

STANDARD AGREEMENT

STD 213 (Rev. 04/2020)

| | |
|--------------------------------------|---|
| AGREEMENT NUMBER TBD Draft | PURCHASING AUTHORITY NUMBER (If Applicable) |
|--------------------------------------|---|

1. This Agreement is entered into between the Contracting Agency and the Contractor named below:

CONTRACTING AGENCY NAME

California Workforce Development Board

CONTRACTOR NAME

City of Los Angeles, Harbor Department

2. The term of this Agreement is:

START DATE

June 1, 2023

THROUGH END DATE

July 31, 2026

3. The maximum amount of this Agreement is:

One hundred and ten million and no/100 dollars (\$110,000,000.00)

4. The parties agree to comply with the terms and conditions of the following exhibits, which are by this reference made a part of the Agreement.

| Exhibits | Title | Pages |
|-----------|--------------------------------------|-------|
| Exhibit A | Scope of Work | |
| Exhibit B | Budget Detail and Payment Provisions | |
| Exhibit C | Other Terms and Conditions | |
| | | |

Items shown with an asterisk (), are hereby incorporated by reference and made part of this agreement as if attached hereto.*

These documents can be viewed at <https://www.dgs.ca.gov/OLS/Resources>

IN WITNESS WHEREOF, THIS AGREEMENT HAS BEEN EXECUTED BY THE PARTIES HERETO.

CONTRACTOR

CONTRACTOR NAME (if other than an individual, state whether a corporation, partnership, etc.)

City of Los Angeles, Harbor Department

| | | | |
|---|-----------------------------|-------------|--------------|
| CONTRACTOR BUSINESS ADDRESS 425 S. Palos Verdes Street | CITY San Pedro | STATE CA | ZIP 90731 |
| PRINTED NAME OF PERSON SIGNING Eugene Seroka | TITLE Executive Director | | |
| CONTRACTOR AUTHORIZED SIGNATURE | DATE SIGNED | | |

STATE OF CALIFORNIA

CONTRACTING AGENCY NAME

California Workforce Development Board

| | | | |
|--|-----------------------------|-------------|--------------|
| CONTRACTING AGENCY ADDRESS 800 Capitol Mall, Suite 1022 | CITY Sacramento | STATE Ca | ZIP 95814 |
| PRINTED NAME OF PERSON SIGNING Tim Rainey | TITLE Executive Director | | |
| CONTRACTING AGENCY AUTHORIZED SIGNATURE | DATE SIGNED | | |

| | |
|--|---------------------------|
| CALIFORNIA DEPARTMENT OF GENERAL SERVICES APPROVAL | EXEMPTION (If Applicable) |
|--|---------------------------|

EXHIBIT A

Authority, Purpose, and Scope of Work

1. Authority

Pursuant to item 7120-101-0001 of section 2.00 of the Budget Act of 2022 as amended by Section 203 (Chapter 45 of Statutes of 2022, the "Statute"), the California Workforce Development Board ("the CWDB") received mandates to directly allocate designated funding to the specified city, county, or city and county, community-based organization or other entity as enumerated in Statute.

2. Purpose

In accordance with the authority cited above, in Fiscal Year 2022/23 the Board shall distribute \$30,000,000 to the City of Los Angeles, Harbor Department (Port of Los Angeles) for the "Goods Movement training campus", alternately referred to as the "Port Worker Training Facility".

Per the Major Program Updates section of the budget narrative published on the ebudget.ca.gov budget galley for CWDB, the total planned allocation for this project is \$110,000,000 over three fiscal years with the funding allocation divided over the three years:

- \$30,000,000 in the Budget Act of 2022 (Fiscal Year 22/23)
- \$40,000,000 in the Budget Act of 2023 (Fiscal Year 23/24)
- \$40,000,000 in the Budget Act of 2024 (Fiscal Year 24/25)

3. Term

The Term of this agreement shall be June 1, 2023, through July 31, 2026. The payable term of this agreement is as follows:

- i. FY 22/23 \$30,000,000 payable immediately in lump sum upon execution of the agreement.
- ii. FY 23/24 \$40,000,000 payable upon approval of the funding in the Budget Act of 2023.
- iii. FY 24/25 \$40,000,000 payable upon approval of the funding in the Budget Act of 2024.

See Exhibit B for more information on allowable expenses and expense monitoring.

4. Project Representatives during the term of this agreement will be:

State Agency Representative

California Workforce Development Board
Attn: Myke Griseta
800 Capitol Mall, Suite 1022
Sacramento, CA 95814
Phone: (916) 764-6544
E-mail: myke.griseta@cwdb.ca.gov

Grantee Representative

City of Los Angeles, Harbor Dept.
Attn: Avin Sharma
425 S. Palos Verdes Street
San Pedro, CA 90731
Phone: (424) 477-7999
E-Mail: asharma@portla.org

Changes to the grant representatives will not require an amendment to the grant.

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EXHIBIT B

Budget Detail

These direct budget allocations are authorized for advance payment of project funding by State Contracting Manual, Volume 1, Section 7.32 which authorizes advance payments by the State when specifically authorized by statute.

Budget Summary and Payment Provisions

This Agreement is entered into under the authority of, and in furtherance of the purposes of, the following statute:

2. The Budget Act of 2022, Assembly Bill 178

SEC. 203. Item 7120-101-0001 of Section 2.00 of the Budget Act of 2022 is amended to read:

7120-101-0001—For local assistance, California
Workforce Development Board 266,250,000

Schedule:

6040-California Workforce
Development Board
(1) 266,250,000

Provisions:

(Provisions 1-4 omitted)

5. Of the amount appropriated in Schedule (1), \$30,000,000 shall be available for support for a goods movement training campus in Southern California. Notwithstanding any other law, these funds shall be available and eligible for advance payment.

A. Invoicing and Payment

1. Upon receipt and approval of the invoice(s), CWDB agrees to issue advance payment to the grantee as statutorily approved by the Budget Act of 2022.

Funding beyond \$30,000,000 is subject to approval of fund amounts in the Budget Act of 2023, and the Budget Act of 2024.

2. The total amount of this of Agreement shall not exceed \$110,000,000.00.
3. Payment Schedule (by fiscal year)
 - i. FY 22/23 \$30,000,000
 - ii. (Pending approval in the Budget Act of 2023) FY 23/24 \$40,000,000
 - iii. (Pending approval in the Budget Act of 2024) FY 24/25 \$40,000,000
4. Invoices should be delivered to CWDB via E-mail to the State Agency representative listed in Exhibit A and the Accounting contact listed below.

Please ensure submitted invoices include the **CWDB Contract Number TBD** and are submitted to:

California Workforce Development Board
Attn: Marissa Medeiros, Accounts Payable
800 Capitol Mall, Suite 1022, MIC 45
Sacramento, CA 95814
E-mail: marissa.medeiros@cwdb.ca.gov

5. In the event of a state audit grantee shall make program documents and records related to this funding stream available to the State Auditor, the California Workforce Development Board, the State Controller's Office, the Employment Development Department and/or the Department of General Services.

B. Use of Funds: As stated in the California Budget Act of 2022 the intended use of these granted funds is for support for a goods movement training campus in Southern California.

Funds shall be used only for expenses directly related to a goods movement training campus. Any expenses outside of the legislatively intended use of the funds may require repayment of the funds to the state at the discretion of the CWDB up to June 30, 2028.

The City of Los Angeles, Harbor Department in accepting this public grant agrees to construct a Goods Movement Training Center in Southern California. CEQA environmental clearance and land use entitlements are required to be approved by the Board of Harbor Commissioners before the project construction begins. After 10 years from the opening date of the facility, the City of Los Angeles Harbor Department will be relinquished of all liability to the State regarding use of the facility.

- C. Withholding of Grant Disbursements:** The CWDB may withhold any unpaid portion of the grant funds provided for by this Grant Agreement in the event that the Grantee has demonstrated use of funds outside their legislatively intended purpose.

In the event that grant funds are withheld from the Grantee, the CWDB shall notify the Grantee of the reasons for withholding and advise the Grantee of the time within which the Grantee may remedy the situation leading to the withholding.

- D. Allowable Activities:** If any CWDB grant funds are discovered to have been made for costs not supporting the good movement center, the total amount of CWDB grant funds must be repaid to the state.

CWDB holds returned grant funds in a local account and uses the funds to pay for future eligible activities if the Grantee's Standard Agreement is still in effect. If the Standard Agreement has expired or the amount of improper payment is greater than the contract balance, CWDB will determine the appropriate action.

- E. Legislative Intent:** The Budget Act of 2022 directly allocates \$30,000,000 for the Goods Movement Training Center in Southern California which is available for lump sum payment upon execution of this agreement.

Listed in the budget narrative under "Major Program Updates" on the CWDB's public budget on the Department of Finance website at ebudget.ca.gov there is stated intent to allocate an additional \$80,000,000 to this project in future fiscal years: \$40,000,000 through the Budget Act of 2023 and \$40,000,000 through the Budget Act of 2024. (Attachment 1 below is a copy of the Department of Finance website for reference)

- F. Availability of Funds:** If future allocations in the Budget Act of 2023 and the Budget Act of 2024 are not made as planned, the payable grant dollar amount reverts to the last dollar amount approved through the last approved budget act allocation.

EXHIBIT C

Other Terms and Conditions

A. Monitoring: The CWDB requests semi-annual progress reports illustrating funding is going towards its intended use. Narrative progress reports are due in June and January. The purpose of the narrative reports is to capture the following:

- Document project status and expenditures to date.
- Notify the CWDB of questions or concerns regarding the project.

B. Periodic Review and Information Requests: The CWDB may conduct periodic reviews and request information as needed throughout the grant term.

If by January 31, 2025, the Grantee fails to demonstrate a good faith effort to use funds in alignment with their intended use, the CWDB reserves the right to require repayment of funds to the state.

C. Hold Harmless: The CWDB fulfills its statutory obligation by delivering funds in a timely manner to the named grantee as directed in the above referenced Budget Act. In accepting this grant, the grantee agrees to assume the liability associated with use of public funding sources.

Attachment 1: Copy of eBudget.ca.gov Budget Narrative for the Goods Movement Center



2022-23 STATE BUDGET

Welcome to California's 2022-23 State Budget

ENACTED ON JUNE 27, 2022

7120 California Workforce Development Board

The California Workforce Development Board collaborates with both state and local partners to establish and continuously improve the state workforce system, with an emphasis on California's economic vitality and growth. The Board also provides leadership for a unified state plan that works in partnership with other state entities such as the Health and Human Services Agency, the Departments of Social Services and Rehabilitation, the Community Colleges, and the Department of Education.

[show more](#)

MAJOR PROGRAM CHANGES

(Other listed programs omitted)

Port Worker Training Facility—The Budget includes \$110 million one-time General Fund (\$30 million in 2022-23, and \$40 million in 2023-24 and 2024-25), for a Goods Movement Training Campus in southern California.

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STATE OF CALIFORNIA
AGREEMENT SUMMARY
 STD 215 (Rev. 04/2020)

| | |
|--------------------------------------|------------------|
| AGREEMENT NUMBER TBD Draft | AMENDMENT NUMBER |
|--------------------------------------|------------------|

CHECK HERE IF ADDITIONAL PAGES ARE ATTACHED

| | | |
|--|--|--------------------------------------|
| 1. CONTRACTOR'S NAME City of Los Angeles, Harbor Department | | 2. FEDERAL I.D. NUMBER 95-6000735 |
| 3. AGENCY TRANSMITTING AGREEMENT California Workforce Development Board | 4. DIVISION, BUREAU, OR OTHER UNIT Operations and Policy Implementation | 5. AGENCY BILLING CODE |
| 6a. CONTRACT ANALYST NAME | 6b. EMAIL | 6c. PHONE NUMBER |

7. HAS YOUR AGENCY CONTRACTED FOR THESE SERVICES BEFORE?
 No Yes (If Yes, enter prior Contractor Name and Agreement Number)

PRIOR CONTRACTOR NAME

PRIOR AGREEMENT NUMBER

8. BRIEF DESCRIPTION OF SERVICES
 This is a direct allocation grant to the Port of Los Angeles as directed in the Budget Act of 2022. Additional funding is anticipated in future fiscal years per program language in CWDB's published budget narrative on ebudget.ca.gov.

9. AGREEMENT OUTLINE (Include reason for Agreement: Identify specific problem, administrative requirement, program need or other circumstances making the Agreement necessary; include special or unusual terms and conditions.)

Provision 5 of Item 7120-101-0001 of the 2022 Budget Act (Chapter 43, Statutes of 2022) states:

"Of the amount appropriated in Schedule (1), \$30,000,000 shall be available for support for a goods movement training campus in Southern California. Notwithstanding any other law, these funds shall be available and eligible for advance payment." Per the Budget Act of 2022 "Major Program Update" Budget Narrative: "Port Worker Training Facility—The Budget includes \$30 million in 2022-23, and \$40 million in 2023-24 and 2024-25, for a Goods Movement Training Campus in southern California. <https://ebudget.ca.gov/budget/publication/#/e/2022-23/Department/7120>

10. PAYMENT TERMS (More than one may apply)

- Monthly Flat Rate Quarterly One-Time Payment Progress Payment
 Itemized Invoice Withhold _____ % Advanced Payment Not To Exceed
 Reimbursement / Revenue _____ or _____ %
 Other (Explain) advanced payment of \$30 mil FY 22/23, \$40 mil FY 23/24 and \$40 mil FY 24/25 pending legislative approval.

11. PROJECTED EXPENDITURES

| FUND TITLE | ITEM | FISCAL YEAR | CHAPTER | STATUTE | PROJECTED EXPENDITURES |
|--------------|---------------|-------------|---------|---------|------------------------|
| General Fund | 7120-101-0001 | 22/23 | 45 | 2022 | \$30,000,000.00 |
| General Fund | 7120-101-0001 | 23/24 | TBD | 2023 | \$40,000,000.00 |
| General Fund | 7120-101-0001 | 24/25 | TBD | 2024 | \$40,000,000.00 |

| | | |
|---|------------------------|-------------------------|
| OBJECT CODE project: 004, activity: 415, cost center: 44150, expense 701 | AGREEMENT TOTAL | \$110,000,000.00 |
|---|------------------------|-------------------------|

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OPTIONAL USE

AMOUNT ENCUMBERED BY THIS DOCUMENT
 \$110,000,000.00

PRIOR AMOUNT ENCUMBERED FOR THIS AGREEMENT

I certify upon my own personal knowledge that the budgeted funds for the current budget year are available for the period and purpose of the expenditure stated above.

TOTAL AMOUNT ENCUMBERED TO DATE
 \$30,000,000.00

ACCOUNTING OFFICER'S SIGNATURE

ACCOUNTING OFFICER'S NAME (Print or Type)

DATE SIGNED

12. AGREEMENT

| AGREEMENT | TERM FROM | TERM THROUGH | TOTAL COST OF THIS TRANSACTION | BID, SOLE SOURCE, EXEMPT |
|--------------|-----------|--------------|--------------------------------|----------------------------------|
| Original | 6/1/2023 | 7/31/2026 | \$110,000,000.00 | exempt, direct budget allocation |
| Amendment 1 | | | | |
| Amendment 2 | | | | |
| Amendment 3 | | | | |
| TOTAL | | | \$110,000,000.00 | |

13. BIDDING METHOD USED

- Request for Proposal (RFP) (Attach justification if secondary method is used)
 Use of Master Service Agreement
 Invitation for Bid (IFB)
 Exempt from Bidding (Give authority for exempt status)
 Sole Source Contract (Attach STD. 821)
 Other (Explain) Direct allocation of funding in the Budget Act of 2022

Note: Proof of advertisement in the State Contracts Register or an approved form STD. 821, Contract Advertising Exemption Request, must be attached

14. SUMMARY OF BIDS (List of bidders, bid amount and small business status) (If an amendment, sole source, or exempt, leave blank)
 exempt

15. IF AWARD OF AGREEMENT IS TO OTHER THAN THE LOWER BIDDER, EXPLAIN REASON(S) (If an amendment, sole source, or exempt, leave blank)
 exempt

16. WHAT IS THE BASIS FOR DETERMINING THAT THE PRICE OR RATE IS REASONABLE?
 exempt

17a. JUSTIFICATION FOR CONTRACTING OUT (Check one)

- Contracting out is based on cost savings per Government Code 19130(a). The State Personnel Board has been so notified.
 Contracting out is justified based on Government Code 19130(b). When this box is checked, a completed JUSTIFICATION - CALIFORNIA CODE OF REGULATIONS, TITLE 2, SECTION 547.60 must be attached to this document.
 Not Applicable (Interagency / Public Works / Other _____)

17b. EMPLOYEE BARGAINING UNIT NOTIFICATION

By checking this box, I hereby certify compliance with Government Code section 19132(b)(1).

AUTHORIZED SIGNATURE

SIGNER'S NAME (Print or Type)

DATE SIGNED

18. FOR AGREEMENTS IN EXCESS OF \$5,000: Has the letting of the agreement been reported to the Department of Fair Employment and Housing? No Yes N/A

19. HAVE CONFLICT OF INTEREST ISSUES BEEN IDENTIFIED AND RESOLVED AS REQUIRED BY THE STATE CONTRACT MANUAL SECTION 7.10? No Yes N/A

20. FOR CONSULTING AGREEMENTS: Did you review any contractor evaluations on file with the DGS Legal Office? None on file No Yes N/A

21. IS A SIGNED COPY OF THE FOLLOWING ON FILE AT YOUR AGENCY FOR THIS CONTRACTOR?
 A. Contractor Certification Clauses No Yes N/A
 B. STD 204 Vendor Data Record No Yes N/A

22. REQUIRED RESOLUTIONS ARE ATTACHED No Yes N/A

23. IS THIS A SMALL BUSINESS AND/OR A DISABLED VETERAN BUSINESS CERTIFIED BY DGS? No Yes

SB/DVBE Certification Number: _____

STATE OF CALIFORNIA

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|--------------------------------------|------------------|

24. ARE DISABLED VETERANS BUSINESS ENTERPRISE GOALS
REQUIRED? (If an amendment, explain changes if any)
exempt

No (*Explain below*) Yes _____ % of Agreement

25. IS THIS AGREEMENT (WITH AMENDMENTS) FOR A PERIOD OF TIME
LONGER THAN THREE YEARS?

No Yes (*If Yes, provide justification below*)

I certify that all copies of the referenced Agreement will conform to the original agreement sent to the Department of General Services.

| | | |
|-----------|-------------------------------------|-------------|
| SIGNATURE | NAME/TITLE (<i>Print or Type</i>) | DATE SIGNED |
|-----------|-------------------------------------|-------------|

AGREEMENT SUMMARY

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JUSTIFICATION - CALIFORNIA CODE OF REGULATIONS, TITLE 2, SECTION 547.60

In the space provided below, the undersigned authorized state representative documents, with specificity and detailed factual information, the reasons why the contract satisfies one or more of the conditions set forth in Government Code section 19130(b). Please specify the applicable subsection. Attach extra pages if necessary.

Provision 5 of Item 7120-101-0001 of the 2022 Budget Act (Chapter 43, Statutes of 2022) states:

Of the amount appropriated in Schedule (1), \$30,000,000 shall be available for support for a goods movement training campus in Southern California. Notwithstanding any other law, these funds shall be available and eligible for advance payment.

There is legislative intent to allocation an additional \$40,000,000 in the Budget Act of 2023, and and additional \$40,000,000 through the Budget Act of 2025.

Refer to AB178:

https://leginfo.legislature.ca.gov/faces/billNavClient.xhtml?bill_id=202120220AB178

Port Worker Training Facility—The Budget includes \$110 million one-time General Fund (\$30 million in 2022-23, and \$40 million in 2023-24 and 2024-25), for a Goods Movement Training Campus in southern California.

The undersigned represents that, based upon his or her personal knowledge, information or belief the above justification correctly reflects the reasons why the contract satisfies Government Code section 19130(b).

| | | | |
|--------------|---------------------------|-------------|-----|
| SIGNATURE | NAME/TITLE(Print or Type) | DATE SIGNED | |
| PHONE NUMBER | STREET ADDRESS | | |
| EMAIL | CITY | STATE | ZIP |