

A Resolution

NO. _____

APPROVING PHASE II OF THE “PRESERVE THE FORT” BUSINESS STABILIZATION PROGRAM AND EXECUTION OF AN AMENDMENT TO AN AGREEMENT WITH UNITED WAY OF TARRANT COUNTY TO ASSIST IN MANAGEMENT OF THE PROGRAM

WHEREAS, the City of Fort Worth (“City”) has received certain funding under the Coronavirus Aid, Relief, and Economic Security Act (the “**CARES Act**”); and

WHEREAS, funding received by the City pursuant to Title V, Section 5001 of the CARES Act (the Coronavirus Relief Fund) (the “**Title V Funds**”) may be used only to cover costs of the City that “(1) are necessary expenditures incurred due to the public health emergency with respect to the Coronavirus Disease 2019 (COVID-19); (2) were not accounted for in the budget most recently approved as of the date of enactment of this section (March 27, 2020) for the State or government; and (3) were incurred during the period that begins on March 1, 2020, and ends on December 30, 2020”; and

WHEREAS, on April 22, 2020 the United States Department of the Treasury released written guidance for state, territorial, local, and tribal governments as to what types of payments would be eligible for expenditure from Title V Funds (the “**April 22, 2020 Circular**”); and

WHEREAS, the April 22, 2020 Circular stipulates that Title V Funds may be used for, among other things, “expenses associated with the provision of economic support in connection with the COVID-19 public health emergency, such as: Expenditures related to the provision of grants to small businesses to reimburse the costs of business interruption caused by required closures; Expenditures related to a State, territorial, local or Tribal government payroll support program; Unemployment insurance costs related to the COVID-19 public health emergency if such costs will not be reimbursed by the federal government pursuant to the CARES Act or otherwise”; and

WHEREAS, on May 4, 2020 the United States Department of the Treasury released a set of Frequently Asked Questions to supplement the April 22, 2020 Circular (the “**May 4, 2020 Circular**”); and

WHEREAS, the May 4, 2020 Circular stipulates that “a program (of the local government) that is aimed at assisting small businesses with the cost of business interruption caused by required closures should be tailored to assist those businesses in need of such assistance”; and

WHEREAS, the May 4, 2020 Circular further stipulates that, “Fund payments may be used for economic support in the absence of a stay-at-home order if such expenditures are determined by the government to be necessary. This may include, for example, a grant program to benefit small businesses that close voluntarily to promote social distancing measures or that are affected by decreased customer demand as a result of the COVID-19 public health emergency”; and

WHEREAS, on March 13, 2020 the Governor of Texas issued a State of Disaster for all Texas counties and the President of the United States declared a State of National Emergency for the United States of America due to the COVID-19 public health emergency; and

WHEREAS, on that same day, Mayor Betsy Price ordered a Declaration of Public Health Emergency, which has been approved, amended, and extended by the City Council, and the Governor of Texas and numerous County Judges have issued various Executive Orders, all of which have closed or limited operations of certain businesses and restricted activities of the public in order to reduce the opportunity for transmission of the COVID-19 virus; and

WHEREAS, smaller businesses in particular have suffered great economic hardship due to closures and other impacts caused by the COVID-19 public health emergency; and

WHEREAS, the City Council established a business stabilization grant program called “Preserve the Fort” (the “**Program**”) under which the City has made certain grants to small businesses located in the City with some of the Title V Funding, taking into account the restrictions on use of the Title V Funding and guidance from the United States Department of the Treasury set forth in the April 22, 2020 Circular and the May 4, 2020 Circular; and

WHEREAS, due to the continuing need for expediency in providing grant assistance to small businesses and the additional need to provide grant assistance to non-profit organizations and bars and music venues located in the City that have incurred economic costs and closures due to their response to the COVID-19 public health emergency, respectively, the City Council approves the City’s intention to amend the Program and the contract with United Way of Tarrant County to add new Recipients to the Program and detail requirements for the new Recipients;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF FORT WORTH, TEXAS, THAT:

1. Taking into account the Recitals above, as well as all other available information, the City Council hereby finds that businesses located in the City, and in particular, small businesses and non-profit organizations, have suffered economic hardship due to closures and other impacts caused by the COVID-19 public health emergency.

2. Taking into account the Recitals above, as well as all other available information, the City Council hereby finds that it is necessary and appropriate to continue and expand the Program under which the City provides or cause to be provides grant funding from certain Title V Funding received by the City to include both bars and music venues in the definition of small businesses and non-profit organizations located in the City that have suffered economic hardship due to closures and other impacts caused by the COVID-19 public health emergency.

3. The City Council hereby approves changes to the eligibility criteria and other aspects of the Program substantially in accordance with the terms and conditions outlined in the Amendment to the MOU in **Exhibit “A”**, attached hereto.

4. The City Council hereby acknowledges that, pursuant to authority granted to the City Manager by the City Council under Section 2-9(d)(11) of the City Code, the City will enter into an amendment to the contract with United Way of Tarrant County to assist City staff in the management and administration of the Program, on terms and conditions approved by the City Manager and consistent with the provisions of this Resolution.

Adopted this ____ day of _____ 2020.

ATTEST:

By: _____
Mary Kayser, City Secretary

**FIRST AMENDMENT TO
MEMORANDUM OF UNDERSTANDING
BETWEEN
CITY OF FORT WORTH
AND
UNITED WAY OF TARRANT COUNTY**

This First Amendment to Memorandum of Understanding (“First Amendment”) is made between the City of Fort Worth (“Fort Worth”), a municipal corporation and United Way of Tarrant County, a Texas non-profit corporation (“United Way”).

WHEREAS, Fort Worth and United Way entered into a Memorandum of Understanding to administer the Preserve the Fort grant program (the “MOU”); and

WHEREAS, it is the collective desire of both Fort Worth and United Way to amend the MOU to increase the total distribution amount from the City, add new Recipients and detail additional requirements for Recipients.

NOW THEREFORE, known by all these present, Fort Worth and United Way, acting herein by the through their duly authorized representatives, agree to the following terms, which amend the MOU as follows:

1. Section I. Background is hereby replaced in its entirety with the following:

The City of Fort Worth (“City”) received a direct allotment of funds through the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”) and desires to allocate a portion of that funding to support small businesses impacted by the Covid-19 Pandemic (“Pandemic”). The City has established a Small Business Stabilization Grant Program (“Program”) to promote local economic development by maintaining small business and non-profit operations and retaining employment within the City, pursuant to 42 U.S.C. §5305 and the CARES Act. The public purpose of the Program is to ensure continued operations of small businesses and non-profits impacted by the Pandemic.

The Program will be administered by the City of Fort Worth Economic Development Department through a partnership with United Way of Tarrant County (“United Way”) which will assist in the establishment of a web portal to facilitate the grant applications and will release funds to eligible applicants.

2. Section III. Program Overview is hereby replaced in its entirety with the following:

The Program will provide up to \$15.0 M in funding to be provided as grants of up to \$150,000 to eligible businesses (“Recipients”). Phase I of the Program resulted in \$6.2 M in funds being distributed to Recipients. The remainder of the \$15.0 M constitutes Phase II of the Program and will provide funding for small businesses

with less than 500 employees and non-profits (including performance art spaces) that have been negatively impacted by the COVID-19 Pandemic and incurred costs related to responses to the COVID-19 Pandemic, and bars/music venues that were completely closed by the Governor's Declaration Order.

Grants will be processed until funds received as a result of the CARES Act are exhausted.

The Program provides funding for small businesses, sole proprietorships, independent contractors and self-employed persons as well as non-profit organizations (“Non-Profits”) excluding ineligible entities listed below in section VIII.

3. Section IV. Funding Levels is hereby replaced in its entirety with the following:

- Small Business (less than 500 employees) will be eligible for a grant of up to 1.5x gross average monthly revenue (Pre-Pandemic) capped at \$150,000.00.
- Bars/Music Venues (closed as of June 26, 2020) will be eligible for a grant of up to 3x lost average monthly revenue (Pre-Pandemic) capped at \$100,000.00.
- Non-Profits will be eligible for a grant of up to 75% of expenses incurred up to \$50,000.00 on a reimbursement basis.

4. Section V. Eligible Activities is hereby replaced in its entirety with the following:

Grants received under the Program can be used to reimburse the costs of business interruption experienced by small businesses as a result of required closures, small businesses that close voluntarily to promote social distancing measures or small businesses that are affected by decreased customer demand as a result of the Pandemic.

Grants received under the Program by Non-Profits to reimburse a Non-Profit for costs that were unbudgeted as of March 1, 2020 and incurred between March 1, 2020 and October 31, 2020 that are associated with preparing their operations to open in a way that is safe for employees, clients, volunteers, artists, and patrons to include such items as:

- Installation of plexiglass barriers for face to face transactions and security screenings;
- Walk-through body temperature detection systems;
- Sanitizer pumps and stands;
- Sanitizing supplies such as sprays and wipes in bulk quantities;
- Sanitizing supplies for electronic stage equipment, microphones, speakers, etc. in performing arts spaces;
- PPE in bulk for all employees, volunteers, artists and patrons; and

- Automatic sink faucets and toilet flushers.

The types of eligible activities that could be covered under the Program include: working capital, machinery & equipment, payroll expenses, health care benefits, contract labor, supplier payments, rent, lease or mortgage payment (for real property used for business purposes, like storefront or warehouse, excluding personal residence), rent, lease or purchase payment for business property (e.g., delivery vehicle; food truck; kitchen equipment; technology, payment, and communications systems and equipment), utility payments for business properties, (excluding personal residence), cost of critical business operations (raw materials, marketing expenses, etc. payments), Personal Protective Equipment (PPE) and sanitation supplies and equipment.

5. Section VI. Base Eligibility is hereby replaced in its entirety with the following:

- Businesses must be located in the City of Fort Worth.
- Business must have been operating as of January 1, 2020.
- Businesses must have a minimum revenue of \$12,000.00 for 2019.
- Business must be registered to do business in the State of Texas.
- Businesses must demonstrate a reduction in sales/revenue or employment during the period of March 1, 2020 through December 1, 2020 as a result of the COVID-19 pandemic.

6. Section VI.A. Non-Profit Eligibility is hereby added to Section VI.:

- Non-Profits must hold a current 501(c)(3) organizational designation from the Internal Revenue Service.
- Non-Profits must have been operating as of January 1, 2019.
- Non-Profits must have no more than 500 total employees and independent contractors consistent with SBA size standards.
- Non-Profits that is a social service organization must not have more than \$10,000,000.00 in revenue for 2019 and one that is a performance arts center must not have more than \$25,000,000.000 in revenue for 2019.

7. Section VIII. Ineligible Business Activities is hereby replaced in its entirety with the following:

- Franchisors;
- Real Estate developers/Investors;
- Governmental/taxing agencies/departments;
- Hobby businesses as defined by federal law;
- Multi-level marketing concerns;
- Gambling Concerns, including casinos, racing operations or other activities whose purpose involves gambling;
- Lobbying organizations and political organizations subject to Internal

- Revenue Code 527;
- Sexually Oriented Businesses (live performances, product sales, items or materials);
- Businesses primarily engaged in lending, investments, or to an otherwise eligible business engaged in financing or factoring;
- Pawn Shops;
- An individual who employs household employees such as nannies or housekeepers;
- The following Non-Profits are ineligible: private foundations, political organizations, schools and educational organizations (excluding daycares), and sports organizations;
- Concerns engaged in illegal activities under federal, state or local laws;
- A business that is otherwise prohibited by federal or Texas law; and
- A business that is ineligible or precluded to receive federal or State of Texas funding due to federal laws (including but not limited to the CARES Act) or Texas laws.

Fort Worth City Council Members, City of Fort Worth Employees and their immediate family members are not eligible for this program.

8. All other terms, provisions, conditions, covenants and recitals of the MOU not expressly amended herein shall remain in full force and effect.

[Signature Page Follows]

Executed effective as of the date signed by the Assistant City Manager below.

FORT WORTH:

<p>City of Fort Worth</p> <p>By: _____ Name: Jesus J. Chapa Title: Assistant City Manager</p> <p>Date: _____</p> <p>Approval Recommended:</p> <p>By: _____ Name: Robert Sturns Title: Director, Economic Development</p> <p>Attest:</p> <p>By: _____ Name: Mary Kayser Title: City Secretary</p>	<p>Contract Compliance Manager: By signing I acknowledge that I am the person responsible for the monitoring and administration of this contract, including ensuring all performance and reporting requirements.</p> <p>By: _____ Name: _____ Title: _____</p> <p>Approved as to Form and Legality:</p> <p>By: _____ Name: John B. Strong Title: Assistant City Attorney</p> <p>Contract Authorization: M&C: _____</p>
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VENDOR:

<p>United Way of Tarrant County</p> <p>By: _____ Name: _____ Title: _____</p> <p>Date: _____</p>
