

(ATTACHMENT 4) ACTION ON THE AWARD OF EXCEPTION-TO-BID REQUESTS

Purchase Requisition Number: CR015858
Contract Number: C023739
Vendor Number: V0827444

**MILWAUKEE BOARD OF SCHOOL DIRECTORS
PROFESSIONAL SERVICES CONTRACT
SECOND EXTENSION & MODIFICATION**

On July 1, 2015, the Milwaukee Board of School Directors (“MPS”) and Edgenuity Inc. f/k/a Compass Learning, Inc. (“Contractor”) entered into Professional Services Contract number C023739 (“Contract”) with a term of July 1, 2015 through June 30, 2016. The parties mutually agreed to extend the Contract for an additional one-year term from July 1, 2016 through June 30, 2017 (“the First Extension”). The parties now mutually agree to extend the contract for a second and final extension term.

As such, the Contract will be extended for a second term, from July 1, 2017 through June 30, 2018 (“Year 3”), under the same terms and conditions as set forth in the Contract, except as specifically set forth below.

The amount to be encumbered on the Contract shall not exceed \$575,000 in Year 3.

In accordance with ¶ 19 of the Contract, the parties modify those terms and conditions identified below.

MODIFIED TERMS:

1. The terms of the First Extension regarding the obligations for Year 2 are preserved.
2. Paragraph 1 of the Contract and the First Extension are modified to include the following provisions:
 - a. “Contractor’s ‘Price Quote for Services,’ Quote #28560, dated April 4, 2017, attached hereto as Exhibit C and incorporated by reference, reflects pricing for Year 3 for Hosted Basic Software Maintenance Updates and Support and RLI Test Translator Service.”
 - b. “Contractor’s ‘Price Quote for Services,’ Quote #32100, dated March 6, 2017 attached hereto as Exhibit C and incorporated by reference, reflects pricing for Year 3 for licenses and professional Development.”
 - c. “Total compensation under this Contract for Year 3 shall not exceed \$575,000.”
3. Paragraph 8 of the Contract is deleted in its entirety and replaced with the following:

“Contractor understands and agrees that financial responsibility for claims or damages to any person, or to Contractor’s employees and agents, shall rest with the Contractor. Contractor and its subcontractors shall effect and maintain any insurance coverage, including, but not limited to, Workers’ Compensation, Employers’ Liability, General Liability, Contractual Liability, Automobile Liability and Umbrella Liability to support such financial obligations. The indemnification obligation, however, shall not be reduced in any way by existence or non-existence, limitation, amount or type of damages, compensation, or benefits payable under Workers’ Compensation laws or other insurance provisions.

The minimum limits of insurance required of the Contractor by MPS shall be:

Workers’ Compensation	Statutory Limits
Employers’ Liability	\$100,000 per occurrence
General Liability	\$1,000,000 per occurrence/\$2,000,000 aggregate
Auto Liability	\$1,000,000 per occurrence
Umbrella (excess) Liability	\$1,000,000 per occurrence

The Milwaukee Board of School Directors shall be named as an additional insured under Contractor's and subcontractors' general liability insurance and umbrella liability insurance. Evidence of all required insurances of Contractor shall be submitted electronically to MPS via its third party vendor, EXIGIS Risk Management Services. Waivers and exceptions to the above limits will be in the sole discretion of MPS and shall be recorded in the EXIGIS system, which records are incorporated into this Contract by reference. The certificate of insurance or policies of insurance evidencing all coverages shall include a statement that MPS shall be afforded a thirty (30) day written notice of cancellation, non-renewal or material change by any of Contractor's insurers providing the coverages required by MPS for the duration of this Contract."

CONTRACTOR

MILWAUKEE BOARD OF SCHOOL DIRECTORS

By: _____

By: _____

*Kari H. Race J.D., Acting Director
Procurement & Risk Management*

Date: _____

Date: _____

Edgenuity Inc.
Dept LA 24561
Pasadena, CA 91185

By: _____

*Darienne B. Driver, Ed.D.
Superintendent of Schools*

Tax ID:

Date: _____

Budget code(s): SYS-0-0-INR-RH-ECTS

By: _____

*Mark A. Sain, President
Milwaukee Board of School Directors*

Date: _____

Board Approval Date: _____

Reviewed By: _____

Risk Management

Date: _____



Exhibit C

Price Quote for Services

MILWAUKEE PUBLIC SCHOOLS 2

Milwaukee WI

Edgenuity Inc.
8860 E. Chaparral Road
Suite 100
Scottsdale AZ 85250
480-423-0118

Date 4/4/2017
Quote # 28560
Vendor #

Payment Schedule

Pricing Expires

Contract Start Date

6/30/2017

7/1/2017

Contract End Date

6/30/2018

Header	Quantity	Description	Per Unit	Amount
	55	Hosted Basic Software Maintenance Updates and Support: Academy of Accelerated Learning AC-743508 ALBA AC-743553 Allen Field AC-743425 Auer Avenue School AC-743464 Barack Obama School of Career & Technical AC-743429 Benjamin Franklin School AC-743488 Brown Street Academy AC-743519 Browning Elementary School AC-743402 Burdick School AC-743484 Byron Kilbourn School AC-743437 Cass Street School AC-743406 Clara Barton School AC-743426 Clarke Street School AC-743465 Clement Avenue Elementary School AC-743485 Clement J. Zablocki School AC-743473 Congress Elementary School AC-743449 Craig Montessori School AC-743531 Doerfler School AC-743430 Dr. Benjamin Carson School AC-743536 Dr. George Washington Carver Academy AC-743419 Dr. Martin Luther King Jr. Elementary School AC-743483 Edward A Macdowell Montessori AC-743457 Eighty-First Street Elementary School AC-743450	2,600.00	143,000.00

Customer

Signature

Print Name

Title

Date

Edgenuity Inc. Representative
Jeremy Flores
Client Success Manager
Jeremy.Flores@edgenuity.com
☎ 512-481-3634 | Edgenuity®

Please e-mail this quote, the purchase order and order documentation to AR@edgenuity.com or fax to 480-423-0213.



Price Quote for Services

Edgenuity Inc.
8860 E. Chaparral Road
Suite 100
Scottsdale AZ 85250
480-423-0118

Date 4/4/2017
Quote # 28560

Header	Quantity	Description	Per Unit	Amount
		Elm Creative Arts Schoo AC-743452		
		Emerson School AC-743453		
		Engleburg Elementary School AC-743431		
		Fairview Charter School AC-743501		
		Feredrick J Gaenslen School AC-743409		
		Fernwood Montessori School AC-743487		
		Fifty-Third Street Elem School AC-743454		
		Forest Home Avenue School AC-743432		
		Frances Brock Starms Discovery Learning Center AC-743533		
		Frances Brock Starms Early Childhood Center AC-1227891		
		Franklin Pierce School AC-743421		
		Gilert Stuart Elementary School AC-743423		
		Golda Meir Lower School AC-743407		
		Grantosa Drive School AC-743411		
		Greenfield Bilingual School 5016274		
		Gwen T. Jackson Early Childhood & ES AC-743515		
		Hamlin Garland School AC-743503		
		Hampton Elementary School AC-743434		
		Hartford Avenue University School AC-743412		
		Hawley Environmental School AC-743455		
		Hayes Bilingual Elemenatary School AC-743526		
		Henry David Thoreau School AC-743424		
		Highland Community School AC-743513		
		Hi-Mount Community School 141169		
		Hmong Peace Academy AC-743551		
		Honey Creek Cont Progress Elementary AC-743509		
		Hopkins Lloyd Community School AC-743504		
		Howard Avenue Montessori School AC-1227892		
		Humboldt Park K-8 School AC-743492		
		Ideal Charter School AC-743541		
		James Fenimore Cooper School AC-743466		
		James Whitcomb Riley School AC-743442		
		-		
	56	Hosted Basic Software Maintenance Updates and Support Cont.	2,600.00	145,600.00



Price Quote for Services

Edgenuity Inc.
8860 E. Chaparral Road
Suite 100
Scottsdale AZ 85250
480-423-0118

Date 4/4/2017
Quote # 28560

Header	Quantity	Description	Per Unit	Amount
		Jeremiah Curtin School AC-743467		
		John Greenleaf Whittier School AC-743481		
		Kagel School AC-743436		
		Keefe Avenue School AC-743493		
		La Escuela Fratney AC-743408		
		LaFollette School AC-743495		
		Lancaster Elementary School AC-743456		
		Lincoln Avenue School AC-743439		
		Lloyd Barbee Montessori School AC-743490		
		Longfellow Elementary School 5012739		
		Louisa May Alcott Elementary School AC-743497		
		Lowell Elementary School AC-743470		
		Lowell P. Goodrich Elementary School AC-743410		
		Luther Burbank School AC-743448		
		Manitoba School AC-743506		
		Maple Tree Elementary School AC-743415		
		Marvin Pratt Elementary School AC-743555		
		Mary McLeod Bethune Academy AC-743477		
		Maryland Montessori School AC-743416		
		Milwaukee Academy of Chinese Language AC-743568		
		Milwaukee College Prep - 36th Street Campus 5017675		
		Milwaukee College Prep - 38th Street Campus AC-1110457		
		Milwaukee College Prep - Lloyd Street Campus AC-743505		
		Milwaukee Environmental Sciences AC-1318072		
		Milwaukee French Immersion school AC-743500		
		Milwaukee German Immersion School AC-743451		
		Milwaukee Parkside School AC-743520		
		Milwaukee Sign Language School AC-743413		
		Milwaukee Spanish Imersion Elementary AC-743502		
		Mitchell School AC-743440		
		Milwaukee College Prep - North Campus AC-1375707		
		Morgandale Elementary School AC-743471		
		Nathaniel Hawthorne School AC-743435		



Price Quote for Services

Edgenuity Inc.
8860 E. Chaparral Road
Suite 100
Scottsdale AZ 85250
480-423-0118

Date 4/4/2017
Quote # 28560

Header	Quantity	Description	Per Unit	Amount
		Neeskara Elementary School AC-743472 Nineth-Fifth Street Elementary School AC-743459 Oliver Wendell Holmes School 213102 Parkview Elementary School AC-743420 Ralph H. Metcalfe School AC-743539 Richard Kluge School AC-743514 River Trail Elementary School AC-743417 Rogers St. Academy AC-743561 Samuel Clemens School AC-743428 Sherman Multicultural Arts School 5010568 Siefert Elementary School 213431 Story School AC-743461 Thurston Woods Elementary School AC-743525 Townsend Street Elementary School AC-743478 Trowbridge School of Discovery & Tech AC-743496 U S Grant School AC-743433 Victory K-8 School for the Gifted and Talented AC-743479 Vieau School AC-743446 Walt Whitman School AC-743511 Westside Academy II AC-743534 William C. Bryant Elementary School AC-743404 William George Bruce School AC-743403 Wisconsin Conservatory of Learning AC-743528 -		
	111	RLI Test Translator Service	150.00	16,650.00
Total				\$305,250.00



Exhibit D

Price Quote for Services

MILWAUKEE PUBLIC SCHOOLS 2

Milwaukee WI

Edgenuity Inc.
8860 E. Chaparral Road
Suite 100
Scottsdale AZ 85250
480-423-0118

Date 3/6/2017
Quote # 32100
Vendor #

Payment Schedule	Pricing Expires	Contract Start Date	Contract End Date
	6/30/2017	7/1/2017	6/30/2018

Header	Quantity	Description
	515	Digital Library 6-12 Concurrent
	70	MyPath Site Licenses are included in the per license price based on the RFP.
	70	MyPath Renaissance Star Add-On
	22	On-Site Professional Development Day per Compass Learning Agreement

Total \$269,750.00

Customer

Signature _____

Print Name _____

Title _____

Date _____

Edgenuity Inc. Representative

Please specify a shipping address if applicable.

Please e-mail this quote, the purchase order and order documentation to AR@edgenuity.com or fax to 480-423-0213.