This FIRST AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT ("First Amendment") is made and entered into by BEXAR COUNTY, TEXAS ("COUNTY"), a political subdivision of the State of Texas, and GUIDEHOUSE, INC. (hereafter, "CONSULTANT") (individually a "Party" and collectively the "Parties").

RECITALS

WHEREAS, funding for this Grant Agreement is appropriated under the Coronavirus State and Local Fiscal Recovery Funds ("ARPA Act Grant Funds"), established by American Rescue Plan Act of 2021 ("ARPA"), enacted on May 10, 2021, to support the immediate pandemic response, bring back jobs, and lay the groundwork for a strong and equitable recovery in areas affected by COVID-19;

WHEREAS, ARPA, U.S. Department of the Treasury ("Treasury") rules, and associated guidance limit eligible uses of ARPA Act Grant Funds: to respond to the public health emergency or its negative economic impacts, including assistance to households, small businesses, and nonprofits, or aid to impacted industries such as tourism, travel, and hospitality; to respond to workers performing essential work during the COVID-19 public health emergency by providing premium pay to eligible workers; for the provision of government services to the extent of the reduction in revenue due to the COVID–19 public health emergency relative to revenues collected in the most recent full fiscal year prior to the emergency; and to make necessary investments in water, sewer, or broadband infrastructure.

WHEREAS, on March 13, 2020, Texas Governor Greg Abbott issued a declaration of public health disaster in and for the State of Texas and on March 19, 2020, the Texas Department of State Health Services issued a declaration of a public health disaster in the State of Texas;

WHEREAS, Congress passed the American Rescue Plan Act of 2021, also called the COVID-19 Stimulus Package or American Rescue Plan (ARPA), a $1.9 trillion economic stimulus bill passed by the 117th United States Congress and signed into law by President Joe Biden on March 11, 2021, to speed up the United States' recovery from the economic and health effects of the COVID-19 pandemic and the ongoing recession;

WHEREAS, the Parties entered into an agreement dated October 19, 2021 ("Agreement") for COUNTY to obtain certain services from CONSULTANT to perform certain work related to developing a program, to include compliance and reporting, for the successful implementation of American Rescue Plan Act of 2021, also called the COVID-19 Stimulus Package or American Rescue Plan ("ARPA");

WHEREAS, Bexar County recognizes that limited local government resources are not sufficient to accomplish the most effective coordinated response to COVID-19, while continuing to provide mandated and valued County programs in a quickly changing environment;
WHEREAS, CONSULTANT has previously assisted the County developing a targeted strategic response to assist with the long-term disaster and economic recovery for the County and the COUNTY desires through this First Amendment to extend the term and make an additional amount available to continue assisting COUNTY as more specifically set forth in the scope of work attached to this First Amendment.

NOW THEREFORE, for and in consideration of the premises and mutual agreements hereinafter set forth and other good and valuable consideration, the receipt of which the Parties hereby acknowledge, COUNTY an SERVICE PROVIDER agree to the following amendments.

ARTICLE I
PURPOSE

1.01 The purpose of this First Amendment is for COUNTY to allocate additional funding to continue and obtain additional services from CONSULTANT as more specifically set forth the in the statement of work, attached hereto and incorporated herein for all purposes as Exhibit “A” (“Services”).

1.02 COUNTY has determined that the Services provided are professional services requiring work that is predominantly mental or intellectual rather than physical or manual, requiring special knowledge or attainment, and a high order of learning, skill and academic intelligence. Accordingly, by execution of this Agreement, the Bexar County Commissioners Court specifically grants the exception contained in Local Government Code 262.024(a)(4).

ARTICLE II
AMENDMENTS TO THE AGREEMENT

2.01 Section 3.1 of the Agreement is deleted in its entirety and revised to read as follows:

“3.1 This Agreement shall be effective on October 1, 2021 and terminate on October 31, 2022, unless terminated on an earlier date as provided in this Agreement or extended by further amendment.”

2.02 Section 5.01 of the Agreement is deleted in its entirety and revised to read as follows:

“5.1 COUNTY shall pay CONSULTANT a not to exceed amount of SEVEN HUNDRED FIFTY SEVEN THOUSAND AND THREE HUNDRED EIGHTY TWO DOLLARS ($757,382) for all Services provided under this Agreement, to be billed based on Services performed at the rates set out in Attachment “B.”

2.03 Attachment “A” Consultant Services and Attachment “B” Consultant Rates of the Agreement are deleted in their entirety and replaced with Attachment “A” Consultant Services and Attachment “B” Consultant Rates hereto attached.
2.04 The following section will be inserted as Section 4.04

“4.04 Following is additional information concerning the funding for this Agreement, as amended, pursuant to 2 CFR 200.211:
   a) Federal Award Identification Number: SLFRP1970
   b) Federal Award Date: March 3, 2021
   c) Name of Federal Awarding Agency: United States Department of the Treasury
   d) Total Amount of Federal Funds Obligated to CONSULTANT by COUNTY including the current financial obligation: $1,238,196
   e) CFDA Number: 21.027
   f) Expense Category: 7.1 Administration

ARTICLE III
OTHER TERMS AND CONDITIONS

3.01 The Recitals beginning on page 1 of the First Amendment are hereby incorporated by reference as if fully set forth herein. All capitalize terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Agreement.

3.02 Except as modified by this First Amendment, all other terms and conditions of the Agreement shall remain unchanged and in full force and effect.

{ Signatures Next Page }
EXECUTED IN DUPLICATE, EACH OF WHICH WILL HAVE THE FULL FORCE AND EFFECT OF AN ORIGINAL is entered on the 25 day of January, 2022.

COUNTY OF BEXAR

By: [Signature]

NELSON W. WOLFF
County Judge

GUIDEHOUSE, INC.

By: [Signature]

TODD HOFFMAN
Partner

APPROVED AS TO LEGAL FORM:

By: [Signature]

GERARD A. CALDERON
Assistant Criminal District Attorney – Civil Division

APPROVED AS TO FINANCIAL CONTENT:

By: [Signature]

LEO S. CALDERA, CIA, CGAP
County Auditor

By: [Signature]

DAVID SMITH
County Manager
Attachment “A” Consultant Services

ATTACHMENT A
Scope of Work

Bexar County is facing unprecedented challenges at the local government level and in the community due to COVID-19. The County recognizes that limited local government resources are not sufficient to accomplish the most effective coordinated response to COVID-19, while continuing to provide mandated and valued County projects in a quickly changing environment. The County is seeking assistance to find the highest and best use for all available federal and state resources and other funding sources that can be allocated through a targeted strategic response to assist with the long-term disaster and economic recovery for the County. This strategic response will encompass assisting the County with placing the community in the best position to manage ongoing emergency response and recovery costs, overcome the economic impacts of COVID-19, and assist the County with finding any appropriate outside funds to replenish the County’s budget and ensure that projects are sustained into the future. To ensure funding is directed to the right purpose with the highest impact, planning needs to be coordinated among County Commissioners and departments, other local governments, and key stakeholders.

Scope of Work

This Statement of Work (SOW) acts as an outline of the services. It provides a general description of the engagement’s project approach, activities, and deliverables.

Strategy & Technical Assistance

TASK 1: STRATEGY & FUNDING

Support the development of a portfolio strategy that maximizes revenue and allowable reimbursement/expenditures for the County’s response to the COVID-19 pandemic and subsequent economic impacts.

Key Activities:

- Identify funding opportunities from grants allocated in the recent ARPA legislation and other future potential funding sources available to the County
- Provide guidance and consultation services in the development of a comprehensive approach to the County’s ongoing recovery management response to address the direct and secondary impacts of COVID-19
- Assist with and support efforts in formulation of recovery initiatives, plan development, programming efforts, and project guidelines and standard operating procedures
- Provide technical expertise, data analysis and research, support, and advisory services
- Provide data to support the County’s decision making, including but not limited to:
  - Applicable grants and funding sources currently available through federal stimulus packages and any additional Federal or State grants, philanthropic and other sources of funding for which the County is eligible
  - Gather publicly available data around population needs, economic needs, and peer programming
  - Provide benchmarking of peer cities and counties
- Lead staff meetings with key ARPA Office staff, timing as requested by staff
- Provide Monthly Status Report (MSR) of activities completed
- As requested, meet with Commissioners, Commissioners’ staff, County department staff for updates, discussion, and strategic advice
- Assist with or lead internal ARPA team meetings with ARPA Office, Commissioners’ staff, and other selected stakeholders as needed
Deliverables:
- Identified sources of funding and coordination of benefits
- MSR
- Other deliverables, as requested from scope above

**TASK 2: TECHNICAL ASSISTANCE**

Scope:
Provide technical assistance to the County to maximize grant funding by tracking and translating funding guidance, project and/or expense eligibility, coordination of benefits, and prevention of duplication of benefits.

Key activities:
- Conduct periodic reviews of project focus areas for potential duplication of benefits with City of San Antonio projects or other established COVID recovery projects in the geographic area
- Provide assistance to Bexar ARPA Program Management Office (PMO) regarding ARPA, HUD and other funding, as required
- Provide assistance to the Purchasing Department on issues related Federal requirements, as required
- Assist the County with modifying its application process to ensure key programmatic data is provided based on Treasury reporting guidance for all approved projects
- Provide on-call funding guidance and support in identifying eligibility requirements, documentation requirements and procedures for any applicable grant funding source

**TASK 2.1: GRANT TRACKING & MAPPING OF ADDITIONAL FEDERAL FUNDS**

The Guidehouse team will continue to implement Project Development Framework to maximize grant funding from all available sources. The Guidehouse team will deliver a grant tracker to Bexar County ARPA PMO. Tracking government grants will help identify other funding options for potential County projects. As part of grant tracking, the Guidehouse team will perform three main tasks (Identify, Inform, Add).

The Guidehouse team will continue engaging with our COVID-19 Center of Excellence team. As additional grants are identified, the Guidehouse team will inform the Bexar ARPA PMO by adding them to the Grants Tracker. The team acknowledges the ARPA State and Local Fiscal Recovery fund will be utilized as “funding of last resort.” Guidehouse will assist the County with optimally blending multiple grant funding sources where possible. The Guidehouse team will continue to support the County with identifying federal grants that could align to their Social Determinants of Health framework (priority areas). For example, the Infrastructure Investment and Jobs Act (“Bipartisan Infrastructure Deal”) has several categories (i.e., Water Infrastructure & Broadband) that could align to the County’s priorities. The Guidehouse team will assist the County with mapping potential funding from the Bipartisan Infrastructure Deal categories to the County’s priorities.

<table>
<thead>
<tr>
<th>Infrastructure Bill 2021</th>
<th>Bill Category</th>
<th>Mapping</th>
<th>Bexar County Priority</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Water Infrastructure</td>
<td></td>
<td>Neighborhood &amp; Build Environment</td>
</tr>
<tr>
<td></td>
<td>Broadband</td>
<td></td>
<td>Education Access &amp; Quality</td>
</tr>
</tbody>
</table>
Key Activities:

- Monitor the State of Texas decisions on Infrastructure funding and assist with the County’s application(s) for funding

**TASK 2.2: PROJECT SELECTION ASSISTANCE & ELIGIBILITY MEMOS**

**Selection Assistance**

The Guidehouse team will assist the Bexar ARPA PMO during the Commissioners Court project selection process. The Guidehouse team will review projects to ensure each meet one of the four ARPA allowable uses as defined in the Interim Final Rule (IFR) or any subsequent updated rule. The Guidehouse team will assist the Bexar ARPA PMO with implementing a project overview template in preparation for the Commissioners voting process.

**Eligibility Memos**

As projects are selected, it’s imperative that the County document their eligibility via the provided Guidehouse eligibility memo. The memo provides project details related to how the project is eligible under the Coronavirus State and Local Fiscal Recovery Funds (SLFRF) program. The eligibility memo uses direct language from IFR, the IFR FAQ, or any other supporting document. The Guidehouse team will assist the Bexar ARPA PMO with creating eligibility memos for each current approved and future County project.

**TASK 2.3: PROJECT REVIEW: HIGH-LEVEL REGULATORY COMPLIANCE REVIEW**

It is imperative that the County execute efficient grants management procedures that are focused on compliance monitoring as outlined in the SLRF guidance. To ensure the County is adhering to the Treasury’s guidance the Guidehouse team will assist with the following when necessary:

- Assist with developing and implementing, if requested, internal controls to ensure that funding decisions constitute eligible uses of funds and document determinations.
- Formulate the checklists necessary to assess whether applicant and project files are complete and in compliance with project and federal requirements.
- Provide support in the development of compliance and monitoring project plans, policies, and operating procedures.
- Assist with document review, development, and management.
- Provide support to the County’s Purchasing Department in the development of subrecipient monitoring plans, policies, and operating procedures as SLFRF recipients are required to manage and monitor their subrecipients to ensure compliance with requirements of the SLFRF award pursuant to 2 CFR 200.332 regarding requirements for pass-through entities. The Guidehouse team will help the County design a procurement process associated with disaster recovery funding for compliance with programmatic and regulatory requirements. The Guidehouse team will define a three-phase procurement process (scoping, solicitation/evaluation, and execution) tailored to the County to ensure the procurement process is consistent with the procurement standards set forth in the Uniform Guidance at 2 CFR 200.317 through 2 CFR 200.327, as applicable. As the County establishes new contracts, it needs a process to ensure all contracts proceed through the same steps, receive the same reviews, and adhere to all federal procurement requirements. This is an initial starting point to build a specific ARPA procurement process, with the hope that it can be utilized in the future for different projects.

**End Goals of a successful ARPA Specific Procurement**

- Clear Scope of Work for Partners
- Accurate Treasury Metrics
- Compliant Procurement Documents
- Repeatable Process for Each Project
• Tools to Build Upon for Future Projects

**Phase I: Scoping - Determine Procurement Approach**
Steps included will ensure that all project owners, leadership, and necessary stakeholders are informed and contributors to the ARPA projects. Possible steps include Information gathering, kick-off meeting and consistent communication with involved staff, assessment for programmatic approach and procurement approach, drafting SOW, and brainstorming community input considerations.

The Guidehouse team will work with the County to scope out the best procurement approach for each project (Competitive or Direct Negotiation). The Uniform Guidance denotes that all procurement transactions for services must be conducted in a manner providing full and open competition, consistent with standards outlined in 2 CFR 200.320. The Guidance does allow for non-competitive procurements only in certain circumstances.

**Phase II: Solicitation & Evaluation**
The second phase will have different processes for competitive and non-competitive projects to ensure the scoring criteria is appropriate and drafting / approval of the procurement process.

The County will need written procedures for all procurement transactions. These procedures must be included in all solicitations. The team will review each new solicitation to ensure the procurement process and solicitation document is compliant with federal, State, and local procurement policies. For example, we can assist the County with incorporating a clear and accurate description of the project requirements.

**Phase III: Execution**
The final phase will focus on drafting contract forms, negotiations, and finalizing documents for the County procurement department.

Once a project is procured, the Guidehouse team will assist the County with the execution of the project design. The team will assist the County communicate in each project contract all reporting requirements needed based on the SLP RF or subsequent updated rule.

**Task 2.4: Reporting System**
The Guidehouse team will assist the County with establishing a reporting system to ensure metrics, and programmatic data are in one location (i.e., Zoom Grants). As project metrics are defined the Guidehouse team will assist the County with importing the grantee’s/ project owner’s programmatic data into the established reporting system. As needed, the Guidehouse team will assist the Bexar ARPA PMO with contacting project owners/grantee’s when programmatic data needs updating in the reporting system.

**Task 2.5: Bexar County Public Transparency:**

I. **Create a Public Facing Website: Phase 2 – Project Dashboard**

Upon request and as desired by the County, the Guidehouse team will execute Phase 2 of the County’s ARPA website to expand on it’s transparency efforts.

**Key activities:**

Implement data visualization tools for the website. Assist the County with data integration as needed.

- Create a robust data dashboard using Tableau software to illustrate the County’s allocation of grant funds and expenditures per project level.
- Create the following dashboard wireframes, to include any additional wireframe dashboard the County leadership would like to incorporate, such as:
  - Cumulative approved projects
  - Timeframes
  - Residents serviced information
- List all County approved projects (Spent to Date, Funded to Date, Project Name, Project Start Date, Project Expense Category)
- Upon completion of dashboards the Guidehouse developer’s will properly transition their Tableau knowledge to the County’s IT team for maintenance purposes
- Work with the County to define data dashboard requirements
- Create maintenance transition plan for the County’s information technology team
- The transition plan will denote how often updates are made based on the Treasury’s reporting guidance to include regular updates to capture newly approved projects
- Identify and suggest additional features to enhance user functionalities
- During Phase 2, as projects are approved the Guidehouse team will make updates to the dashboard as requested by the County

**Estimated Development Timeline (5-week period)**

**Week 1:**
- Work with the County to define additional dashboards for the website
- Start gathering data needed for additional dashboards

**Week 2**
- Create Tableau wireframes as needed based on the County’s direction
- Initial website review with Dashboards (English only)

**Week 3**
- Send English content to Linguist
- Based on the County’s feedback create/modify updates as needed

**Week 5**
- Spanish content received
- Build Spanish version of dashboards

**II. Grantee Transparency: Training & Communication**

The Guidehouse team with create and facilitate training for grantees/project owners on behalf of the County to ensure grantees understand their reporting requirements. The Guidehouse team will work directly with the Bexar County ARPA PMO to communicate and create the training outline.

As needed, the team will collect and compile all reporting and necessary documentation from grantees/Project owners as needed.

Deliverables:
- Grantee Training Slide Deck
- Sub-recipient training
- Create a timeline to share with Grantee denoting reporting deadlines, etc.
- External Dashboard

**Task 3: Preparation of Treasury Reports**

**3.1: Define Project Monitoring and Treasury Reporting Structure**

The Guidehouse team will assist the County with finalizing and implementing the previously delivered process flow that denotes how Guidehouse will assist the County with collecting, communicating, and documenting information needed for the Quarterly Project and Expenditure Reports & Annual Report.

**3.2: Create Treasury Reports**

The Guidehouse team will prepare the required Treasury reports listed below on behalf of the County,
As reporting deadlines approach, our team will collaborate with the County and outside agencies to complete the necessary documentation for funding requirements while keeping the County abreast of legislative changes and approaches of other jurisdictions.

The Guidehouse team will continue assisting the County with their transparency goal of providing Spanish translation for treasury reports as desired by the County.

During the submission process the Guidehouse team will

- Receive final approvals of the Quarterly Project and Expenditure Report & Annual Report
- Provide final submission data to the County Auditor
- Provide technical assistance to the County Auditor during the submission process

Assist the County to post the finalized Quarterly Project and Expenditure Report and Annual report to the County’s ARPA website if desired.

This SOW will cover the creation and submission of the following reports:

<table>
<thead>
<tr>
<th>Report Name</th>
<th>Reporting Period</th>
<th>Due Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Report #2</td>
<td>January 1, 2022 – March 31, 2022</td>
<td>April 30, 2022</td>
</tr>
<tr>
<td>Report #3</td>
<td>April 1, 2022 – June 30, 2022</td>
<td>July 31, 2022</td>
</tr>
<tr>
<td>Report #4</td>
<td>July 1, 2022 – September, 2022</td>
<td>October 31, 2022</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Report Name</th>
<th>Reporting Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Report #1</td>
<td>March 3, 2021 – March 31, 2022</td>
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**Breakout of Total Cost Per Task**

<table>
<thead>
<tr>
<th>Task</th>
<th>Task Name</th>
<th>Hours</th>
<th>Total Cost*</th>
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<tr>
<td>1</td>
<td>Strategy &amp; Funding</td>
<td>10%</td>
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<tr>
<td>2</td>
<td>Grant Tracking and Approval</td>
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<td>3</td>
<td>Preparation of Treasury Report</td>
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<tr>
<td>NA</td>
<td>Travel &amp; Spanish Translation</td>
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<td>$6,300</td>
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**Total** 100% $757,382

*Estimated costs by task provided for informational purposes only. Actual cost by task may differ from estimates but will not exceed total task order value.
ATTACHMENT B

Fee Schedule

Estimated Fees

Though the tasks identified in the SOW are on-going, Guidehouse has developed a cost estimate based on our current understanding of Bexar County’s requirements, keeping in mind the need to remain flexible and scale up or down depending on the level of effort required.

This core Guidehouse team will be comprised of subject matter experts in CARES Act and ARPA funding sources, FEMA PA, grants management and administration, and other specialties and will be supported by an advisory board comprised of experienced thought leaders and distinguished strategic advisors. Our ability to seamlessly reach back to this team of subject matter specialists as needed, and to also bring our advisors in to consult with the County leadership as needed, will enable us to perform more efficiently and with a high degree of insight and innovation.

Proposed Time and Materials (T&M) labor fees from February 1, 2022 through October 31, 2022 and a travel budget of $6,300 which is included for a total not to exceed budget of $757,392.

Our rate card is provided below.

<table>
<thead>
<tr>
<th>POSITION</th>
<th>RATE</th>
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<tbody>
<tr>
<td>Subject Matter Expert</td>
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<td>Partner</td>
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