

**PROSPER PORTLAND**

Portland, Oregon

**RESOLUTION NO. 7426**

**AUTHORIZING AN AMENDMENT TO THE INTERGOVERNMENTAL AGREEMENT AMONG PROSPER PORTLAND, THE CITY OF PORTLAND OFFICE OF MANAGEMENT AND FINANCE, AND THE CITY OF PORTLAND OFFICE OF EQUITY AND HUMAN RIGHTS FOR THE COMMUNITY OPPORTUNITIES AND ENHANCEMENTS PROGRAM**

**WHEREAS**, the City of Portland (“City”) and Prosper Portland are committed to increasing diversity and equity in contracting and have a variety of programs and strategies to provide opportunities for people of color and women in the workforce as well as for disadvantaged, minority-owned, women-owned, and emerging small businesses (“D/M/W/ESB”);

**WHEREAS**, on November 8, 2017, Portland City Council passed Resolution No. 37331 (“Initial COEP Resolution”), which directed the Office of Management and Finance (“OMF”) and the Office of Equity and Human Rights (“OEHR”) to establish the Community Opportunities and Enhancement Program (“COEP”);

**WHEREAS**, COEP is funded by contributions from City public improvement construction contracts in an amount equal to one percent of the projects’ hard construction costs;

**WHEREAS**, COEP is intended to provide a reliable source of funding to advance the City’s construction projects by supporting the development of low-income, disadvantaged, minority, and women workers in the construction trades (“Workforce Assistance”) and the development and growth of D/M/W/ESB firms (“Business Technical Assistance”);

**WHEREAS**, Resolution No. 7348, as adopted by the Prosper Portland Board of Commissioners (“Board”) on January 29, 2020, and amended by the Prosper Portland Board by Resolution No. 7360 on February 12, 2020 (collectively the “Existing COEP Resolutions”), authorized Prosper Portland to enter into an Intergovernmental Agreement with OMF and OEHR for the administration of Phase I of COEP (“COEP IGA”);

**WHEREAS**, OMF and OEHR’s execution of the COEP IGA was authorized pursuant to City Council Ordinance No. 189834, enacted January 29, 2020; and

**WHEREAS**, OMF, OEHR, and Prosper Portland now wish to amend the COEP IGA by extending the expiration of Phase I and adding additional funds.

**NOW, THEREFORE, BE IT RESOLVED**, the Prosper Portland Board hereby authorizes the Executive Director to execute an amendment to the COEP IGA with OMF and OEHR (“Amendment”), substantially consistent with the draft attached hereto as Exhibit A, for the purpose of implementing Phase I of COEP;

**BE IT FURTHER RESOLVED**, the Executive Director may take any and all actions necessary or appropriate to fulfill the terms and conditions of the Amendment, including, without limitation, extending existing COEP sub-grant agreements for the extension period established in the Amendment and passing through added funding to sub-grantees;

**BE IT FURTHER RESOLVED**, the Executive Director is authorized to approve further changes, amendments, or other modifications to the COEP IGA or the Amendment prior to and subsequent to execution so long as such changes do not materially increase Prosper Portland’s risks or obligations, as determined by the Executive Director in consultation with the general counsel;

**BE IT FURTHER RESOLVED**, that the delegation of authority provided to the Executive Director pursuant to this Resolution is in addition to, and not in limitation of, the Executive Director’s delegated authority pursuant to the Existing COEP Resolutions; and

**BE IT FURTHER RESOLVED**, that this resolution shall become effective immediately upon its adoption.

Adopted by the Prosper Portland Commission on July 14, 2021



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Pam Feigenbutz, Recording Secretary

**CITY OF PORTLAND  
CITY INTERGOVERNMENTAL AGREEMENT NO. 30007251  
PROSPER PORTLAND INTERGOVERNMENTAL AGREEMENT NO. 1  
AMENDMENT NO. ONE (1)**

**FOR ADMINISTRATION OF THE  
COMMUNITY OPPORTUNITIES & ENHANCEMENTS PROGRAM**

This Amendment No. 1 (the “Amendment”) to the Intergovernmental Agreement dated February 29, 2020, City of Portland Contract No. 30007251 (the “IGA”) is made and entered into effective as of July 1, 2021 (the “Effective Date”) by and among the City of Portland, through the Office of Management and Finance (“OMF”), Office of Equity and Human Rights (“OEHR”), and Prosper Portland (“Prosper”). The term “City,” as used in this Amendment, collectively refers to OMF, OEHR, and the City Attorney’s Office. Capitalized terms used in this Amendment have the same meanings ascribed to those terms in the IGA.

Whereas the City established the Community Opportunities and Enhancements Program (the “COEP”) to set aside one percent (1%) of certain costs from its public improvement contracts to support low-income, disadvantaged, minority and women workers in the construction trades and the development and growth of D/M/W/ESB/SDVBE firms; and

Whereas the City partnered with Prosper to administer and distribute the COEP funds per the terms of the IGA; and

Whereas after the initial term of the IGA, \$641,761 in non-Ratepayer sourced COEP Fee revenue funds are available to be distributed through June 30, 2022; and

Whereas the City and Prosper mutually desire to extend the term, change one of the main contacts, and make additional changes to the IGA;

Now therefore, the Parties agree to amend the IGA as follows:

- a. The Term and Termination section of the IGA is amended to extend the term for an additional twelve (12) months, from July 1, 2021 through June 30, 2022 (the “Extension Period”).
- b. The Parties section of the IGA is amended as follows:
  - Change the Main Contact for OMF from “Cathy Sherick” to “The Chief Procurement Officer.”
  - Change Prosper’s address to 220 NW 2<sup>nd</sup> Ave., Suite 200, Portland, OR 97209.
- c. The following additional changes to the IGA are hereby made. Additions are noted in *italic* and **bold**. Deletions are noted in ~~strikethrough~~.

ARTICLE 2 PROSPER RESPONSIBILITIES - Section II. Reporting on Grant Program Administration is amended and restated in its entirety to read:

***Prosper will provide a report, due February 1, 2022 which will include program***

***outcomes, successes, challenges and lessons learned from the work performed under this Agreement for the period from July 1, 2021 through December 31, 2021, and recommendations on implementation and administration of the COEP. In addition, an outputs report will be provided to the City four weeks after the end of Fiscal Year 2020/2021 and twice per year during the Extension Period (four weeks after the end of the second and fourth quarters), which shall include program outputs including number of participants served, demographics, and a summary of services provided. Prosper shall meet with the City to discuss the findings in its report.***

ARTICLE 2 PROSPER RESPONSIBILITIES - Section V. Administrative Compensation and Cost Reimbursement, paragraphs V.A and V.B shall be amended to read:

V.A Prosper will receive a fixed amount of \$150,000 for its services during the ***initial*** term of this Agreement, ***and up to \$85,000, but only if and to the extent additional funds become available for the extended Term through June 30, 2022.*** This amount will be paid as invoiced during the initial term, ***and any subsequent extensions*** of this Agreement. To the extent the parties mutually agree to extend this Agreement, the parties will discuss in good faith whether this amount should be revised, and will evaluate the actual administrative staff time and costs of Prosper Portland in connection with Phase 1 (including time and costs prior to the Effective Date of this Agreement) in engaging in this discussion.

V.B Prosper's disbursements to grant recipients ***through June 30, 2021 have been*** reimbursed by OMF ***exclusively*** out of available Pilot Project Funds. ***Prosper's disbursements to grant recipients on and after July 1, 2021 will be reimbursed by OMF out of funds added by the First Amendment to this Agreement effective as of July 1, 2021 as well as any remaining Pilot Project Funds.***

- d. OMF and OEHR acknowledge and agree that Prosper is not required to undertake a new competitive solicitation or RFP for existing grantees associated with COEP-related services during the Extension Period, but rather may extend the agreements of such grantees during such period if it elects to do so.
- e. Prosper's notice address in Article 3, Section VI is changed to 220 NW 2<sup>nd</sup> Ave., Suite 200, Portland, OR 97209, Attn.: Morgan Masterman.
- f. All other terms and conditions remain in full force and effect.

This IGA amendment may be signed in two (2) or more counterparts, each of which shall be deemed an original, and which, when taken together, shall constitute one and the same IGA amendment.

The parties agree the City and Prosper may conduct this transaction by electronic means, including the use of electronic signatures.

[Signature Page Follows]

Executed by the authorized signatories below, to be effective as of the Effective Date.

**City of Portland,  
Office of Management & Finance**

**Prosper Portland**

By \_\_\_\_\_  
Tom Rinehart, Chief Administrative Officer  
Date: \_\_\_\_\_, 2021

By \_\_\_\_\_  
Kimberly Branam, executive Director  
Date: \_\_\_\_\_, 2021

**City of Portland,  
Office of Equity and Human Rights**

By \_\_\_\_\_  
Markisha Webster, Director  
Date: \_\_\_\_\_, 2021

**Approved as to Form**

**Approved as to Form**

\_\_\_\_\_  
**City Attorney**

\_\_\_\_\_  
**Prosper Portland Legal Counsel**



# PROSPER PORTLAND

Building an Equitable Economy

## RESOLUTION NO. 7426

**RESOLUTION TITLE:**

AUTHORIZING AN AMENDMENT TO THE INTERGOVERNMENTAL AGREEMENT AMONG PROSPER PORTLAND, THE CITY OF PORTLAND OFFICE OF MANAGEMENT AND FINANCE, AND THE CITY OF PORTLAND OFFICE OF EQUITY AND HUMAN RIGHTS FOR THE COMMUNITY OPPORTUNITIES AND ENHANCEMENTS PROGRAM

Adopted by the Prosper Portland Commission on July 14, 2021

PRESENT FOR VOTE	COMMISSIONERS	VOTE		
		Yea	Nay	Abstain
<input checked="" type="checkbox"/>	Chair Gustavo J. Cruz, Jr.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Francesca Gambetti	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner Peter Platt	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	Commissioner Serena Stoudamire Wesley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input checked="" type="checkbox"/>	Commissioner William Myers	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Consent Agenda                       Regular Agenda

**CERTIFICATION**

The undersigned hereby certifies that:

*The attached resolution is a true and correct copy of the resolution as finally adopted at a Board Meeting of the Prosper Portland Commission and as duly recorded in the official minutes of the meeting.*

	<b>Date:</b>  July 16, 2021
<b>Pam Feigenbutz, Recording Secretary</b>	