

**A RESOLUTION OF THE NEW YORK CITY
WORKFORCE INVESTMENT BOARD EXECUTIVE COMMITTEE
AUTHORIZING A MEMORANDUM OF UNDERSTANDING BETWEEN THE
WORKFORCE INVESTMENT BOARD AND THE NEW YORK SOFTWARE
EDUCATIONAL FOUNDATION**

WHEREAS, the United States Department of Labor’s Employment and Training Administration (“ETA”) has established the H-1B Technical Skills Training Grant Program to support training initiatives that help American workers acquire technical capabilities in high skill occupations in which there are shortages of American workers; and

WHEREAS, the New York City Workforce Investment Board (“NYCWIB”), in partnership with the New York Software Industry Association (“NYSIA”), applied for and received an H1-B Technical Skills Training Grant (the “Grant”) in the amount of \$2,974,175 for a project (the “Project”) to provide computer education and training to approximately 579 New York City residents; and

WHEREAS, the NYCWIB has overall responsibility for administration of the Grant and implementation of the Project;

WHEREAS, it is desirable and appropriate for NYSIA, through its affiliate, the New York Software Educational Foundation (“NYSEF”), to administer the Grant and manage the Project, subject to the oversight of the NYCWIB;

NOW, THEREFORE, BE IT RESOLVED, by the Executive Committee as follows:

1. The Chairperson of the NYCWIB is hereby authorized to execute a Memorandum of Understanding between the NYCWIB and NYSEF containing the material terms substantially as described in Exhibit 1 attached hereto.

Exhibit 1
Material Terms of WIB-NYSEF MOU

1. Parties
 - a. The New York City Workforce Investment Board (“WIB”)
 - b. New York Software Educational Foundation (“NYSEF”)

2. Term. Duration of the Project and Grant administration responsibilities.

3. NYSEF Responsibilities. NYSEF shall fulfill the following responsibilities, subject to NYCWIB’s oversight as described in paragraph 4 below.
 - a. Serve as fiscal agent for the administration of the Grant, and fulfill all responsibilities associated with that role.
 - b. Manage the Project, and keep the NYCWIB informed about the progress and outcomes of the Project.
 - c. Enter into and manage subcontracts for the Project.
 - d. Fulfill all fiscal and program reporting and record-keeping requirements of the Grant and the United States Department of Labor (“USDOL”).

4. NYCWIB Oversight.
 - a. All material modifications to the Project, as described in the Grant application, shall be subject to the approval of NYCWIB.
 - b. The Project budget and each subcontract shall be subject to the approval of the NYCWIB.
 - c. Each disbursement of Grant monies by NYSEF to any subcontractor shall be subject to the approval of NYCWIB, provided that NYCWIB may establish a threshold amount below which disbursements may be made without prior NYCWIB approval.
 - d. All fiscal and program reporting to be made to the USDOL or any other party shall be subject to the approval of the NYCWIB.