



UNITED STATES DEPARTMENT OF EDUCATION  
OFFICE OF THE DEPUTY SECRETARY  
RISK MANAGEMENT SERVICE

June 26, 2018

The Honorable Kenneth E. Mapp, Governor  
Office of the Governor  
No. 21 Kongens Gade  
Charlotte Amalie  
St. Thomas, Virgin Islands 00802

Dear Governor Mapp,

The purpose of this letter is to convey to you the enclosed specific conditions, which the U.S. Department of Education (Department or ED) is imposing on all grants awarded to the Virgin Islands and/or its agencies (Virgin Islands) for Federal fiscal year (FFY) 2018. These specific conditions also apply to all Department grants under the following programs awarded to any Virgin Islands agencies for FFY 2019: Vocational Rehabilitation (Title I of the Rehabilitation Act of 1973, as amended (Rehabilitation Act)), Supported Employment (Title VI of the Rehabilitation Act), Client Assistance Program (section 112 of the Rehabilitation Act), Protection and Advocacy of Individual Rights (section 509 of the Rehabilitation Act), and the Independent Living Services for Older Individuals Who Are Blind (Title VII, Chapter 2 of the Rehabilitation Act) (collectively, Rehabilitation Act programs). The specific conditions will apply to all grants awarded by the Department to the Virgin Islands on or after the date of these specific conditions. These specific conditions are also applicable to grant funds previously awarded by the Department to the Virgin Islands that are still available for obligation or liquidation as of the date of these specific conditions.

These grant awards are made in accordance with applicable regulations governing specific conditions and “high-risk” grantees in 2 CFR §§ 200.207 and 3474.10, and these specific conditions are imposed because the Virgin Islands has not been able to demonstrate that it has the capacity to ensure fiscal management of Department grant funds in order to ensure compliance with Federal grant requirements and fiscal accountability without the use of a third-party fiduciary agent.

Since August 25, 2006, in accordance with specific conditions each year, the Virgin Islands has contracted with a third-party fiduciary agent (Agent), because the Virgin Islands has yet to

implement all of the requirements under the 2002 Compliance Agreement with the Department that ended on September 23, 2005. On June 24, 2010, the Virgin Islands entered into a contract with Thompson, Cobb, Bazilio, and Associates (TCBA), which has since been renamed Bazilio, Cobb, and Associates (BCA), to perform the third-party fiduciary duties previously performed by Alvarez and Marsal, LLC (A&M). This contract ended on June 30, 2016, but the Virgin Islands and BCA have extended the contract while the Virgin Islands procures the services of a new Agent. The services of an Agent, acceptable to the Department, continue to be necessary to ensure that the Virgin Islands is managing and administering Department funds in accordance with applicable Federal requirements. The Department, through these specific conditions, will continue to require the Virgin Islands to use an Agent to perform the financial management duties required under 34 CFR Parts 75 and 76 and 2 CFR Part 200 for all Department grant awards.

These specific conditions describe the responsibilities of the Virgin Islands and its agencies to work with the Agent, and Attachment A to these specific conditions prescribes the responsibilities of the Agent in administering Department funds. In particular, these specific conditions explain that the failure of the Virgin Islands and/or its agencies to comply with any of the specific conditions – including working cooperatively and in a timely manner with the Agent to implement the activities described in these specific conditions, and notifying the Department if a dispute arises and remains unresolved between the Agent and the Virgin Islands and/or its agencies concerning implementation of the contract or the administration of grant funds – will negatively impact the ability of the Virgin Islands and/or its agencies to continue to receive Department grants.

The Department continues to monitor the working relationship between the Virgin Islands, in particular VIDE, and the current Agent, BCA. The Department will also monitor the working relationship between the Virgin Islands and the new Agent when the current procurement action is completed. The Department approved the Virgin Islands' two prior extensions of the contract (the first extended contract period of performance was from October 1, 2016 to March 31, 2017; the second extended contract period of performance is from April 1, 2017 to October 30, 2018) with the current Agent, BCA, to allow the Virgin Islands and its agencies to continue receiving Department grant funds, as per the requirements of the specific conditions that the Virgin Islands have an Agent in place to manage Department funds, and to allow the Virgin Islands an opportunity to initiate a new competition for an Agent that would be approvable by the Department.

It is essential that all agencies in the Virgin Islands, including VIDE, the Virgin Islands Department of Finance (VIDF), the Virgin Islands Department of Health (VIDH), the Virgin Islands Department of Human Services (VIDHS), the Virgin Islands Department of Property and Procurement (VIDPP) and the Virgin Islands Office of Management and Budget (VIOMB) work cooperatively with the Agent and fully comply with these specific conditions to ensure fiscal accountability. These Department-wide specific conditions on all grants by the Department to the Virgin Islands are in addition to, and separate from, any programmatic specific conditions imposed by the Department under a specific grant.

These specific conditions also prescribe requirements for the Virgin Islands to continue to make significant improvements in all aspects of its fiscal management of Department grant funds, including ongoing updates to the Corrective Action Plan (CAP) designed to address tasks not completed under previous versions of the CAP, as well as any ongoing tasks, and issues identified by the Agent as part of its assessment of the Virgin Islands' readiness to reassume management of its Federal funds awarded by the Department. In July 2015, the Virgin Islands Post Compliance Agreement Task Force (PCAT) implemented the Federal Grants Specialized Processing Unit (FGSPU)/Self Contained Model (SCM) as the approach for coordinating financial management across GVI agencies. In addition, Governor Mapp issued Executive Order No. 480-2017, which directs that the centralization and coordination of GVI's financial management organizational structure be subsumed into the "Office of Fiscal Management and Reporting" within the VIDF. Further, effective April 2018, the FGSPU/SCM, which is within the VIOMB, has been incorporated into the Virgin Islands' Enterprise Resource Planning (ERP) system for five GVI agencies (for VI state and local funds).

The Virgin Islands has proposed the FGSPU/SCM as the intended strategy for reassuming management of the Department grant funds, once the Department has made the determination that the Virgin Islands and VIDE have demonstrated the capacity to ensure fiscal management of these funds without the services of an Agent. Under these specific conditions, the Virgin Islands, VIDE and VIOMB must revise the CAP framework and subsequent CAP report submissions to fully and clearly reflect the role and responsibilities of the FGSPU/SCM and any other initiatives that they are undertaking to build and maintain this capacity within the Virgin Islands and VIDE. More specifically, the Virgin Islands, VIDE and VIOMB must update the CAP to include, among other things, the tasks and actions to be completed as part of the Virgin Islands' implementation of the FGSPU/SCM and any other initiatives that they are undertaking to build fiscal management capabilities and capacity within the Virgin Islands and VIDE. The specific conditions also require the Virgin Islands to submit detailed quarterly reports on their progress under the CAP in fully implementing the FGSPU/SCM and other initiatives, tasks, and actions, resolving any issues and findings from A-133 single audits and other outstanding ED audits and alert memoranda, and continuing to implement improved fiscal management procedures and controls, including those previously required by the 2002 Compliance Agreement. The responsibilities undertaken by the Agent under the specific conditions may not be carried out by, or transferred to, the FGSPU/SCM or any other Virgin Islands entity or unit until such time as the Department has made the determination that the Virgin Islands and VIDE have demonstrated the capacity to ensure fiscal management of Department funds without the services of an Agent.

Additionally, these specific conditions require VIDE's compliance with regulations enforced by the Department's Office for Civil Rights (OCR) and cooperation with OCR on all complaint investigations involving VIDE.

As noted under Section II.H of the conditions, before the Virgin Islands may expend Department grant funds under the grant awards to which these specific conditions are attached, the Virgin

Page 4, Letter to Honorable Kenneth E. Mapp

Islands must incorporate these specific conditions as an addendum to the now-extended contract signed on June 24, 2010 between the Virgin Islands and BCA and, when ready, the contract with the new Agent.

Please be aware that, in addition to these enclosed specific conditions, the Department may impose additional programmatic specific conditions on specific grants from the Department, as necessary. Moreover, the Department is prepared to take further steps, beyond these enclosed specific conditions and any additional programmatic specific conditions, to address any problems of noncompliance, as necessary.

This approach enables us to provide funds to the Virgin Islands, while the Virgin Islands continues its efforts to complete the implementation of systemic improvements. The result we continue to seek is that, with the assistance of the Agent, the Virgin Islands will be able to regain fiscal management responsibilities for, and effectively manage, Department grant programs in the future. The Department continues its commitment to providing essential funding as well as to working closely with you to improve the delivery of Federally supported education and other services, and will continue to provide technical assistance as necessary.

If you have any questions, please contact me at (202) 205-3010.

Sincerely yours,

/s/

Margo Anderson  
Director, Risk Management Service

Enclosures

Electronic cc:

Honorable Kenneth E. Mapp, Governor

Dr. Sharon McCollum, Commissioner, Department of Education  
Mr. Julio Rhymer, Director, Office of Management and Budget  
Mr. Lloyd T. Bough, Jr., Commissioner Nominee, Department of Property and Procurement  
Mr. Valdamier O. Collens, Commissioner, Department of Finance  
Dr. Michelle S. Davis, Commissioner, Department of Health  
Ms. Felicia Blyden, Commissioner, Department of Human Services

U.S. Virgin Islands  
Virgin Islands Department of Education  
Virgin Islands Department of Health  
Virgin Islands Department of Human Services  
Federal Fiscal Year (FFY) 2018 and 2019<sup>1</sup> Specific Conditions

PREAMBLE: These specific conditions are imposed on all program grants made available by the U.S. Department of Education (Department or ED) to the U.S. Virgin Islands (Virgin Islands), the Virgin Islands Department of Education (VIDE), the Virgin Islands Department of Health (VIDH), and the Virgin Islands Department of Human Services (VIDHS) on or after the date of these specific conditions. Additionally, these specific conditions apply to all grant funds previously awarded by the Department to the Virgin Islands, VIDE, VIDH and VIDHS that are still available for obligation or liquidation on the date of these specific conditions, including the Project School Emergency Response to Violence (Project SERV) grant awarded under section 4631 of the Elementary and Secondary Education Act, as amended by the Every Student Succeeds Act (ESEA), and the Immediate Aid to Restart School Operations (Restart) program as authorized by the Bipartisan Budget Act of 2018.

These grant awards are made in accordance with regulations governing specific conditions and “high-risk” grantees in 2 CFR §§ 200.207 and 3474.10 in the Office of Management and Budget (OMB) Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance). These specific conditions are imposed because, as explained further below, the Virgin Islands has not been able to demonstrate that it has the capacity to ensure fiscal management of Department grant funds in order to ensure compliance with Federal grant requirements and fiscal accountability without the use of a third-party fiduciary agent. Therefore, these specific conditions are imposed to help ensure that grant funds awarded by the Department to the Virgin Islands, VIDE, VIDH, and VIDHS are expended in accordance with applicable legal requirements and the appropriate fiscal accountability measures and management practices and controls.

## I. BACKGROUND

As a result of serious and recurring deficiencies in the administration of ED programs by the Virgin Islands, in 2002 the Department entered into a three-year Compliance Agreement (Agreement) with the Virgin Islands. Under the terms of the Agreement, the Virgin Islands agreed to develop integrated and systemic solutions to problems in managing ED funds and

---

<sup>1</sup> These specific conditions are considered FFY 2019 special conditions only for purposes of the following programs: Vocational Rehabilitation (Title I of the Rehabilitation Act of 1973, as amended (Rehabilitation Act)), Supported Employment (Title VI of the Rehabilitation Act), Client Assistance Program (section 112 of the Rehabilitation Act), Protection and Advocacy of Individual Rights (section 509 of the Rehabilitation Act), and Independent Living Services for Older Individuals Who Are Blind (Title VII, Chapter 2 of the Rehabilitation Act) (collectively, Rehabilitation Act programs). For all other programs to which they apply, they are considered FFY 2018 specific conditions.

programs, so that the Virgin Islands would be fiscally accountable in managing these programs, and would administer and implement the programs in a manner that would benefit people in the Virgin Islands, in accordance with Federal requirements.

In a letter dated March 31, 2005 from former Department Under Secretary Edward R. McPherson to former Virgin Islands Governor Charles W. Turnbull, the Department notified the Virgin Islands of its concerns regarding the limited progress that the Virgin Islands had made in meeting the goals of the Agreement, and required the Virgin Islands to demonstrate why the Department should not begin to take immediate remedial action under the terms of the Agreement. Based on the response from former Governor Turnbull submitted by the Virgin Islands in a letter dated April 15, 2005, the Department concluded, in a June 17, 2005 letter from former Under Secretary McPherson, that the Virgin Islands had failed to meet, on a timely basis, key terms and conditions of the Agreement that are critical to successful compliance and would not be able to meet all of the terms and conditions by the time the Agreement ended on September 23, 2005. In particular, there was a significant lack of progress on the part of the Virgin Islands in developing and implementing a credible financial management system (CFMS) – the cornerstone of the Virgin Islands’ financial management improvements that are critical to its ability to manage ED funds consistent with applicable Federal regulations concerning fiscal accountability and funds management. Under Section II.A of the Agreement concerning the application of additional special conditions, in September 2005, the Department imposed special conditions upon the Virgin Islands’ grant awards, requiring the Virgin Islands to procure the services of a third-party fiduciary agent, acceptable to the Department, to perform the financial management duties required under Federal regulations for all Department grant awards made to the Virgin Islands.

In 2006 through 2017, with the required third-party fiduciary agent in place, the Department again imposed special conditions upon all Department grant awards to the Virgin Islands, requiring the third-party fiduciary to perform the financial management responsibilities for all Department grant funds awarded to the Virgin Islands and available for obligation and liquidation. Because the Virgin Islands has not yet demonstrated that it has implemented effectively its own procedures for resolving the fiscal deficiencies that led the Department to require a third-party fiduciary agent, the Department is continuing these specific conditions on all Department grant awards made to the Virgin Islands, except as expressly otherwise noted in this document. These conditions are set forth in further detail below. In addition, because the Virgin Islands has not met the requirements in former Part 80 of the Education Department General Administrative Regulations (EDGAR), and now the Uniform Guidance in 2 CFR Part 200, regarding the management of Department funds by States, these specific conditions require the Virgin Islands to comply with the provisions of the Uniform Guidance in 2 CFR Part 200 that apply to grantees other than States.

## II. SPECIFIC CONDITIONS

A. Requirement for the Virgin Islands, VIDE, VIDH, and VIDHS to Use a Third-Party Fiduciary Agent and Responsibilities for Administration of Grant Funds

In order to continue to receive Department funds, the Virgin Islands must have a third-party fiduciary agent (Agent) in place (i.e., under contract and capable of performing all duties and responsibilities thereunder), and acceptable to the Department, to administer all Department grant funds that are available to the Virgin Islands for obligation or liquidation. As required by the special conditions imposed on ED grants awarded to the Virgin Islands in September 2005, on August 25, 2006, the Virgin Islands entered into a contract with Alvarez & Marsal (A&M), an Agent approved by the Department. The contract with A&M had a termination date of April 25, 2009.

On June 24, 2010, the Virgin Islands entered into a contract with Thompson, Cobb, Bazilio, and Associates, now known as Bazilio, Cobb, and Associates (BCA) to serve as the new Agent. BCA officially assumed the duties of the third-party fiduciary on September 2, 2010 after a formal transition meeting between representatives from ED (Risk Management Service and Office of the Inspector General), the Virgin Islands, VIDE, VIDH, VIDHS, and the Virgin Islands Departments of Finance (VIDF) and Property and Procurement (VIDPP). The Virgin Islands, and all of its agencies, including VIDE, VIDHS, VIDH, VIDF, VIDPP, and the Virgin Islands Office of Management and Budget (VIOMB) must adhere to the specific conditions described in this Section II.A under the contract with BCA.

The contract with BCA ended on June 30, 2016, but the Virgin Islands and BCA have extended the contract while the Virgin Islands procures the services of a new Agent. The Department shall have final review and approval of any Agent selected by the Virgin Islands. The Department does not and will not authorize the obligation, liquidation or expenditure of Department funds unless an Agent is in place for the full period of these specific conditions.

In working with the Agent, the Virgin Islands must do the following:

1. The Virgin Islands and all of its agencies including VIDF, VIDPP, VIOMB, VIDE, VIDH, and VIDHS must work cooperatively and in a timely manner with the Agent to implement the activities and responsibilities described in these specific conditions. The Virgin Islands and its agencies, including VIDF, VIDPP, VIOMB, VIDE, VIDH, and VIDHS, acknowledge that regular communication among the Virgin Islands, the Department, and the Agent is necessary to ensure proper financial management of grant funds, consistent with approved grant applications, budgets, and applicable program statutes, regulations and the cost principles in 2 CFR Part 200, Subpart E. Therefore, the Virgin Islands and its agencies, including VIDF, VIDPP, VIOMB, VIDE, VIDH, and VIDHS, agree that, as the Department deems necessary and appropriate, the Department shall include the Agent in communications, both written and oral, between the Virgin Islands and the Department. VIDE also agrees that, with respect to the Consolidated Grant to

- Insular Areas (Consolidated Grant), VIDE must consult with, and obtain assistance from, the Agent in preparing the budgets that accompany the annual Consolidated Grant application.
2. The Virgin Islands and its agencies, including VIDF, VIDPP, VIOMB, VIDE, VIDH, and VIDHS, must permit, in a timely manner, the Agent's personnel to have access to all financial books, records, and reports related to funds made available to the Virgin Islands, VIDF, VIDPP, VIDE, VIDH and VIDHS by the Department, or used to meet matching requirements, and access to Virgin Islands, VIDF, VIDPP, VIDE, VIDH, and VIDHS personnel for discussion regarding the services the Agent must perform under these specific conditions, as provided for in the contract between the Virgin Islands and the Agent.
  3. The Virgin Islands, VIDE, VIDH and VIDHS must notify the Department when any dispute arises and remains unresolved between the Agent and the Virgin Islands, VIDE, VIDH, VIDHS or VIOMB concerning the implementation or continuation of the contract with the Agent, or the implementation of activities supported by Department grants, including the financial management of grant funds. The Virgin Islands, VIDE, VIDH, VIDHS and the VIOMB agree to the Department's assistance in the resolution of any such unresolved dispute and agree that this assistance may require compliance with the Department's requests for additional information from the Virgin Islands, VIDE, VIDH, VIDHS, or VIOMB and from the Agent, conference calls among representatives from these entities, and decisions or advice from the Department in resolution of the unresolved dispute. This does not preclude the Virgin Islands and the Agent from including formal dispute resolution mechanisms in their contract.
  4. The Virgin Islands, VIDE, VIDH, and VIDHS must comply with all Federal laws and regulations that apply to the receipt and use of funds awarded under Department grants, including requirements that apply under the Uniform Guidance at 2 CFR Part 200, Parts 75 and 76 of EDGAR, and applicable Federal program statutes and regulations.
  5. The Virgin Islands, VIDE, VIDH, and VIDHS remain responsible for the provision of program services under the respective grants, including the review and approval (where applicable) of local educational agency (LEA) applications for subgrants under State formula grant programs, determination of LEA allocations, and notification to the LEAs regarding their allocations under the grants.
  6. The Department's grant awards to VIDH under Part C of the Individuals with Disabilities Education Act (IDEA) for FFYs 2002 through 2017 include special conditions, which are attached to, and specified in, the respective IDEA Part C grant award letters (Part C Special Conditions) for those years. These Part C Special Conditions require VIDH to continue to use a separate third party fiduciary agent,

Lutheran Social Services (LSS), to ensure the fiscal accountability of IDEA Part C funds and the timely payment of early intervention services providers for the timely provision of IDEA Part C services to infants and toddlers with disabilities and their families in the Virgin Islands. Under these Department-wide specific conditions, VIDH's IDEA Part C grant funds may not be used to pay any costs charged by the Agent.

7. The Virgin Islands, VIDE, or VIDHS, prior to any drawdowns or disbursements, in a timely manner, must provide the Agent with a line item budget for the total amount of each grant and subgrant, if applicable, that has been approved and verified by the Department. The line item budget must include amounts for State administration, State-level program activities, and LEA program activities. For purposes of the Consolidated Grant to Insular Areas (Consolidated Grant), the Virgin Islands and VIDE must provide the Agent with line item budgets for each of the programs under which the Virgin Islands and VIDE will use Consolidated Grant funds. The line item budget for each of these programs must be based on the total amount of Consolidated Grant funds to be used for each program and include amounts for State administration, State-level program activities, and LEA program activities. The Virgin Islands, VIDE and VIDHS acknowledge that the Department will provide the Agent with the applications, budgets, and budget narratives that the Department has approved for their grant awards to ensure that the Agent has these documents for purposes of executing its financial management responsibilities on behalf of the Virgin Islands under these grants.
8. The Virgin Islands, VIDE, and VIDHS are responsible for: (i) executing their respective drawdowns of funds under the grants from the Department's Grants Management System (G5) so that funds are deposited into the separate bank account established and maintained by the Agent; and (ii) providing to the Agent, for deposit into the separate bank account established by the Agent, any matching funds required for the grants. The Virgin Islands, VIDE, and VIDHS understand and agree that they must draw down funds and provide any applicable matching funds to the Agent within 24 hours of receipt of the written notice from the Agent. Failure by the Virgin Islands, VIDE, or VIDHS to comply with this condition concerning the time within which they must draw down funds may result in the Department requiring the transfer of drawdown authority for that entity (i.e., VIDE or VIDHS) to the Agent for that entity. In the event of the Virgin Islands', VIDE's, or VIDHS' failure to draw down funds in accordance with this condition, the Agent must notify the Department, and the Department will determine whether drawdown authority must be transferred to the Agent. If so, then immediately upon written notice of this decision from the Department, the Virgin Islands, VIDE or VIDHS, as appropriate, must take all steps necessary to provide the Agent with full authority to perform drawdowns, including providing any information and authorization that the Department needs to recognize the Agent as the entity with drawdown authority.

9. The Virgin Islands, VIDE, and VIDHS must coordinate with the Agent the timing of drawdowns and disbursements to ensure that payments to staff, vendors and providers are prompt and timely. To the greatest extent feasible, the Virgin Islands, VIDE, and VIDHS must draw down funds in a timely manner so that funds under the grants are deposited to the separate bank account(s) maintained by the Agent on the same day that funds are drawn from the account(s) to liquidate obligations under the grants. The Virgin Islands, VIDE, or VIDHS, as appropriate and at the Agent's direction, must draw down sufficient funds under a grant to cover each approved request for payment.
10. The Virgin Islands, VIDE and VIDHS must use fiscal control and accounting procedures that ensure proper disbursement of, and accounting for, Federal funds, in accordance with 34 CFR § 75.702 (discretionary grants) and § 76.702 (formula grants), and that meet the requirements imposed on non-Federal entity grantees in 2 CFR §§ 200.302, 200.303, and 200.305(b).
11. The Virgin Islands, VIDE and VIDHS must expend Federal and matching funds only for costs that are allowable under the respective grant programs, in accordance with the regulations and cost principles in 2 CFR Part 200, Subpart E. Additionally, for purposes of the Consolidated Grant, the Virgin Islands, VIDE and VIDHS must expend Federal and matching funds only for allowable costs under, and included in, each Department-approved Consolidated Grant plan from FFYs 2012 through 2018. The Virgin Islands, VIDE, and VIDHS acknowledge that the Agent also has the duty to ensure that Department funds are used only for allowable costs, including costs that are necessary, reasonable, and allocable to the respective grants as required by 2 CFR Part 200, Subpart E, and that are procured in accordance with applicable procurement requirements in 2 CFR §§ 200.318-200.326. Where there is a question as to whether a cost is allowable, the Agent must raise this question with the appropriate entity, Virgin Islands, VIDE, or VIDHS and, if the Agent deems it necessary, may also request assistance from the Department in determining the allowability of any expenditure.
12. The Virgin Islands, VIDE, and VIDHS must charge their grants only for costs resulting from obligations that were properly made during the period of availability for the funds, including any carryover period. To ensure against the lapsing of Department funds, the Virgin Islands, VIDE, and VIDHS must provide the Agent with the amount and nature of all obligations in a timely manner to ensure that the obligations are liquidated no later than 90 days after the end of the funding period or during any extension of that period authorized by the Department, in accordance with 2 CFR § 200.343(b).
13. The Virgin Islands, VIDE, and VIDHS must establish and maintain an effective and accurate process for tracking and reporting time and effort spent by all employees

- whose salaries are paid under ED grants, including, but not limited to, maintaining accurate and up-to-date employee staffing lists and notices of personnel actions, distributing time among different funding sources for split-time employees, and properly allocating salary costs among ED grants, based on records that accurately and properly record the distribution of each employee's work on multiple cost objectives, the time the employee attends work, and, for those employees who work on a single cost objective, semiannual certifications. The Virgin Islands, VIDE, and VIDHS must carry out these responsibilities consistent with Federal requirements in 2 CFR Part 200, Subpart E, and more specifically, 2 CFR §§ 200.430 and 200.431.
14. The Virgin Islands, VIDE, and VIDHS must work with the Agent to ensure that the charging of direct and indirect costs against the respective Department grants is consistent with the applicable restricted and unrestricted indirect cost rates negotiated with, and approved by, the U.S. Department of Interior (the Virgin Islands' cognizant Federal agency), and that copies of any indirect cost rate proposals or agreements are provided to the Agent and comply with the applicable requirements of 2 CFR Part 200, Subpart E, and 34 CFR §§ 75.560-564 (discretionary grants) and 34 CFR §§ 76.560-569 (formula grants).
  15. When necessary, the Virgin Islands, including VIDF and VIDPP, VIDE, and VIDHS, must grant the Agent authority to enter into contracts with vendors on behalf of the Virgin Islands, VIDE, VIDHS, and, as appropriate, VIDH, and in doing so, the Virgin Islands and its Agent must comply with the provisions for procurement set forth in 2 CFR §§ 200.318-200.326.
  16. The Virgin Islands, VIDE, and VIDHS must provide effective oversight for proposed procurements, including, but not limited to, training all staff on, and reviewing all requisitions against, local and ED requirements for procuring goods and services, to facilitate the review and approval by the Agent in a timely manner of purchase orders and to reduce the number of requisitions that are disallowed by the Agent for not meeting these requirements.
  17. The Virgin Islands, VIDE, or VIDHS, as appropriate, must ensure that within 24 hours of receipt of a vendor's invoice from the Agent, staff must (i) accept or reject the goods or services, and, if accepted, (ii) draw down funds for the vendor payment for deposit into the separate bank account(s) maintained by the Agent.
  18. The Virgin Islands, VIDE, and VIDHS must work with the Agent to ensure that all tangible personal property procured under ED grants is managed in accordance with the requirements of 2 CFR §§ 200.313(a) and (c)-(e) to ensure that such property with a purchase price of \$500 or greater is properly inventoried, maintained, and stored to prevent loss, damage, or theft of such property. The Virgin Islands (through VIDPP or another agency designated by the Governor) must conduct a physical inventory of its equipment (as defined in 2 CFR § 200.33) with a purchase price of \$500 or greater

that was acquired with ED grant funds at any time, and provide a copy of the inventory to the Agent upon completion. A copy of the inventory report shall be provided to the Department upon request.

19. All transactions under the contract between the Virgin Islands and the Agent must be consistent with all applicable Federal requirements, including those in the Uniform Guidance at 2 CFR Part 200 and EDGAR at 34 CFR 75 or 76, as appropriate.
20. The Virgin Islands, including VIDF, VIDPP, VIOMB, VIDE, and VIDHS, must work with the Agent to assist in training the appropriate Virgin Islands employees and providing transition assistance (including, but not limited to, transferring all necessary data from the Agent to the new CFMS, and communicating information from the Agent to the contractor implementing the new CFMS), as the Virgin Islands implements the new CFMS. The Virgin Islands, VIDE, VIDHS, VIDH and VIOMB acknowledge that the Agent maintains responsibility for managing and administering Department grant funds awarded to the Virgin Islands, VIDE, VIDHS, and, as appropriate, VIDH, in accordance with these specific conditions. The Virgin Islands, VIDE, VIDH, VIDHS and VIOMB shall avoid any actions that may impact the Agent's role and responsibilities under these specific conditions, which do not include oversight of any current and/or proposed fiscal initiatives of the Virgin Islands, including, but not limited to, the Federal Grants Specialized Processing Unit/Self Contained Model (FGSPU/SCM). The Agent may assist the Virgin Islands' FGSPU/SCM and/or other similar financial management capacity building efforts, to the extent that this assistance does not compromise the autonomous execution of its responsibilities under these specific conditions
21. Except as noted herein, the Virgin Islands, VIDE, VIDH, and VIDHS shall comply with all applicable provisions of EDGAR.
22. The Virgin Islands, VIDE, and VIDHS may include any other terms in the contract with the Agent, consistent with those above, as are necessary to ensure timely liquidation of all Department funds, timely payment to staff, providers and vendors, and general financial management consistent with applicable Federal regulations, under the Department's grants
23. The Virgin Islands and VIDE must develop a fully staffed, independent internal audit group responsible for auditing and monitoring VIDE activities with respect to the Department's programs and funds.

B. Corrective Action Plan (CAP)

The Virgin Islands, VIOMB and VIDE shall submit quarterly updates to the CAP addressing the status of tasks not completed under previously submitted versions of the

CAP, as well as any newly proposed or ongoing tasks, and issues identified by the Agent as part of its assessment of the Virgin Islands' and VIDE's readiness to reassume management of Federal education funds. In particular, the Department is aware that the Virgin Islands has implemented the FGSPU/SCM for the financial management of GVI agencies' (non-Department related) funds; the FGSPU/SCM has also been identified as the proposed approach for reassuming management of the Department grant funds, once the Department has made the determination that the Virgin Islands and VIDE have demonstrated the capacity to ensure fiscal management of these funds without the services of an Agent.

As a part of the quarterly CAP submission, the Virgin Islands and VIOMB shall submit a draft organizational chart for the FGSPU/SCM that fully describes the roles and responsibilities of the SCM Project Manager and the oversight of the three units that the Virgin Islands has indicated will be part of the SCM, which include: the Federal Grants Administration, the Federal Grants Accounting and the Federal Fixed Assets and Inventory Management divisions. Position descriptions and job requirements for all proposed FGSPU/SCM staff positions must also be provided.

The Virgin Islands and VIOMB must incorporate into the CAP the FGSPU/SCM and any other initiatives that they are undertaking to build this capacity within the Virgin Islands, including, more specifically, the tasks and actions to be completed as part of the Virgin Islands' and VIOMB's operations and structure of the FGSPU/SCM and any other initiatives that they are undertaking to build fiscal management capabilities and capacity within the Virgin Islands and VIDE. All updates to the CAP reflecting newly proposed initiatives, activities, tasks or issues must be approved by the Department.

The Virgin Islands, VIDE and VIOMB shall provide a quarterly report to the Department on their progress in implementing the various measures required under the CAP, including a description of activities and progress for each task during the reporting period, documentation of measures of performance and results, evidentiary information (emails, memorandums, Standard Operating Procedures (SOPs), etc.) that supports the completion status of tasks and other data or documentation as specified within the action steps for each task. Any changes in the task completion dates included in the new CAP must first be approved by the Department. The Virgin Islands and VIDE should make every effort to avoid the need to change task completion dates. The due dates for the quarterly reports are:

- Date of FFY 2018 Departmental Specific Conditions to December 31, 2018 - Due on or before January 14, 2019
- January 1, 2019 to March 31, 2019 – Due on or before April 15, 2019
- April 1, 2019 to June 30, 2019 – Due on or before July 15, 2019
- July 1, 2019 to September 30, 2019 – Due on or before October 14, 2019

C. Program-Specific Conditions

1. *Consolidated Grant to Insular Areas*

In accordance with 34 CFR § 76.132(a)(5), the Virgin Islands and VIDE must submit an annual performance report to the Department, as required under 2 CFR § 200.328, for each of the programs for which they are using funds received under the Consolidated Grant. Each report must contain a comparison of actual accomplishments to the objectives established in the approved Consolidated Grant plans and the reasons for slippage if established objectives were not met.

2. *IDEA – Equitable Services to Private School Students and Teachers*

Consistent with the requirements in 34 C.F.R. §§300.129 thru 300.144 and to ensure that LEAs are meeting requirements governing the provision of special education and related services to eligible parentally-placed private school children with disabilities, VIDE must retain in its records and provide to the Agent on an annual basis the following information for each of its LEAs:

- 1) The number of parentally-placed children with disabilities:
  - a. Evaluated,
  - b. determined to be eligible, and
  - c. served under 34 CFR §300.132(c).
- 2) The proportionate share calculation under 34 CFR §300.133.
- 3) Documentation of timely and meaningful consultation under 34 CFR §300.134.

3. *ESEA - Equitable Services to Private School Students and Teachers*

In addition to the requirements of ESEA section 8501, on an annual basis VIDE shall submit to ED documentation regarding:

- the total number of private schools whose students and/or teachers participate in ESEA programs;
- the amount of funds allocated for equitable services under applicable ESEA programs for eligible private school students, teachers and other educational personnel and families;
- the amount of funds expended for equitable services under applicable ESEA programs for eligible private school students, teachers and other educational personnel and families; and
- affirmation of timely and meaningful consultation with appropriate private school officials. Additional program-specific conditions may be imposed on grant awards made under one or more programs, in addition to the specific conditions that are contained herein, because in certain program areas, the Virgin Islands may be a high-risk grantee and require significant improvements in the administration of program requirements. Each such program-specific condition will be incorporated into the appropriate notification of grant award from the Department to the Virgin Islands, VIDE, VIDH or VIDHS.

D. Cooperation with the Department's Office for Civil Rights and Compliance with Civil Rights Regulations

VIDE must ensure that it complies with the regulations enforced by the Department's Office for Civil Rights (OCR) and cooperates with OCR's investigations including: responding to requests for data in a timely manner; addressing compliance concerns cited by OCR in a timely manner; and submitting complete and timely monitoring reports. Specifically, VIDE will respond to data requests, including scheduling staff interviews, within 15 days of receiving OCR's request. VIDE will also take the appropriate actions specified by OCR to address all compliance concerns cited by OCR and resulting from a complaint or compliance review investigation, within the timeframes specified by OCR. VIDE will also provide documentation in its monitoring reports demonstrating that actions have been taken within the timeframes specified by OCR.

E. Notification and Approval of Amendments to Contract Between Virgin Islands and Agent

The Virgin Islands must notify the Department of any proposed amendment to the contract between the Virgin Islands and the Agent, and must submit the proposed amendment to the Department for approval prior to execution of the amendment by the parties.

F. Failure to Comply with Conditions

Failure of the Virgin Islands, including VIDF, VIDPP, VIOMB, VIDE, VIDH, or VIDHS to comply with any of these specific conditions as to any Department grant award will negatively impact the ability of the Virgin Islands, VIDE, VIDH, or VIDHS to continue to receive grant funds from the Department. These terms and conditions do not preclude the Department from taking any otherwise authorized enforcement or other actions at any time.

G. Reconsideration and Modifications

At any time, the Virgin Islands, VIDE, VIDH, VIDHS or VIOMB may request reconsideration of the above specific conditions by contacting the Department and stating in writing the reasons why they believe the conditions should be modified or are no longer needed. Further, the Department may impose additional specific conditions or modify these specific conditions as appropriate. The Department will remove the specific conditions at such time as the Virgin Islands fully demonstrates, to the Department's satisfaction, the ability to manage the Department's funds and property purchased for use under the grants in a manner that complies with applicable Federal requirements concerning accountability and funds management.

H. Incorporation of Specific Conditions as Addendum to Contract

Upon receipt of these specific conditions, and before the Virgin Islands may expend funds under grants subject to these conditions, the Virgin Islands and the Agent must incorporate these specific conditions as a further addendum to the contract between the Virgin Islands and the Agent, and must provide written notice to the Department that the conditions have been so incorporated. The terms of these specific conditions supersede the terms of the special conditions issued on June 26, 2017 and attached as an Addendum to the current contract with BCA, to the extent that any provisions in these specific conditions have been modified and are now inconsistent with those in the Addendum.

I. U.S. Department of Education Contact

All communications with the Department regarding these specific conditions, including submission of notices, requests, or reports shall be directed to:

Iyauta I. Green  
Office of the Deputy Secretary  
Risk Management Service  
U.S. Department of Education  
550 12<sup>th</sup> Street, S.W., Room 7096  
Washington, D.C. 20024

Dated: \_\_June 26, 2018\_\_

Attachment A

Responsibilities and Requirements for the Third Party Fiduciary Agent  
(to be incorporated into any contract for services with the Agent)

The responsibilities and requirements for the Agent under these specific conditions are as follows:

1. The Agent must work cooperatively and in a timely manner with the Virgin Islands, VIDE, VIDH, and VIDHS to implement the activities and responsibilities described in these specific conditions. The Agent acknowledges that regular communication among the Virgin Islands, the Department, and the Agent is necessary to ensure proper financial management of grant funds, consistent with approved grant applications, budgets, and applicable program statutes, regulations and the cost principles in 2 CFR Part 200, Subpart E. Therefore, the Agent understands and agrees that, as the Department deems necessary and appropriate, the Department shall include the Agent in communications, both written and oral, between the Virgin Islands and the Department.
2. The Agent's role encompasses financial management responsibilities concerning the grants, including, but not limited to, processing payments and disbursements, maintaining financial records, financial reporting, instituting and applying procurement, inventory, and payroll procedures that comply with applicable Federal requirements, and other duties as more fully described below. In addition, with respect to the Consolidated Grant, the Agent agrees to provide assistance to VIDE as it prepares the budgets that accompany the annual Consolidated Grant application.
3. For purposes of the IDEA Part C FFYs 2002 through 2017 grants, the Agent is responsible only for the property procurement and management functions that are required to be performed under the Uniform Guidance at 2 CFR Part 200 (including 2 CFR §§ 200.311, 200.313, 200.314, and 200.318-200.326) by VIDPP, and any financial management functions needed to be performed by VIDF for the IDEA Part C grants, and which are not being performed already under the contract between VIDH and LSS. Because VIDH's IDEA Part C grants for FFYs 2002 through 2017 include specific conditions requiring the use of a third party fiduciary agent (LSS) that carries out VIDH's financial management and recordkeeping responsibilities in accordance with the applicable provisions of IDEA Part C and EDGAR, the Agent (BCA) performing services under these Department-wide specific conditions is not required to assume responsibilities other than the responsibilities described above in this subsection. The Department's grant awards to VIDH under IDEA Part C for FFYs 2002 through 2017 include specific conditions requiring VIDH to use LSS to ensure the continued fiscal accountability of IDEA Part C funds and the timely payment of early intervention service providers for the timely provision of IDEA Part C services to infants and toddlers with disabilities and their families. In addition, VIDH's IDEA Part C grant funds may not be

used to pay any costs charged by the Agent (BCA) to the Virgin Islands or VIDH under the contract between the Virgin Islands and the Agent (BCA).

4. The Virgin Islands, VIDE, or VIDHS, prior to any drawdowns or disbursements, in a timely manner, must provide the Agent with a line item budget for the total amount of each grant and subgrant, if applicable, that has been approved and verified by the Department. The line item budget must include amounts for State administration, State-level program activities, and LEA program activities. For purposes of the Consolidated Grant, the Virgin Islands and VIDE must provide the Agent with line item budgets for each of the programs under which the Virgin Islands and VIDE will use Consolidated Grant funds. The line item budget for each of these programs must be based on the total amount of Consolidated Grant funds to be used for each program and include amounts for State administration, State-level program activities, and LEA program activities. The Agent must use these line item budgets to track projected and actual expenditures for the programs under the grants. The Agent must ensure that the expenditures proposed are only for allowable costs under each grant. The Agent will also receive from the Department copies of the applications, budgets, and budget narratives that the Department has approved for the Virgin Islands' grant awards to ensure that the Agent has these documents for purposes of executing its financial management responsibilities on behalf of the Virgin Islands under these grants.
5. The Agent must establish, maintain, and manage a separate bank account for all of the funds under the grants from the Department. The Agent must provide the Virgin Islands, VIDE, and VIDHS, as appropriate, with written notice (e.g., copy of invoice) of when funds are needed for a disbursement under a particular grant.
6. The Agent must acknowledge that the Virgin Islands, VIDE, and VIDHS have drawdown authority and that they understand and agree that they must draw down funds and provide any applicable matching funds to the Agent within 24 hours of receipt of the written notice from the Agent. Failure by the Virgin Islands, VIDE, or VIDHS to comply with this condition concerning the time within which they must draw down funds may result in the Department requiring the transfer of drawdown authority to the Agent for that entity. In the event of the Virgin Islands', VIDE's, or VIDHS' failure to draw down funds in accordance with this condition, the Agent must notify the Department, and the Department will determine whether drawdown authority must be transferred to the Agent. If so, then immediately upon written notice of this decision from the Department, the Virgin Islands, VIDE or VIDHS, as appropriate, must take all steps necessary to provide the Agent with full authority to perform drawdowns, including providing any information and authorization that the Department needs to recognize the Agent as the entity with drawdown authority.
7. The Agent must use fiscal control and accounting procedures that meet the requirements imposed on non-Federal entity grantees in accordance with 2 CFR §§ 200.302, 200.303, and 200.305(b).

8. The Agent must expend funds only for costs that are allowable under the respective grant programs, in accordance with 2 CFR Part 200, Subpart E. Additionally, for purposes of the Consolidated Grant, the Agent must expend funds only for allowable costs under, and included in, each Department-approved Consolidated Grant plan from FFYs 2008 through 2017. If the Agent questions whether an expenditure is allowable, the Agent must raise this question with the appropriate entity, the Virgin Islands, VIDE, or VIDHS. If the Agent deems it necessary, the Agent may also request assistance from the Department in determining the allowability of any expenditure.
9. The Agent must determine the value of any in-kind property or services donated to or provided by the Virgin Islands, VIDE, and VIDHS that are used to meet cost sharing or matching requirements as required by 2 CFR § 200.306 and must maintain records sufficient to document the bases for those valuations.
10. The Agent must take steps to prevent the lapsing of funds available under the grants, including ensuring timely disbursement of funds through the use of methods and procedures for payment that minimize the time elapsing between the transfer of funds and disbursement of those funds as specified in the Virgin Islands' Treasury-State agreement, as required under the Cash Management Improvement Act and Treasury regulations at 31 CFR Part 205. For grant funds not included in the Virgin Islands' Treasury-State agreement, the Agent must meet the requirements in 2 CFR § 200.305(b). The Virgin Islands, VIDE, VIDHS, and the Agent must coordinate the timing of drawdowns and disbursements to ensure that payments to staff, vendors and providers are prompt and timely. To the greatest extent feasible, the Virgin Islands, VIDE, VIDHS, or the Agent, if it has undertaken drawdown responsibility, must draw down funds in a timely manner so that funds under the grants are deposited to the separate bank account maintained by the Agent on the same day that funds are drawn from the account to liquidate obligations under the grants. The Agent must ensure that any interest earned on grant funds not subject to the Treasury-State agreement is repaid annually, as required by 2 CFR § 200.305(b)(9).
11. The Agent must charge Department grants only for costs resulting from obligations that were properly made during the period of availability for the funds, including any carryover period. To ensure against the lapsing of Department funds, the Agent must liquidate obligations no later than 90 days after the end of the funding period or during any extension of that period authorized by the Department, in accordance with 2 CFR § 200.343(b).
12. The Agent may seek approval from the Department to charge allowable pre-award costs incurred by the Virgin Islands, VIDE, or VIDHS against any grant award from FFY 2003 through 2018 to which these specific conditions apply. The Agent must submit any request for pre-award costs to the Department in writing and may not reimburse any pre-award costs unless it receives written approval from the Department.

13. The Agent must establish and maintain a process for tracking and reporting time and effort spent by all employees whose salaries are paid under ED grants, including distribution of time among different funding sources for split-time employees, and for properly allocating salary costs among ED grants, based on records that accurately and properly record the distribution of each employee's work on multiple cost objectives, the time the employee attends work, and, for those employees who work on a single cost objective, semiannual certifications. The Agent must carry out these responsibilities consistent with Federal requirements in 2 CFR Part 200, Subpart E, and more specifically, 2 CFR §§ 200.430 and 200.431.
14. In disbursing funds for allowable costs under the grants, the Agent must distinguish between direct and indirect costs and use accurate methods to allocate funds correctly between these two cost categories. The Agent must ensure that the charging of direct and indirect costs against the respective Department grants is consistent with the applicable restricted and unrestricted indirect cost rates negotiated with, and approved by, the U.S. Department of Interior (the Virgin Islands' cognizant Federal agency), and that copies of any indirect cost rate proposals or agreements comply with the applicable requirements of 2 CFR Part 200, Subpart E, and 34 CFR §§ 75.560-564 (discretionary grants) and 34 CFR §§ 76.560-569 (formula grants).
15. The Agent must establish contacts and working relationships with prospective vendors that can provide goods and services that the Virgin Islands, VIDE, and VIDHS need under the grants. The Virgin Islands, VIDE, and VIDHS must give the Agent authority to enter into contracts with vendors on behalf of the Virgin Islands, VIDE, VIDHS, and, as appropriate, VIDH, and in doing so, must comply with the provisions for procurement set forth in 2 CFR §§ 200.318-200.326.
16. Within 24 hours of the Agent's receipt of a vendor invoice, the Agent must provide a copy of the invoice to the Virgin Islands, VIDE, VIDHS, or, as appropriate, VIDH, and ensure that the goods or services delivered are available for inspection and acceptance or rejection by the appropriate Virgin Islands, VIDE, VIDHS, or, as appropriate, VIDH, staff requesting the goods or services. The Agent must pay vendors for the delivered goods or services and must, to the extent reasonably possible, disburse funds to the vendors on the same day that funds are deposited into the separate bank account(s) maintained by the Agent. The Agent must make payments by electronic funds transfer (EFT) or by paper draft only if EFT is not available or possible for a particular vendor.
17. The Agent must manage all tangible personal property procured under the grants, with a purchase price of \$500 or greater, in accordance with the requirements of 2 CFR §§ 200.313(a) and (c)-(e). In particular, the Agent must establish and maintain a process for managing such property consistent with the requirements of 2 CFR § 200.313(d), including reconciling the inventory conducted by the Virgin Islands under Section II.A.18 of these specific conditions with existing property records; developing a system

for maintaining property records and for identifying property acquired with ED grant funds; and establishing a control system to prevent loss, damage, or theft of the property.

18. The Agent must maintain records that fully show the amount of funds made available under each of the grants; how the Virgin Islands, VIDE, or VIDHS uses the funds; the total cost of each project; the share of that cost provided from other sources; and other records to facilitate an effective audit, in accordance with 34 CFR § 75.730 (discretionary grants) and § 76.730 (formula grants). The Agent, acting on behalf of the Virgin Islands, VIDE and VIDHS, must retain records in accordance with the provisions of 2 CFR § 200.333.
19. In general, the Agent must use fiscal control and fund accounting procedures that ensure proper disbursement of, and accounting for, Federal funds, in accordance with 34 CFR § 75.702 (discretionary grants), § 76.702 (formula grants), and 2 CFR §§ 200.302, 200.303, and 200.305(b).
20. The Agent must maintain insurance as required under the terms of the contract.
21. All transactions under the contract between the Virgin Islands and the Agent must be consistent with all applicable Federal requirements, including the Uniform Guidance at 2 CFR Part 200 and EDGAR at 34 CFR Parts 75 or 76, as appropriate.
22. The Agent must comply generally with the requirements of 2 CFR § 200.327. More specifically, the Agent should produce quarterly reports concerning financial transactions of the Virgin Islands, VIDE, VIDHS and VIOMB for submission to those entities and the Department, detailing for each grant awarded to the Virgin Islands, VIDE, and VIDHS, including for each individual program for which the Virgin Islands and VIDE are using Consolidated Grant funds: a) the date of receipt, and the amount, of each approved payment request; b) the date and amount of each draw down deposit; c) the date and amount of each payment or disbursement by the Agent; and d) any interest or other funds remaining in the account at the end of the quarter. These amounts must also be grouped by and comparable with the projections in the line item budgets described above in Section II.A.7 and must be reconciled with the Department's G5 system. This reconciliation must include drawdown dates, drawdown amounts and available balances, by award. These reports shall be due within 10 working days after the end of each quarter.
23. The Agent must work with the Virgin Islands, VIDE, VIDHS, VIDF, VIDPP, and VIOMB to assist in the training of employees and to provide transition assistance (including, but not limited to, transferring all necessary data from the Agent to the new CFMS, communicating information from the Agent to the contractor implementing the new CFMS, and providing feedback to the Virgin Islands, VIDE, and the Department on the Virgin Islands' implementation of the new CFMS), as the Virgin Islands implements and fully transitions staff to the new CFMS.

24. The Agent is responsible for managing and administering Department grant funds awarded to the Virgin Islands, VIDE, VIDHS, and, as appropriate, VIDH, in accordance with these specific conditions. The Agent's role and responsibilities under these specific conditions do not include oversight of any current and/or proposed fiscal initiatives of the Virgin Islands, including, but not limited to, the FGSPU/SCM. The Agent may assist the Virgin Islands with the full implementation of the FGSPU/SCM, as the proposed strategy for the management and oversight of Department grant funds and/or other similar financial management capacity building efforts (including training, mentoring and/or shadowing), to the extent that this assistance does not compromise the execution and autonomy of its responsibilities under these specific conditions.
25. The Agent recognizes that, except as noted herein, the Virgin Islands, VIDE, VIDH, VIDHS and VIOMB must comply with all applicable provisions of EDGAR, and all actions that the Agent takes on their behalf in accordance with services provided under these specific conditions, must be in compliance with all applicable provisions of EDGAR.