

**TRADE ADJUSTMENT ASSISTANCE PROGRAM
ANNUAL COOPERATIVE FINANCIAL AGREEMENT**

**with
Initial Notice of Obligation
FISCAL YEAR 2014**

Grant Agreement No.
TA-xxxxx-xx-60-A-xx

CFDA # 17.245

1. Consistent with the State /Commonwealth-Secretary of Labor agreement (identified in Clause 12.A below), this Annual Cooperative Financial Agreement (the “Agreement”) is entered into between the Employment and Training Administration, U.S. Department of Labor (hereinafter known as the Grantor) and the State of Florida (hereinafter known as the Grantee) for the purposes of carrying out the activities authorized under Subchapters B and C of Chapter 2 of Title II of the Trade Act of 1974, as amended, and the implementing regulations at 20 CFR 617 and 20 CFR 618. *Note: Funding for Trade Readjustment Allowances (TRA), Alternative Trade Adjustment Assistance (ATAA) payments, and Reemployment Trade Adjustment Assistance (RTAA) payments, if any, will be provided under the Unemployment Insurance Program Annual Funding Agreement.*
2. This Agreement applies to **Fiscal Year (FY) 2014** appropriated funds.
3. Funds under this Agreement must be expended in accordance with all applicable Federal statutes, regulations, and program directives, and the applicable provisions in the appropriation act(s) for these funds.
4. This grant expenditure period is **October 1, 2013 through September 30, 2016**, but will commence no sooner than execution by both parties, unless otherwise indicated in “Modification 0” supplement that simultaneously accompanies and is part of this agreement. Also, the Agreement may be terminated sooner and be subject to closeout procedures if all allocated FY 2014 funds are fully expended at a date prior to the end date of September 30, 2016.
5. Funds shall be obligated and allocated upon execution of this Agreement via an initial Notice of Obligation (NOO) in the “Modification 0” document which is a supplement to this Agreement. Obligations and costs may not exceed the amount obligated by the NOO in “Modification 0” unless otherwise modified by the Grantor. Funds are obligated for the amount indicated in the “Modification 0” document in accordance with the Grantee’s FY 2014 allotment levels or initial increments thereof. The Federal obligation level will be amended by the Grant Officer to increase (or adjust) amounts available to the Grantee as funds become available for obligation and additional Notice of Obligation grant modifications are issued.
6. Electronic fund transfer payments will be made to the Grantee under the Department of Health and Human Services (HHS) Payment Management System (PMS).

7. **Veteran's Priority Provisions:** This program, funded by the U.S. Department of Labor is subject to the provisions of the "Jobs for Veterans Act" (JVA), Public Law No. 107-288 (38 USC 4215), as implemented by the regulations in 20 CFR part 1010. The JVA provides priority of service to veterans and spouses of certain veterans for the receipt of employment, training, and placement services. Agreement by a program operator to implement priority of service is a condition of receipt of DOL funds. The Planning Guidance (either the Stand-Alone Planning Guidance at 73 FR 72853 (December 1, 2008)) or the Unified Planning Guidance at 73 FR 73730 (December 3, 2008)) and Training and Employment Guidance Letter (TEGL) No. 10-09 require states to describe the policies and strategies in place to ensure, pursuant to the Jobs for Veterans Act and the regulations, that priority of service is provided to veterans (and certain spouses) who otherwise meet the eligibility requirements for all employment and training programs funded by the U.S. Department of Labor. In addition, the states are required to provide assurances that they will comply with the Veterans' Priority Provisions established by the Jobs for Veterans Act (38 USC 4215).

8. **Prohibition on subsidization of forced or indentured child labor:** States, consistent with Section 103 of the General Provisions of the Department of Labor Appropriations Act, 2012, Public Law No. 112-74 (Division F, Title I), and in accordance with Executive Order 13126, must not obligate or expend funds made available to administer UI for the procurement of goods mined, produced, manufactured, or harvested or services rendered, whole or in part, by forced or indentured child labor in industries and host countries already identified by the United States Department of Labor prior to enactment of the Department's 2010 appropriation.

9. **Salary and Bonus Pay Limitations:** Consistent with section 105 of the General Provisions of Public Law No. 112-74 (Division F, Title I), none of the funds provided under this agreement shall be used by a recipient or subrecipient of such funds to pay the salary and bonuses of an individual, either as direct costs or indirect costs, at a rate in excess of Executive Level II. This limitation shall not apply to vendors providing goods and services as defined in OMB Circular A-133. Where States are recipients of such funds, States may establish a lower limit for salaries and bonuses of those receiving salaries and bonuses from subrecipients of such funds, taking into account factors including the relative cost-of-living in the State, the compensation levels for comparable State or local government employees, and the size of the organizations that administer Federal programs involved including Employment & Training Administration programs. See Training and Employment Guidance Letter No. 5-06 for further clarification.

10. Standard Assurances and Certifications submitted by the Grantee are incorporated by reference and made a part of this agreement, include the following:

Standard Form 424(B) Standard Assurances (Non-Construction Programs)
Certification Regarding Debarment, Suspension, and Other Responsibility Matters
for Primary Covered Transactions (29 CFR Part 98, Subpart F)
Certification Regarding Lobbying (29 CFR Part 93)
Drug Free Workplace Requirements Certification (29 CFR Part 98)
Nondiscrimination and Equal Opportunity Assurance
(29 CFR Part 37) See 29 CFR 37.2 regarding One-Stop partners.

11. Federal Funding Accountability and Transparency Act of 2006, Public Law No. 109-282 (FFATA), as amended by section 6202 of Public Law No. 110-252. Grantees must ensure that they have the necessary processes and systems in place to comply with the reporting requirements of FFATA. See Training and Employment Guidance Letter (TEGL) No. 11-10 (issued November 15, 2010), <http://wdr.doleta.gov/directives/attach/TEGL/TEGL11-10acc.pdf>, and Attachment to this grant Agreement.

12. In performing its responsibilities under this agreement and as a condition for receipt of funds, the Grantee also agrees to fully comply with the following:

- A. The existing or successor agreement between the State/Commonwealth and the Secretary of Labor, U.S. Department of Labor, to carry out the provisions of Subchapters B, C and D of Chapter 2 of Title II of the Trade Act of 1974, as amended.
- B. TEGL No. 11-02, Operating Instructions for Implementing the Amendments to the Trade Act of 1974 Enacted by the Trade Act of 2002, dated October 10, 2002, and subsequent changes; and TEGL No. 22-08, Operating Instructions for Implementing the Amendments to the Trade Act of 1974 Enacted by the Trade and Globalization Adjustment Assistance Act of 2009, dated May 18, 2009, and its Changes; TEGL No. 10-11, Operating Instructions for Implementing the Amendments to the Trade Act of 1974 Enacted by the Trade Adjustment Assistance Extension Act of 2011 (TAAEA), and its Changes, and any subsequent operating instructions.
- C. TEGL No. 17-05, Common Measures Policy for the ETA's Performance Accountability System and Related Performance Issues, dated February 17, 2006 and subsequent changes.
- D. TEGL No. 2-04, TAA Program Reserve Funding Form, dated July 14, 2004, and any subsequent changes or successor forms.
- E. 20 CFR Part 617 and 20 CFR Part 618 and any succeeding regulations governing the TAA program.
- F. Any operating instructions or other program letters/guidance governing or relating to the TAA program, including, among others, instructions/guidance pertaining to program performance goals, the payment of benefits, and program administration.
- G. 29 CFR Parts 96 and 99 (Audit Requirement for Grants, Contracts and Other Agreements).
- H. 29 CFR Part 97 (Uniform Administrative Requirements for Grant and Cooperative Agreements to State and Local Governments) and the exceptions and expansions specified below:

29 CFR 97.25 - Program Income

Grantees are required to use the Addition method for computing and expending Program Income. The Grantee may deduct those costs incident to generation of program income from gross income to determine net program income to be added to the grant, provide that such costs were not charged to grant funds under this agreement. If costs incident to generation of program income are charged to the grant, gross income must be added to the grant.

29 CFR 97.30 - Changes.

29 CFR 97.30(c)(1)(ii): Transfers of funds from program activities (job search, relocation and training) to administration are not authorized. However, transfers of funds between program activities or from administration to program activities are authorized without prior approval of the Grantor.

29 CFR 97.32 - Equipment.

Equipment includes both equipment acquired under this agreement and equipment acquired with TAA/NAFTA-TAA funds under prior agreements.

29 CFR 97.41 - Financial Reporting.

29 CFR 97.41(b)(2): The State shall report program outlays (expenditures) on an accrual basis.

29 CFR 97.41(a)(5): Grantees shall report the required quarterly financial information on the ETA-9130, "U.S. DOL ETA Financial Report," via the Enterprise Business Support System (EBSS). Note: "required financial information" means the identical data items, submitted in the identical manner and within timeframes established in the paragraph below referencing 29 CFR 97.41(b) (3). The link to ETA-9130 with instructions can be found at <http://www.doleta.gov/grants/>.

29 CFR 97.41(b)(3): The required financial report or acceptable equivalent (see above) must be submitted quarterly for this agreement until such time as all funds have been expended or expired. See applicable program directives.

29 CFR 97.41(b)(4): Quarterly reports are due no later than 30 days after the end of the quarter. Note, however, that the ETA-9130, "U.S. DOL ETA Financial Report," is due no later than 45 days per OMB approval for this report.

29 CFR 97.10 (b)(1): The Grantee must use ETA-9117, Trade Adjustment Assistance (TAA) Program Reserve Funding Request Form (OMB 1205-0275) and SF-424, Application for Federal Assistance (OMB Circular A-102) for submitting requests for program funding.

29 CFR 97.41(c)(1): The Grantee is exempt from the requirement to submit the SF-272, Federal Cash Transactions Report and the SF-272a, Federal Cash Transactions Report, Continuation Sheet. This supersedes any prior requirement for these FY 2013 funds.

- I. 2 CFR Part 225 (OMB Circular A-87 (Revised), “Cost Principles for State, Local, and Indian Tribal Governments”) and the exceptions and expansions specified below:

Prior Approval. For those selected items of cost requiring prior approval (e.g., equipment purchases), the authority to grant or deny approval is delegated to the Grantee for programs funded under this agreement, except that capital expenditures for real property are allowable as a direct cost only with prior approval by the Secretary (Grantor). Further, in accordance with the provisions at 29 CFR 97.32(g), the Secretary reserves the right to require transfer of title on nonexpendable Automated Data Processing Equipment. Further, notwithstanding the above waiver of the requirement of prior approval, the Grantor reserves the right to reimpose the requirement of prior approval by the Grantor in other areas, after providing advance notice to the State (Grantee).

Personnel Benefit Costs. For personnel benefit costs charged to TAA funds on behalf of State merit employees who are members of fringe benefit plans which do not meet the requirements of OMB Circular A-87, Attachment B, Item 8, the costs of employer contributions or expenses incurred for Employment Security (ES) agency fringe benefit plans are allowable as an addition to OMB Circular A-87, provided that:

- (1) For retirement plans: (A) all covered employees joined the plan before October 1, 1983; (B) the plan is authorized by State law; (C) the plan was previously approved by the Secretary; (D) the plan is insured by a private carrier which is licensed to operate this type of plan in the applicable State; and (E) any dividends or similar credits because of participation in the plan are credited against the next premium falling due under the contract;

- (2) For all ES fringe benefit plans other than retirement plans, if the Secretary granted a time extension after October 1, 1983, to the existing approval of such a plan, costs of the plan are allowable until such time as the plan is comparable in cost and benefits to fringe benefit plans available to other similarly employed ES employees. At such time as the cost and benefits of an approved fringe benefit plan are equivalent to the cost and benefits of plans available to other similarly employed ES employees, the time extension will cease and the cited requirements of OMB Circular A-87 will apply; and

- (3) For retirement plans and all other fringe benefit plans covered in (i) and (ii) of this paragraph, any additional costs resulting from improvements of the plans made after October 1, 1983, are not chargeable to funds under this Agreement.

- J. The Grantee agrees to the provision of counseling, testing and placement services, and supportive services and other services provided for under any other applicable Federal law to all trade-certified workers.

K. In accordance with the State /Commonwealth-Secretary of Labor agreement (identified in paragraph A above), and provisions and definitions at 29 CFR 90.33 and any successor provisions, the Grantee will keep confidential any confidential business information it obtains or receives in the course of fulfilling its obligations under the Trade Act, as amended, and shall not disclose such information to any person, organization, or other entity except as authorized by applicable State and Federal laws. In addition, the Grantee will keep confidential any information it receives about each claimant in the course of fulfilling its obligations under the TAA Program, Alternative/Reemployment TAA Program for Older Workers and Health Coverage Tax Credit programs to the extent required under all applicable State and Federal laws.

13. Of the FY 2014 funds allocated under this Agreement, State Administration costs may not exceed eleven and one-half percent (11.5%); and Employment and Case Management services costs must not be less than, but may exceed, five percent (5%). These limitations apply to FY 2014 funds allocated under this Agreement. Funds allocated and obligated under this Agreement may be used for Training, Employment and Case Management Services, Job Search Allowances, Relocation Allowances, and State Administration costs incurred in the provision of these benefits and services to trade-affected workers.

14. Should the authorizing legislation expire prior to the termination of this Agreement, the Grantee will follow the Grantor's instruction regarding continued expenditure of TAA funds.

15. The Grantee agrees to accept a deobligation of funds set forth in the NOOs in the event of underutilization. The Grantor shall consider underutilization to be some or all of the unexpended and/or unobligated balance of the funds provided to the Grantee, which the Grantee will be unable to use within a reasonable period of time. Underutilized funds will be recaptured only after consultation with, and subsequent notification to, the Grantee.

16. All TAA funds must be expended in accordance with the provisions of this Agreement and any special terms and conditions of approved funding requests. Any expenditure of funds which does not comply with these provisions will be subject to the enforcement remedies at 29 CFR 97.43 and 20 CFR sections 617.52(c) and 617.59(f) or any succeeding regulations.

17. The signatories below agree to the terms and conditions of this agreement on behalf of their respective agencies:

GRANTEE:

State of Florida
(State or Commonwealth)

DUNS #: 968930664

Department of Economic Opportunity
Grant Recipient/Agency Name

TAX EIN: 36-4706134

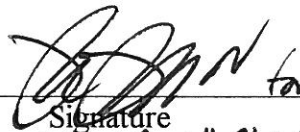
MSC 85 Caldwell Building
107 East Madison Street
Address

PMS EIN: _____

Tallahassee, Florida 32399-4130

For Grantee:

Jesse Panuccio, Executive Director
Print Name/Title

 for 1-24-14
Signature Date
Chad Poppell, Chief of Staff

Email address: Jesse.Panuccio@deo.myflorida.com

GRANTOR: USDOL, Employment and Training Administration, Office of Grants
Management, Division of Workforce System Federal Assistance - Room N-
4716, 200 Constitution Avenue, NW Washington, D.C. 20210

For Grantor:

THOMAS C. MARTIN
Grant Officer Signature Date

TAA Agreement Clause No. 11 ("Transparency Act") Attachment

This grant is subject to the following Transparency Act requirements:

2 CFR Part 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 <http://www.fsr.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, 2010, the obligation must be reported by no later than December 31, 2010.)

3. What to report. You must report the information about each obligating action that the submission instructions posted at <http://www.fsr.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 <http://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 <http://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 <http://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.

This grant is subject to:

2 CFR Subtitle A, Chapter I and Part 25

Appendix A to Part 25—Award Term

I. Central Contractor Registration and Universal Identifier Requirements

A. Requirement for Central Contractor Registration (CCR)

Unless you are exempted from this requirement under 2 CFR 25.110, you as the recipient must maintain the currency of your information in the CCR until you submit the final financial report required under this award or receive the final payment, whichever is later. This requires that you review and update the information at least annually after the initial registration, and more frequently if required by changes in your information or another award term.

B. Requirement for Data Universal Numbering System (DUNS) Numbers

If you are authorized to make subawards under this award, you:

1. Must notify potential subrecipients that no entity (see definition in paragraph C of this award term) may receive a subaward from you unless the entity has provided its DUNS number to you.
2. May not make a subaward to an entity unless the entity has provided its DUNS number to you.

C. Definitions

For purposes of this award term:

1. Central Contractor Registration (CCR) means the Federal repository into which an entity must provide information required for the conduct of business as a recipient. Additional information about registration procedures may be found at the CCR Internet site (currently at <http://www.ccr.gov>).
2. Data Universal Numbering System (DUNS) number means the nine-digit number established and assigned by Dun and Bradstreet, Inc. (D&B) to uniquely identify business entities. A DUNS number may be obtained from D&B by telephone (currently 866-705-5711) or the Internet (currently at <http://fedgov.dnb.com/webform>).
3. Entity, as it is used in this award term, means all of the following, as defined at 2 CFR part 25, subpart C:
 - a. A Governmental organization, which is a State, local government, or Indian Tribe;
 - b. A foreign public entity;
 - c. A domestic or foreign nonprofit organization;
 - d. A domestic or foreign for-profit organization; and
 - e. A Federal agency, but only as a subrecipient under an award or subaward to a non-Federal entity.
4. Subaward:
 - a. 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.
 - b. 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").
 - c. A subaward may be provided through any legal agreement, including an agreement that you consider a contract.
5. Subrecipient means an entity that:
 - a. Receives a subaward from you under this award; and
 - b. Is accountable to you for the use of the Federal funds provided by the subaward.