the web must be Section 508 compliant.**
- Support the State DOT Bicycle and Pedestrian Coordinators by:
 - Establishing, hosting, and moderating a listserv for State DOT Bicycle and Pedestrian Coordinators.
 - Scheduling and hosting bimonthly conference web meetings for the State DOT Bicycle and Pedestrian Coordinators, monthly US DOT share meetings, and related efforts.
 - Arrange the annual meeting for the State DOT Bicycle and Pedestrian Coordinators.
- Provide technical assistance to State, regional and local agency staff, and advocates on bicycle and pedestrian issues, such as innovative treatments and designs. In addition, this could include the development of standardized bicycling and walking count forms and survey materials.
- Produce an annual report for decision makers, practitioners, and the general public, assessing the state of walking and bicycling (e.g. safety statistics, spending, best practices, and other highlights) and highlighting Clearinghouse accomplishments.

Task 2. Disseminate techniques and strategies for improving bicycle and pedestrian safety and mobility: Among other activities, this Clearinghouse will:

- In cooperation with the Government, establish a national review group to provide input on the operation of the clearinghouse.
- Host free monthly or bimonthly webinars open on key issues related to walking and bicycling.
- Determine what information and delivery mechanisms already exist, and those that are needed to provide effective engineering, educational, enforcement, encouragement, and evaluation techniques and strategies.
- Deliver techniques and strategies using appropriate delivery channels (including partnerships with other organizations) to state and local officials and to advocates.
- Help promote events such as National Bike to Work Day.
- Promote results from the Nonmotorized Transportation Pilot Program.
- Travel to sites around the country to conduct training and participate in conferences.
- Provide case studies, best practices, and other information about topics that will help make walking and bicycling safer and more convenient.
- Develop presentations related to bicycle and pedestrian activities suitable for technical audiences.

Task 3. Conduct other coordination, planning, and tracking activities: Among other activities, this Clearinghouse will:

- Plan, organize, host, facilitate, and participate in meetings and conferences (including video, web, and teleconferences) to promote walking and bicycling.

- Coordinate activities with other related clearinghouses (e.g., the National Center for Safe Routes to School and the National Transportation Enhancements Clearinghouse) and programs (e.g., FHWA's Livability Initiative).
- Conduct analyses and complete evaluations of bicycle and pedestrian techniques, strategies, initiatives, and programs.

Task 4. Provide additional program communication regarding bicycling and walking initiatives:

- In cooperation with the Agreement Officer's Technical Representative, provide additional communication and information (e.g., respond to inquiries regarding the program, develop materials to advance awareness of the program) for the benefit of the bicycle and pedestrian program.

NOTE: In the technical content of their proposals, bidders should include a timeline for the National Bicycle and Pedestrian Clearinghouse to be operational (e.g., to establish the listserv, develop and prepare to offer training programs, develop and disseminate best practices, etc.).

E. SECTION 508 OF THE REHABILITATION ACT OF 1973

Accessibility Requirements: Section 508 of the Rehabilitation Act of 1973

Although the requirements of Section 508 of the Rehabilitation Act of 1973, as amended, do not apply to assistance agreements, the FHWA is subject to the Act's requirements that all documents posted on an FHWA or FHWA-hosted website comply with the accessibility standards of the Act. As such, all electronic and information technology products that are submitted under this Agreement must be Section 508-compliant so that they can be web posted without further modification.

Applicants that ensure that their websites comply with Federal Accessibility Requirements will receive higher consideration during the evaluation.

The Act requires that all electronic products prepared for the Federal government be accessible to persons with disabilities, including those with vision, hearing, cognitive, and mobility impairments. See Section 508 of the Rehabilitation Act at www.access-board.gov/508.htm and the Federal Information Technology Accessibility Initiative Home Page (www.section508.gov/) for detailed information. The following paragraphs summarize the requirements for preparing FHWA reports in conformance with Section 508 for eventual posting by FHWA to an FHWA-sponsored website.

a. *Electronic documents with images*

Provide a text equivalent for every non-text element (including photographs, charts and equations) in all publications prepared in electronic format. Use descriptions such as "alt" and "longdesc" for all non-text images or place them in element content. For all documents prepared, vendors must prepare one standard HTML format as described in this statement of work AND one text format that includes descriptions for all non-text images. "Text

equivalent” means text sufficient to reasonably describe the image. Images that are merely decorative require only a very brief “text equivalent” description. However, images that convey information that is important to the content of the report require text sufficient to reasonably describe that image and its purpose within the context of the report.

b. *Electronic documents with complex charts or data tables*

When preparing tables that are heavily designed, prepare adequate alternate information so that assistive technologies can read them out. Identify row and column headers for data tables. Provide the information in a nonlinear form. Markups shall be used to associate data cells and header cells for data tables that have two or more logical levels of row and column headers.

c. *Electronic documents with forms*

When electronic forms are designed to be completed online, the form shall allow people using assistive technology to access the information, field elements, and functionality required for completion and submission of the form, including all directions and cues.

Draft documents developed under this Agreement shall be delivered as electronic files compatible with Microsoft Word 2000, or verified to be error free when read using Microsoft Word 2000 and Adobe PDF formats. Any other electronic format shall receive prior approval from the AOTR. With prior approval of the AOTR, artwork or graphics not embedded in the electronic (MS Word) document may be submitted in camera ready format. Deliverables must follow the publications guidelines available at: www.tfhr.gov/qkref/qrgmain.htm unless otherwise indicate in this scope of work.

The final deliverables to be delivered under this Agreement must comply with Section 508 of the Rehabilitation Act and the Access Board Standards available online at: www.section508.gov. Unless otherwise indicated, the Recipient represents by signature on this agreement that all deliverables will comply with the Access Board Standards. Final documents will be delivered in Microsoft Word 2000, PDF, and HTML formats. These documents will be prepared in electronic GPO-required format and shall meet the Section 508 requirements to allow them to be posted and viewed on the Internet. Files should be organized so that they are readable without requiring an associated style sheet. The html versions shall include a text equivalent description (e.g., via “alt”, “longdesc”, or in element content) for every non-text (e.g., graph, table, photo, diagram, etc.) element in the document. The best location for information on regulations for 36 CFR 1194, which implements Section 508 of the Rehabilitation Act of 1973, as amended, is at www.access-board.gov/sec508/guide/index.htm.

If the information center website existed before the effective date of this agreement, information presented prior to the date of execution of this agreement does not need to be modified to comply with Federal accessibility requirements. However, if a web page is modified or updated during this agreement’s period of performance, the modified or updated page must be presented in accessible format.

While the requirements of Section 508 of the Rehabilitation Act do not apply to assistance agreements, the FHWA is subject to the Act’s requirements that all documents posted on an

FHWA or FHWA-hosted website comply with the accessibility standards of the Act. As such, all electronic and information technology products that are submitted under this grant must be Section 508-compliant so that they can be web posted without further modification.

All final deliverable electronic documents prepared under this agreement must meet the requirements of Section 508 of the Rehabilitation Act of 1973, as amended. The act requires that all electronic products prepared for the Federal Government be accessible to persons with disabilities, including those with vision, hearing, cognitive, and mobility impairments. View [Section 508 of the Rehabilitation Act \(http://www.access-board.gov/508/508standards.htm - PART 1194\)](http://www.access-board.gov/508/508standards.htm) and the [Federal IT Accessibility Initiative Home Page \(http://section508.gov\)](http://section508.gov) for detailed information. The following paragraphs summarize the requirements for preparing FHWA reports in conformance with Section 508 for eventual posting by FHWA to an FHWA-sponsored website.

- a. Electronic documents with images
Provide a text equivalent for every non-text element (including photographs, charts and equations) in all publications prepared in electronic format. Use descriptions such as “alt” and “longdesc” for all non-text images or place them in element content. For all documents prepared, vendors must prepare one standard HTML format as described in this statement of work AND one text format that includes descriptions for all non-text images. “Text equivalent” means text sufficient to reasonably describe the image. Images that are merely decorative require only a very brief “text equivalent” description. However, images that convey information that is important to the content of the report require text sufficient to reasonably describe that image and its purpose within the context of the report.
- b. Electronic documents with complex charts or data tables
When preparing tables that are heavily designed, prepare adequate alternate information so that assistive technologies can read them out. Identify row and column headers for data tables. Provide the information in a non-linear form. Markups shall be used to associate data cells and header cells for data tables that have two or more logical levels of row and column headers.
- c. Electronic documents with forms
When electronic forms are designed to be completed on-line, the form shall allow people using assistive technology to access the information, field elements, and functionality required for completion and submission of the form, including all directions and cues.

SECTION II – AWARD INFORMATION

A. FUNDING

The FHWA anticipates Federal funding up to a total amount of \$1,796,320 will be made available for this agreement, subject to the availability, based upon the following schedule.

Base Period (12 months)	\$ 450,455
Option Year 1	\$ 450,455
Option Year 2	\$ 450,455
<u>Option Year 3</u>	<u>\$ 450,455</u>
Total	\$1,796,320

Application preparation costs are not allowable as direct charges under this agreement.

Note: The Government is not responsible for application preparation costs.

B. COST SHARING OR MATCHING

This program does not require cost sharing or matching.

C. NUMBER OF AWARDS ANTICIPATED

The FHWA anticipates making one award from this RFA.

D. PERIOD OF PERFORMANCE

The period of performance for this cooperative agreement will involve one base year, with up to three option years. At the end of each year, FHWA will determine whether to exercise the option.

Note: The U.S. DOT anticipates the effective date of this agreement will be on or about April 13, 2011.

E. TYPE OF AWARD

The FHWA intends to award one Cooperative Agreement as a result of this competitive RFA.

F. DEGREE OF FEDERAL INVOLVEMENT

The FHWA anticipates substantial Federal involvement between FHWA and the Recipient during the course of this agreement. FHWA anticipates the Federal involvement will, at a minimum, include:

- Participating in status meetings, including a kickoff meeting and annual budget reviews;
- Providing technical assistance and guidance;
- Closely monitoring performance, including adherence to the performance schedule;

- Participating in the planning and management of activities under this cooperative agreement;
- Coordinating activities between the Recipient and the FHWA;
- Coordinating this activity with other FHWA activities; and
- Reviewing progress reports and making recommendations.

SECTION III - ELIGIBILITY INFORMATION

In accordance with Section 1411(b) of SAFETEA-LU, competition under this RFA is restricted to not-for-profit organizations. To be eligible for consideration, **Applicants must verify in Attachment A that they meet the eligibility requirements.**

Applications will be rejected if they are not received from a not-for-profit organization.

SECTION IV – APPLICATION AND SUBMISSION INFORMATION

A. APPLICATION FORMS

Applicants shall complete all forms included in the Application Package for this RFA as contained at www.grants.gov. Applicants shall submit the Application Package online at www.grants.gov.

Note: See “Paragraph E. Other Submission Requirements” below for more information.

B. CONTENT AND FORM OF APPLICATION SUBMISSION

The application package shall consist of the following:

- SF424
- SF424A
- SF424B
- SFLLL
- Grants.gov Lobbying Form
- Attachments Form
 - 1) Technical Application * - 25 page limit
 - 2) Budget Application Detail* - No page limit
 - 3) Eligibility Verification Form (See Attachment A)

Note: Incomplete applications received without a signed Attachment A will be rejected as incomplete.

* Applicants may attach as many files as necessary to provide information requested below.

Note: Applications under this RFA are not subject to the State review under E.O. 12372.

Submit your application in the following format:

Part I - Technical Application

NOTE: The Technical Application cannot exceed 25 pages.

In the event an application exceeds the 25-page limitation, the Government will evaluate only the first 25 pages of the proposal. The format of the above application shall be as follows:

1. Proposals shall be prepared on 8½ x 11 inch paper except for foldouts used for charts, tables or figures, which shall not exceed 11 x 17 inches. Foldouts shall not be used for text, and shall count as two pages.
2. A page is defined as one side of an 8 ½ by 11 inch paper. Therefore, a piece of paper with printing on both sides is considered two pages.
3. Text shall be printed using a font size no less than 12 cpi.
4. Page margins shall be a minimum of 1-inch top, bottom and each side.
5. No cost/price data shall be included in Volume I.

Technical applications must contain:

1. TECHNICAL & MANAGEMENT APPROACH:

The application shall include a program narrative statement that describes the technical and management approach. Describe in detail how you would proceed if awarded this agreement and how you propose to meet the program objectives.

2. STAFFING APPROACH:

- Provide a program organizational chart identifying proposed staff members assigned to the project. Include the title and a brief description of each position's responsibilities, as well as the proposed level of effort and allocation of time for each position. Provide the level of effort for each position for each of the following periods:
 - Base Year (12 months)
 - Option Period (36 months)

- Provide brief resumes for the proposed Program Manager and other key personnel to include name, experience, education, and proposed role in project. (Note: resumes do count against the designated page limitations.)

3. EXPERIENCE:

Provide a summary of the applicant's experience relevant to this project.

4. PAST PERFORMANCE:

Provide a minimum of three current (within the last five years) customers (commercial and/or Government) for projects involving similar or related services. Provide customer name, point of contact, title, contact information (Email or phone number), project title, project duration, project value, and how it relates to the program objectives of this RFA. The Government may contact the customer point of contact for verification and to obtain past performance information. Contact information must be accurate and current.

Note: The application shall clearly provide information relevant to the Technical Evaluation Criteria contained herein in Section V, Application Review Information.

Part II - Budget Application

Note: There is no page limit on budget applications.

Budget applications must contain:

1. Detailed spreadsheet and supporting information clearly delineating and supporting all estimated costs for each of the following periods: (1) Base Year (12 months); and (2) Option Period (36 months).
 - Provide labor categories, labor hours or percentage of time, labor rates.
 - Provide indirect rates and bases, include any audit information to support rates.
 - Provide supporting information to justify estimates for Other Direct Costs such as equipment, travel, etc.

Note: Travel will be reimbursed at cost in accordance with Federal Travel Regulations in effect at the time of travel.

2. If subrecipients (lower-tiered organizations and/or individual consultants) will be used in carrying out this project, the following minimum information concerning such, should be furnished:
 - Name and address of the organization or consultant.

- Description of the portion of work to be conducted by the organization or consultant.
 - Cost details for that portion of work.
 - Letter of commitment from sub-recipient.
3. The use of a Dun and Bradstreet (D&B) Data Universal Numbering System (DUNS) number is required on all applications for Federal grants or cooperative agreements. Please provide your organization's DUNS number in your budget application.
 4. Evidence of not-for-profit status, preferably from the Internal Revenue Service.
 5. A statement to indicate whether your organization has an approved accounting system and the internal controls in accordance with 49 CFR Part 19 "Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals, and other Non-profit Organizations."
 6. A statement to indicate whether your organization has previously completed an A-133 Single Audit and, if so, the date that the last A-133 Single Audit was completed.

C. SUBMISSION DATES AND TIMES

Note: Applications must be received electronically through www.Grants.gov by 4:00 pm EST time on March 2, 2011.

The deadline cited herein is the date and time by which the agency must **receive** the application.

Late applications will not be reviewed or considered unless the Agreement Officer determines it is in the Government's best interest to consider the late application.

D. FUNDING RESTRICTIONS

FHWA will not provide any reimbursement of pre-award costs under this proposed agreement.

E. OTHER SUBMISSION REQUIREMENTS

FHWA uses www.Grants.gov for receipt of all applications. Applicants must register with www.Grants.gov and use the system to submit applications electronically. **Applicants are encouraged to register with www.Grants.gov well in advance of the submission deadline.**

In the event of system problems or technical difficulties with the application submittal, applicants should contact the FHWA point of contact designated on page 1. If applicants are unable to use the www.Grants.gov system due to technical difficulties, applicants must e-mail applications to the FHWA point of contact listed on page 1 no later than the application deadline cited above.

SECTION V – APPLICATION REVIEW INFORMATION

A. EVALUATION CRITERIA

Applications received will be evaluated in accordance with the evaluation criteria specified herein. The three evaluation factors are listed in descending order of importance: Technical, Cost and Past Performance.

Technical

FHWA will evaluate technical applications based on the following criteria listed in descending order of importance. Within these criteria, subcriteria are listed in descending order of importance, except that subcriteria 2(b) and 2(c) receive equal weight.

1. Technical merit of the proposal
 - a. Adequacy of technical approach to complete the tasks, including the timeline for the Clearinghouse to be operational.
 - b. Demonstration of an understanding of the technical information needs relating to bicycle and pedestrian programs at State, regional, and local levels and the role of the clearinghouse in meeting those needs.
2. Organization's qualifications to perform the tasks
 - a. Experience with existing projects and programs addressing pedestrian/bicyclist safety and mobility.
 - b. Qualifications of the program manager and other team members—knowledge and relevant experience in completing the proposed tasks.
 - c. Experience with providing technical assistance and running a national clearinghouse.

Cost

In addition to the criteria listed above, the Agreement Officer will also determine whether the proposed cost is fair and reasonable. The budget application will be analyzed to assess cost reasonableness and conformance to the application principles.

Note: FHWA encourages applicants to propose using all available funding for performance of this project (see Section II A for amounts). Applications proposing to use less than the amount available will not be evaluated more or less favorably.

Past Performance

The Government will evaluate the relevant merits of each applicant's past performance based on its reputation and record with its current and/or former customers with respect to quality, timeliness and cost control. Past performance will be reviewed to assure that the applicant has relevant and successful experience and will be considered in the ultimate award decision, but will not be scored. In evaluating past performance, the Government may consider both written information provided in the application, as well as any other information available to the Government through outside sources. In the event an applicant does not have a record of relevant past performance, the applicant's past performance will not be evaluated favorably or unfavorably.

Note: The government intends to award this cooperative agreement without discussions. Therefore, applications should contain all of the information requested in **SECTION IV- APPLICATION SUBMISSION INFORMATION**. The Government reserves the right to conduct discussions with applicants if the Agreement Officer determines it is necessary.

B. REVIEW AND SELECTION PROCESS

The Government will accept the offer that is considered the most advantageous to the Government.

The Agreement Officer is the official responsible for final award selections.

The Government is not obligated to make any award as a result of this announcement.

C. ANTICIPATED ANNOUNCEMENT AND AWARD DATES

FHWA anticipates making award on or about April 13, 2011.

D. AWARD NOTICES

The Government will accept the offer that is considered the most advantageous to the Government.

The Agreement Officer is the official responsible for final award selections.

The Government is not obligated to make any award as a result of this announcement.

Only the Agreement Officer (AO) can commit the Government. The award document, signed by the Agreement Officer, is the authorizing document.

SECTION VI – AWARD ADMINISTRATION INFORMATION

A. ADMINISTRATIVE AND NATIONAL POLICY REQUIREMENTS

1. GOVERNING REGULATIONS

Performance under this Agreement shall be governed by and in compliance with the following requirements as applicable to the type of organization of the Recipient and any applicable subrecipients:

“Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals, and other Non-Profit Organizations (49 CFR 19)”, [located at: www.dot.gov/ost/m60/grant/49cfr19.htm];

“New Restrictions On Lobbying (49 CFR Part 20),” [located at www.dot.gov/ost/m60/grant/49cfr20.htm];

2 CFR Part 220 (OMB Circular A-21), “Cost Principles for Educational Institutions” [located at <http://edocket.access.gpo.gov/2005/05-16648.htm>].

2 CFR Part 230 (OMB Circular A-122), “Cost Principles for Non-Profit Institutions” [located at <http://edocket.access.gpo.gov/2005/05-16650.htm>]

OMB Circular A-133, “Audits of States, Local Governments, and Non-Profits” [www.whitehouse.gov/omb/circulars/a133/a133.html];

2 CFR Part 215 (OMB Circular A-110), “Uniform Administrative Requirements for Grants and Agreements With Institutions of Higher Education, Hospitals, and Other Non-Profit Organizations” [located at www.access.gpo.gov/nara/cfr/waisidx_05/2cfr215_05.html]; and

Any other applicable Federal regulation or statute.

2. RESPONSIBILITIES OF THE RECIPIENT

The Recipient, in a cooperative relationship with the Government, shall operate a trails training program. The Recipient shall provide overall program management and be responsible for the following, as a minimum:

- Performing the tasks described in the Statement of Work as described in Section I, Funding Opportunity Description.
- Performing tasks agreed upon in the Annual Work Plan.
- Coordinating and managing work, including issuing and managing subcontracts or subawards and consulting arrangements, as necessary.
- Submitting all required reports including quarterly progress, annual reports, annual work

plans, and annual budget reviews (see Paragraph B of this Section below, entitled Reporting).

- Coordinating and meeting with the FHWA Agreement Officer's Technical Representative (AOTR) as necessary.
- Participating in a kick-off meeting with the AO, AS and/or the AOTR to discuss agreement expectations and procedures.
- Participating in Annual Budget Review meetings with the AO, AS and/or AOTR.

3. TRAVEL AND PER DIEM

Travel and per diem authorized under this Agreement shall be reimbursed in accordance with the travel costs section of 2 CFR Part 225 (OMB Circular A-122), "Cost Principles for State and Local Governments" or 2 CFR Part 220 (OMB Circular A-21), "Cost Principles for Educational Institutions," and 2 CFR Part 230 (OMB Circular A-122), "Cost Principles for Non-Profit Institutions" as applicable. Per the Circular, in the absence of an acceptable, written institution policy regarding travel costs, the rates and amounts established in the Federal Travel Regulations in effect at the time of travel shall apply. In addition, all non-domestic travel shall be approved by the AO prior to incurring costs. Travel requirements under this Agreement shall be met using the most economical form of transportation available. If economy class transportation is not available, the request for payment vouchers must be submitted with justification for use of higher class travel indicating dates, times, and flight numbers.

4. AMENDMENTS

Amendments to this Agreement may only be made in writing, signed by both parties for bilateral actions and by the AO for unilateral actions, and specifically referred to as an amendment to this Agreement.

5. AGREEMENT OFFICER'S TECHNICAL REPRESENTATIVE (AOTR)

The AO has designated TBD as Technical Representative to assist in monitoring the work under this agreement. The AOTR will oversee the technical administration of this agreement and act as technical liaison with the performing organization. The AOTR is not authorized to change the scope of work or specifications as stated in the agreement, to make any commitments or otherwise obligate the Government or authorize any changes which affect the agreement funding, delivery schedule, period of performance or other terms or conditions.

- **The AO is the only individual who can legally commit or obligate the Government for the expenditure of public funds. The technical administration of this agreement shall not be construed to authorize the revision of the terms and conditions of performance. The Agreement Officer shall authorize any such revision in writing.**

6. OBLIGATION CEILING RATIO

Pursuant to Section 1102 of SAFETEA-LU, the FHWA is required to annually redistribute a portion of allocated program authorization. Funds available for subsequent years of this agreement shall be adjusted for each fiscal year, which may increase or decrease the total estimated funding available.

7. INDIRECT COSTS

Indirect costs are allowable under this agreement as follows:

<i>Indirect Rate Type</i>	<i>Rate (%)</i>	<i>Base</i>
<i>(Information to be filled in at award)</i>		

Any changes to the rates above are subject to the approval of the AO.

In the event the Recipient determines the need to adjust the above listed rates, the Recipient shall notify the FHWA of the planned adjustment and provide rationale for such adjustment. In the event such adjustment rates have not been audited by a Federal agency, the adjustment of rates must be pre-approved in writing by the Agreement Officer.

This Indirect Cost provision does not operate to waive the limitations on Federal funding provided in this document. The Recipient’s audited final indirect costs are allowable only insofar as they do not cause the Recipient to exceed the total amount of Federal funds obligated to the agreement.

8. DATA RIGHTS

The Recipient shall make available to the Government copies of all work developed in performance of this Agreement, including but not limited to software and data. The Government and others acting on its behalf shall have unlimited rights to obtain, reproduce, publish, or otherwise use the data developed in the performance of this Agreement pursuant to 49 CFR Part 19.36 or 49 CFR Part 18.34 as applicable.

- Upon completion of this Agreement, the Recipient will provide complete, useable electronic copies of the information center databases and libraries to the Government, including any source code.
- During the period of performance of this Agreement, the Recipient may access the information center databases for its own independent analyses, reporting, and distribution purposes.

- The Recipient will make the information center databases and libraries available to the Government and State agencies for analyses and for report generation without an additional fee.
- The Recipient may make the databases and libraries available to other organizations, and may choose whether or not to charge a fee for service. (See Section VI, Paragraph 19: *Program Income*.)
- Personally Identifiable Information (PII)¹ shall not be requested unless necessary and only with prior approval of the Agreement Officer (AO) or Agreement Specialist (AS), with concurrence from the Agreement Officer's Technical Representative (AOTR).
- The Recipient will not provide information about private individuals or customers to others without prior approval of the Agreement Officer (AO) or Agreement Specialist (AS), with concurrence from the Agreement Officer's Technical Representative (AOTR). This includes mailing lists that may have personal addresses.
- Written materials intended for the general public, whether posted on a website, electronically, or in print, must comply with the standards of the U.S. Government Printing Office's Style Manual, available at www.gpoaccess.gov/stylemanual/browse.html.

9. PAYMENT

The Recipient may request advances or reimbursement of costs incurred in the performance hereof as are allowable under the applicable cost provisions [see 49 CFR Part ____] not-to-exceed the funds currently available as stated in herein. The Recipient shall submit an electronic copy of the SF 270, Request for Advance or Reimbursement, no more frequently than monthly, to the finance office in Oklahoma City.

Advance Payments: Recipients may be paid in advance, provided they maintain or demonstrate the willingness to maintain the following in accordance with 49 CFR Part ____: (1) written procedures that minimize the time elapsing between the transfer of funds and disbursement by the Recipient, and (2) financial management systems that meet the standards for fund control and accountability. When these items are not met, reimbursement will be the method for payment.

Payments by Reimbursement: When requesting reimbursement of costs incurred and credit for cost share incurred, the Recipient shall submit supporting cost detail with the SF 270 to clearly document costs incurred. Cost detail includes a detailed breakout of all costs incurred including direct labor, indirect costs, other direct costs, travel, etc...

The Agreement Specialist and the AO reserve the right to withhold processing requests for reimbursement until sufficient detail is received. In addition, reimbursement will not be made without AOTR review and approval to ensure that progress on the Agreement is sufficient to substantiate payment. After AOTR approval, the Agreement Specialist will certify and forward

¹ Any information about a human being, living or dead, regardless of nationality, that is maintained by an agency and that permits identification of that individual to be reasonably inferred by either direct or indirect means (as in data mining), including, but not limited to, name, social security number, date and place of birth, mother's maiden name, biometric records, education, financial transactions, medical history, non-work telephone numbers, and any other personal information that is linked or linkable to an individual.

the advance or request for reimbursement to the payment office. *Note: Standard Forms may be located at <http://fhwa.dot.gov/aaa/hamhome.htm>.*

Instructions for Submission of the SF 270, entitled “Requests for Advance or Reimbursement:”

Requests for advance or reimbursement and required supporting documents, should be sent via e-mail to the following e-mail address: 9-AMC-AMZ-FHWA-Invoices@faa.gov.

- a) Include the request for advance or reimbursement and supporting documents as an attached PDF document.
- b) Include the following in the e-mail subject line:
 - (i) Requests for Advance or Reimbursement #
 - (ii) Agreement Number
 - (iii) Name of your Company/Organization
 - (iv) Attention: (Agreement Specialist’s name)

Example: Request No. 1 of Cooperative Agreement No. DTFH61-11-H-00001 ABC Corporation, Attention: John Doe

If the request for advance or reimbursement and supporting documents exceed 8 MB, as an e-mail attachment, the Recipient must select one of two non-electronic submission options presented below:

1. Requests for advance or reimbursement may be submitted via regular U.S. Postal Service to the following P.O. Box address:

Federal Highway Administration
Markview Processing
P.O. Box 268865
Oklahoma City, OK 73126-8865
Attention: (Agreement Specialist’s name)

2. Requests for advance or reimbursement submitted via an overnight service must use the following physical address because delivery services other than the U.S. Postal Service will not deliver to the P.O. Box address noted above:

MMAC
FHWA/AMZ-150
6500 MacArthur Blvd.
Oklahoma City, OK 73169
Attention: (Agreement Specialist’s name)

Express Delivery Point of Contact: April Grisham, 405-954-8269

NOTE: All three request for advance or reimbursement submission options described above (e-mail, U.S. Postal Service or overnight service) result in the delivery of the request for advance or reimbursement to the same finance office in Oklahoma City, OK.

10. ACKNOWLEDGEMENT OF SUPPORT AND DISCLAIMER

An acknowledgment of FHWA support and a disclaimer must appear in any publication of any material, whether copyrighted or not, based on or developed under the Agreement, in the following terms:

“This material is based upon work supported by the Federal Highway Administration under Cooperative Agreement No. DTFH61-11-H-(to be filled in)”.

All materials must also contain the following:

“Any opinions, findings, and conclusions or recommendations expressed in this publication are those of the Author(s) and do not necessarily reflect the view of the Federal Highway Administration.”

11. SITE VISITS

The Federal Government, through its authorized representatives, has the right, at all reasonable times, to make site visits to review project accomplishments and management control systems and to provide such technical assistance as may be required. If any site visit is made by the Federal Government on the premises of the Performing Organization or a subrecipient under this Agreement, the Performing Organization shall provide and shall require their subrecipients to provide all reasonable facilities and assistance for the safety and convenience of the Government representative in the performance of their duties. All site visits and evaluations shall be performed in such a manner as will not unduly delay work.

12. TERMINATION AND SUSPENSION

The Government may terminate this agreement in whole or in part in accordance with 49 CFR Part 18.44 or 49 CFR Part 19.60 as applicable.

13. BUDGET REVISION/REALLOCATION OF AMOUNTS

The Recipient is required to report deviations from budget and program plans, and request prior approval for budget and program plan revisions in accordance with 49 CFR Part 18.30 or 49 CFR Part 19.25 as applicable.

Note: The Recipient must obtain prior written approval from the Agreement Officer to transfer amounts budgeted for direct cost categories when the cumulative value of such transfers will exceed 10% of the value of Federal share of this agreement. When requesting

such approval, a letter request suffices.

14. FINANCIAL MANAGEMENT SYSTEM

By signing this agreement, the Recipient verifies that it has, or will implement, a financial management system adequate for monitoring the accumulation of costs and that it complies with the financial management system requirements of 49 CFR Part 19. The Recipient's failure to comply with these requirements may result in agreement termination.

15. ALLOWABILITY OF COSTS

Allowable costs will be determined in accordance with the applicable Federal cost principles, e.g., Non-Profit Organizations, 2 CFR Part 230; Educational Institutions, 2 CFR Part 220, and 2 CFR Part 225; Cost Principles for State and Local Governments.

16. AVAILABLE FUNDING

The total not-to-exceed amount of Federal funding that may be provided under this Agreement is \$TBD for the entire period of performance, subject to the limitations shown below:

- (1) Currently, Federal funds in the amount of \$_____ (to be filled in at award), are obligated to this agreement.
- (2) Subject to availability of funds, and an executed document by the Agreement Officer, \$_____ (to be filled in at award) may be obligated to this agreement.
- (3) The Government's liability to make payments to the Recipient is limited to those funds obligated under this agreement as indicated above and any subsequent amendments.

17. CENTRAL CONTRACTOR REGISTRY (CCR)

The Recipient must be registered in the CCR in order to receive payments under this agreement. Use of the CCR is to provide one location for Applicants and Recipients to change information about their organization and enter information on where government payments should be made. The registry will enable Recipients to make a change in one place and one time for all Federal agencies to use. Information for registering in the CCR and online documents can be found at www.ccr.gov.

18. KEY PERSONNEL

The Recipient shall request prior written approval from the AO for any change in key personnel specified in the award.

19. PROGRAM INCOME

Program income earned during the agreement period shall be retained by the Recipient and shall be administered under 49 CFR Part 19.24. Under this Agreement, program income may be used to finance the non-Federal share of this project. Additional program income above the amount required for the non-Federal share may be added to the funds committed to the agreement and used to further Agreement objectives.

20. SUBAWARDS

Unless described in the application and funded in the approved award, the Recipient shall obtain prior written approval from the AO for the subrecipient, transfer, or contracting out of any work under this award. This provision does not apply to the purchase of supplies, material, equipment, or general support services.

The following subawards are currently approved under the agreement:

(To be filled in at award)

Approval of each sub-award is contingent upon a price fair and reasonableness determination and approval by the Agreement Officer for each proposed subcontractor/subrecipient. Consent to enter into sub-awards will be issued through a formal amendment to the agreement.

21. DEBARMENT AND SUSPENSION REQUIREMENTS

The Recipient shall comply with Subpart C of 49 CFR Part 29, Government Debarment and Suspension (Nonprocurement). Further, the Recipient shall flow down this requirement to applicable subawards by including a similar term or condition in lower-tier covered transactions (see 49 CFR Part 29 for details of the requirement, available online at www.dot.gov/ost/m60/grant/regs.htm).

22. DRUG FREE WORKPLACE

The Recipient shall comply with Subpart B of 49 CFR Part 32, Government wide Requirements for Drug-Free Workplace (Financial Assistance) (see 49 CFR Part 32 for details of the requirement, available online at www.dot.gov/ost/m60/grant/regs.htm).

23. DISPUTES

The parties to this agreement shall communicate with one another in good faith and in a timely and cooperative manner when raising issues under this Disputes provision. Any dispute, which for the purposes of this provision includes any disagreement or claim, between the FHWA and the Recipient concerning questions of fact or law arising from or in connection with this Agreement and whether or not involving alleged breach of this Agreement, may be raised only under this Disputes provision.

Whenever a dispute arises, the parties shall attempt to resolve the issues involved by discussion and mutual agreement as soon as practical. In no event shall a dispute which arose more than three months prior to the notification made under the following paragraph of this provision constitute the basis for relief under this article unless FHWA waives this requirement.

Failing resolution by mutual agreement, the aggrieved party shall document the dispute by notifying the other party in writing of the relevant facts, identify unresolved issues and specify the clarification or remedy sought. Within five working days after providing written notice to the other party, the aggrieved party may, in writing, request a decision from the Agreement Officer. The other party shall submit a written position on the matters in dispute within thirty calendar days after being notified that a decision has been requested. The Agreement Officer shall conduct a review of the matters in dispute and render a decision in writing within thirty calendar days of receipt of such written position. Any decision of the Agreement Officer is final and binding unless a party shall, within thirty calendar days, request further review as provided below.

Upon written request to the FHWA Director, Office of Acquisition Management or designee, made within thirty calendar days after the Agreement Officer's written decision or upon unavailability of a decision within the stated time frame under the preceding paragraph, the dispute shall be further reviewed. This review shall be conducted by the Director, Office of Acquisition Management. Following the review, the Director, Office of Acquisition Management, will resolve the issues and notify the parties in writing. Such resolution is not subject to further administrative review and to the extent permitted by law, shall be final and binding. Nothing in this Agreement is intended to prevent the parties from pursuing disputes in a United States Federal Court of competent jurisdiction.

24. PRINTING

If the Recipient will use FHWA funds for printing, then the Recipient must submit the publication to FHWA for printing through the Government Printing Office (GPO).

25. OMB PAPERWORK REDUCTION ACT

If the Recipient intends to perform survey(s) of any kind, the Recipient shall coordinate with the AOTR to ensure compliance with OMB Paperwork Reduction Act requirements as applicable.

26. FINANCIAL ASSISTANCE POLICY TO DISCOURAGE TEXT MESSAGING WHILE DRIVING

a) *Definitions.* The following definitions are intended to be consistent with the definitions in DOT Order 3902.10 and Executive Order 13513. For clarification purposes, expand upon the definitions in the Executive Order.

"Driving"-

(1) Means operating a motor vehicle on a roadway, including while temporarily stationary because of traffic, a traffic light, stop sign, or otherwise.

(2) It does not include being in your vehicle (with or without the motor running) in a location off the roadway where it is safe and legal to remain stationary.

"Text Messaging"

(1) Means reading from or entering data into any handheld or other electronic device, including for the purpose of short message service texting, e-mailing, instant messaging, obtaining navigational information, or engaging in any other form of electronic data retrieval or electronic data communication.

(2) The term does not include the use of a cell phone or other electronic device for the limited purpose of entering a telephone number to make an outgoing call or answer an incoming call, unless the practice is prohibited by State or local law.

(b) In accordance with Executive Order 13513, Federal Leadership on Reducing Text Messaging While Driving, October 1, 2009, and DOT Order 3902.10, Text Messaging While Driving, December 30, 2009, financial assistance Recipients and subrecipients of grants and cooperative agreements are encouraged to:

(1) Adopt and enforce workplace safety policies to decrease crashes caused by distracted drivers including policies to discourage text messaging while driving –

(i) Company-owned or -rented vehicles or Government-owned, leased or rented vehicles; or

(ii) Privately-owned vehicles when on official Government business or when performing any work for or on behalf of the Government.

(2) Conduct workplace safety initiatives in a manner commensurate with the size of the business, such as-

(i) Establishment of new rules and programs or re-evaluation of existing programs to discourage text messaging while driving; and

(ii) Education, awareness, and other outreach to employees about the safety risks associated with texting while driving.

(c) *Assistance Awards*. All Recipients and subrecipients of financial assistance to include: grants, cooperative agreements, loans and other types of assistance, shall insert the substance of this clause, including this paragraph (c), in all assistance awards.

B. REPORTING

1. ADDRESSES FOR SUBMITTAL OF REPORTS AND DOCUMENTS

The Recipient shall submit all required reports and documents, under transmittal letter to the Agreement Specialist electronically, referencing the cooperative agreement number, at the following address:

Federal Highway Administration
Office of Acquisition Management
1200 New Jersey Avenue SE

Mail Stop E 65-101
Washington, DC 20590
Attention: (To be filled in a time of award)

The Recipient shall submit one electronic copy to the AOTR at the following address:

(To be filled in at time of award)

2. QUARTERLY PROGRESS REPORT

The Recipient shall submit one electronic copy of the SF-PPR, in PDF format, to the AOTR and the Agreement Specialist on or before the 30th of the month following the calendar quarter being reported. Final PPRs are due 90 days after the end of the agreement's period of performance.

Calendar quarters are as follows:

- (1) January-March
- (2) April-June
- (3) July-September
- (4) October-December

The SF-PPR is available online at www.whitehouse.gov/omb/grants/grants_forms.html. The quarterly submittal shall consist of the SF-PPR cover page and the following required attached information. Block 10 (Performance Narrative) and Block 11 (Other Attachments) of the SF-PPR shall include the following information as attached pages:

Each report shall contain concise statements covering the research activities relevant to the study, including:

- (a) A clear and complete account of the work performed for the current quarter.
- (b) A summary of work planned for the upcoming quarter.
- (c) A description of any problem encountered or anticipated that will affect the completion of the work within the time and fiscal constraints as set forth in the cooperative agreement, together with recommended solutions to such problems; or, a statement that no problems were encountered.
- (d) A section addressing how the results of the work performed supports one or more of the FHWA and Department of Transportation (DOT) strategic goals of safety, mobility, global connectivity, environmental stewardship, security, and organizational excellence.
- (e) A tabulation, by cost element, of the current and cumulative costs expended by quarter versus budgeted costs, including cost share.

(f) SF425 Financial Status Report.

(g) If advance payments are used, SF272, Report of Federal Cash Transactions.

3. ANNUAL BUDGET REVIEW AND PROGRAM PLAN

The Recipient shall submit two copies of the Annual Budget Review and Program Plan to the AOTR and one copy to the Agreement Specialist 60 days prior to the end of each year. The Annual Budget Review and Program Plan shall provide a detailed schedule of activities, estimate of specific performance objectives, include forecasted expenditures, and schedule of milestones for the upcoming year. If there are no proposed deviations from the Approved Project Budget, the Annual Budget Review shall contain a statement stating such. The Recipient will meet with FHWA to discuss the Annual Budget Review and Program Plan. Work proposed under the Annual Budget Review and Program Plan shall not commence until Agreement Officer's written approval is received.

4. DELIVERABLES

All deliverables shall be submitted to the AOTR for all tasks.

(At the time of award, a chart listing the task, deliverable description and due date shall be inserted.)

5. REPORTING EXECUTIVE COMPENSATION 2 CFR 170

Appendix A to Part 170—Award term

I. Reporting Subawards and Executive Compensation.

a. Reporting of first-tier subawards.

1. *Applicability.* Unless you are exempt as provided in paragraph d. of this award term, you must report each action that obligates \$25,000 or more in Federal funds that does not include Recovery funds (as defined in section 1512(a)(2) of the American Recovery and Reinvestment Act of 2009, Pub. L. 111–5) for a subaward to an entity (see definitions in paragraph e. of this award term).

2. Where and when to report.

i. You must report each obligating action described in paragraph a.1. of this award term to www.fsrs.gov.

ii. For subaward information, report no later than the end of the month following the month in which the obligation was made. (For example, if the obligation was made on November 7, 2011, the obligation must be reported by no later than December 31, 2011.)

3. *What to report.* You must report the information about each obligating action that the submission instructions posted at www.fsrs.gov specify.

b. Reporting Total Compensation of Recipient Executives.

1. *Applicability and what to report.* You must report total compensation for each of your five most highly compensated executives for the preceding completed fiscal year, if—

i. the total Federal funding authorized to date under this award is \$25,000 or more;

ii. in the preceding fiscal year, you received—

(A) 80 percent or more of your annual gross revenues from Federal procurement contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 CFR 170.320 (and subawards); and

(B) \$25,000,000 or more in annual gross revenues from Federal procurement contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 CFR 170.320 (and subawards); and

iii. The public does not have access to information about the compensation of the executives through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986. (To determine if the public has access to the compensation information, see the U.S. Security and Exchange Commission total compensation filings at www.sec.gov/answers/execomp.htm.)

2. *Where and when to report.* You must report executive total compensation described in paragraph b.1. of this award term:

i. As part of your registration profile at www.ccr.gov.

ii. By the end of the month following the month in which this award is made, and annually thereafter.

c. *Reporting of Total Compensation of Subrecipient Executives.*

1. *Applicability and what to report.* Unless you are exempt as provided in paragraph d. of this award term, for each first-tier subrecipient under this award, you shall report the names and total compensation of each of the subrecipient's five most highly compensated executives for the subrecipient's preceding completed fiscal year, if—

i. in the subrecipient's preceding fiscal year, the subrecipient received—

(A) 80 percent or more of its annual gross revenues from Federal procurement contracts (and subcontracts) and Federal financial assistance subject to the Transparency Act, as defined at 2 CFR 170.320 (and subawards); and

(B) \$25,000,000 or more in annual gross revenues from Federal procurement contracts (and subcontracts), and Federal financial assistance subject to the Transparency Act (and subawards); and

ii. The public does not have access to information about the compensation of the executives through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986. (To determine if the public has access to the compensation information, see the U.S. Security and Exchange Commission total compensation filings at www.sec.gov/answers/execomp.htm.)

2. *Where and when to report.* You must report subrecipient executive total compensation described in paragraph c.1. of this award term:

i. To the recipient.

ii. By the end of the month following the month during which you make the subaward. For example, if a subaward is obligated on any date during the month of October of a given year (*i.e.*, between October 1 and 31), you must report any required compensation information of the subrecipient by November 30 of that year.

d. *Exemptions*

If, in the previous tax year, you had gross income, from all sources, under \$300,000, you are exempt from the requirements to report:

- i. Subawards, and
- ii. The total compensation of the five most highly compensated executives of any subrecipient.

e. *Definitions*. For purposes of this award term:

1. *Entity* means all of the following, as defined in 2 CFR part 25:

- i. A Governmental organization, which is a State, local government, or Indian tribe;
- ii. A foreign public entity;
- iii. A domestic or foreign nonprofit organization;
- iv. A domestic or foreign for-profit organization;
- v. A Federal agency, but only as a subrecipient under an award or subaward to a non-Federal entity.

2. *Executive* means officers, managing partners, or any other employees in management positions.

3. *Subaward*:

- i. This term means a legal instrument to provide support for the performance of any portion of the substantive project or program for which you received this award and that you as the recipient award to an eligible subrecipient.
- ii. The term does not include your procurement of property and services needed to carry out the project or program (for further explanation, see Sec. __ .210 of the attachment to OMB Circular A-133, "Audits of States, Local Governments, and Non-Profit Organizations").
- iii. A subaward may be provided through any legal agreement, including an agreement that you or a subrecipient considers a contract.

4. *Subrecipient* means an entity that:

- i. Receives a subaward from you (the recipient) under this award; and
- ii. Is accountable to you for the use of the Federal funds provided by the subaward.

5. *Total compensation* means the cash and noncash dollar value earned by the executive during the recipient's or subrecipient's preceding fiscal year and includes the following (for more information see 17 CFR 229.402(c)(2)):

i. *Salary and bonus*.

ii. *Awards of stock, stock options, and stock appreciation rights*. Use the dollar amount recognized for financial statement reporting purposes with respect to the fiscal year in accordance with the Statement of Financial Accounting Standards No. 123 (Revised 2004) (FAS 123R), Shared Based Payments.

iii. *Earnings for services under non-equity incentive plans*. This does not include group life, health, hospitalization or medical reimbursement plans that do not discriminate in favor of executives, and are available generally to all salaried employees.

iv. *Change in pension value*. This is the change in present value of defined benefit and actuarial pension plans.

v. *Above-market earnings on deferred compensation which is not tax-qualified*.

vi. Other compensation, if the aggregate value of all such other compensation (e.g. severance, termination payments, value of life insurance paid on behalf of the employee, perquisites or

property) for the executive exceeds \$10,000.

SECTION VII - AGENCY CONTACT

Address any questions to:

Karen Marshall, HAAM 40-F
Agreement Specialist
Federal Highway Administration
Office of Acquisition Management
1200 New Jersey Ave, S.E., Suite E64-448
Washington, DC 20590
Telephone No.: 202-366-6010
E-mail: Karen.Marshall@dot.gov

Secondary point of contact is:

Carl Rodriguez, Agreement Officer
Telephone No.: 202-366-4240
E-mail: Carl.Rodriguez@dot.gov

ATTACHMENT A

ELIGIBILITY VERIFICATION FORM

I hereby verify that the Applicant is a not-for-profit organization. I am authorized to make this verification on behalf of the applicant.

Signature

Date