FOLLOW ALL PROCEDURES ON BACK OF THIS FORM

Contract # 230033

Number Assigned by Purchasing Dept.



CONTRACT REVIEW

BOARD MEETING DATE:

WHEN BOARD APPROVAL IS REQUIRED DO NOT PLACE ITEM ON AGENDA UNTIL REVIEW IS COMPLETED

			☐ Must Have Board	Approval ove	r \$100,000.00		
Date Submitted: August 25,	2022						
Name of Contract Initiator: Ryan	Widdowson Teleph	one #: 904	4-336-690	8			
School/Dept Submitting Contract: A	cademic Services Cost C	enter# 91	06				
Vendor Nam <mark>e: Penda Learni</mark> n	ng 📝						
Contract Title: Penda Web-bas	ed Instructional Management	- Scien	ce - add	third	grade		
Contract Type: New Renewal	Amendment X Extension Previous Year	ar Contract	#210122				
Contract Term: Through July							
Contract Cost: \$60,500.44							
☐ BUDGETED FUNDS - SEND CONT	RACT PACKAGE DIRECTLY TO PURCHASING	DEPT					
	445.5100369.9106.0000.4910.0						
Funding Source: Budget Line #_				7-19-5			
☐ NO COST MASTER (COUNTY WIE	DE) CONTRACT - SEND CONTRACT PACKAGE	DIRECTLY T	O PURCHASIN	IG DEPT			
☐ INTERNAL ACCOUNT - IF FUNDE	D FROM SCHOOL IA FUNDS – SEND CONTRA	CT PACKAG	E DIRECTLY T	O SBAO			
REQUIRED DOCUMENTS FOR CONT	RACT REVIEW PACKAGE (when applicable):						
X Completed Contract Review Form	L (NOT SIGNED by District / School) Companyed Gont	#2101	2.2				
X SBAO Template Contract or other Contract (NOT SIGNED by District / School) approved contract #210122 SIGNED Addendum A (if not an SBAO Template Contract)*							
*This Statement MUST BE included in the	body of the Contract:			URCHASING	AUG 2 6 200		
"The terms and conditions of Addendum govern and prevail over any conflicting	A are hereby incorporated into this Agreement and the same	e shall		\mathcal{L}	N m		
Certificate of Insurance (COI) for General	iability & Workers' Compensation that meet these requirement	ents:		Z	5		
COI must list the School Board of Clay Cou	nty, Florida as an Additional Insured and Certificate Holder. I	nsurer must be ro	ated as A- or better	SI	R E		
	urrence & \$2,000,000 General Aggregate. ngle Limit (\$5,000,000 for Charter Buses).			6	13		
Workers' Compensation = \$100,000 Min				u,			
	on Insurance, vendor/contractor must sign a Release and Holo	Harmless Form.	. If not exempt, ver	ndor/contracto	or		
must provide Workers' Compensation of	overage]. (https://apps.fldfs.com/bocexempt/) (If Applicable)	DEC					
State of Fiorida Workers Comp Exemption COVID-19 Waiver (If Applicable)	(https://apps.hdrs.com/bocexempt/) (ii Applicable)	IN EU					
Release and Hold Harmless (If Applicable)		n mralo	(2020)	,			
	**AREA BELOW FOR DISTRICT PERSONNEL	ONLY **	30-10				
CONTRACT REVIEWED BY:	COMMENTS BELOW BY	AND DESCRIPTION OF THE PARTY OF					
Purchasing Department B78	Grade 3 @ \$ 60,500.4	becaus 4 to t	the remo	are Ao	lding		
Review Date 9/4/2022	Term through 7/31/2021	Need.	s to Go	to Bo	ard"		
School Board Attorney	(Need the Amendment)	1:00		5 7 75			
Review Date 3/9/22//	der Amend ment for	VIDED	herei				
Other Dept. as Necessary	5-EU 10 10 - 31a	ete u	i WOR	D torn	uas		
Review Date							
PENDING STATUS: □YES □NO	IF YES, HIGHLIGHTED COMMENTS ABO	VE MUST E	BE CORRECTE	D BY INI	TIATOR		
FINAL STATUS	✓ APPRAVED	DA	TE: 11.18.1	22			

AMENDMENT 1 TO THE INDEPENDENT CONTRACTOR SERVICES AGREEMENT BETWEEN THE SCHOOL BOARD OF CLAY COUNTY, FLORIDA AND LEARNING 2020, INC. D/B/A/ PENDA LEARNING

This Amendment 1 to the independent Contractor Services Agreement between the School Board of Clay County, Florida ("SBCC") and Learning 2020, Inc. DBA. Penda Learning ("Penda" or "Contractor") collectively referred to as the "Parties", which original Agreement was entered into on August 5, 2021 by the Chairman of SBCC, shall become effective on the date last executed by either of the parties and shall serve to modify the original Agreement only as set forth herein.

WHEREAS, Penda agreed to provide a science subscription service to SBCC for grade levels four (4) through ten (10), serving a total student population of 20,560 students and on-site professional development for 8 teachers, and

WHEREAS, the Agreement was for a period of three years at a total cost, after discounts, of \$618,425.82 cents, and

WHEREAS, the purpose of the subscription service was to provide cloud based science content including science activities, simulations and grade level assessment activities all of which are designed to remediate and also to accelerate student progress in science, and

WHEREAS, after utilizing the product for a period of time, SBCC has determined that it could best serve its students by providing the program to all third grade students in the district, and

WHEREAS, Penda has proposed making their subscription service available to all third grade students (3022) in the SBCC district for the remaining term of the original Agreement for an additional total cost, after discounts, of \$60,500.44, the details of which proposal are set forth in Exhibit A which is attached hereto,

NOW THEREFORE, the Parties agree to modify the terms of the original Agreement as follows:

1. Penda, in addition to providing their subscription service as set forth in the original Agreement dated August 5, 2021, agrees to provide their cloud based

science content subscription service to all third grade students served by the SBCC throughout the Clay County School District.

- 2. The provision of the additional services set forth in the previous paragraph shall commence immediately upon full execution of this Agreement by all parties and shall terminate on July 31, 2024, on the same date as the termination of the original Agreement to which this serves as an amendment.
- 3. The additional cost of adding the additional services set forth in the paragraph numbered 1 and referred to in the previous paragraph shall be \$60,500.44, which amount when added to the full discounted amount of the original Agreement executed on August 5, 2021, (\$618,425.82) shall make the total price of the original Agreement, coupled with the cost of the additional services provided for by this Amendment \$678,926.26.
- 4. The only effect of this Amendment is to modify the terms of the original Agreement signed by the SBCC Chairman on August 5, 2021, as set forth herein.
- 5. All other terms and conditions of the original Agreement, together with all attachments to the original Agreement shall remain unmodified and in full force and effect.

IN WITNESS WHEREOF, the parties, by the execution of this Amendment by their authorized representatives below, bind themselves to all terms of this Amendment to the original Agreement and to the remaining unmodified terms of the original Agreement.

LEARNING 2020,INC., DBA PENDA	THE SCHOOL BOARD OF CLAY COUNTY, FLORIDA
By: Brad Baird Brad Baird (Nov 18, 2022 10:50 MST)	By:
Brad Baird	
Printed Name and Title	Printed Name and Title
Date: Nov 18, 2022	Date:

Exhibit A



Penda Learning Subscription Quote

Quote Name

2023 - 2024 Penda Learning District Student

Count License Subscription For Grade 3 - All

Schools

Type

New: District Student Count License

Quote Number

00000453

Contact:

Created Date

Expiration Date

Created By

Ryan Elizabeth Widdowson

ryan.widdowson@myoneclay.net

8/24/2022

11/30/2022

Corey Peloquin

Prepared For

Clay County District Schools

900 Walnut St

Green Cove Springs, FL 32043-3199

904-336-6908

Quantity	Product	List Price	Discount	Line Discount	Total Price
3,022.00	Penda Science Student Count Subscription	\$13.00	23.00%	-\$9,035.78	\$30,250.22
3,022.00	Penda Science Student Count Subscription	\$13.00	23.00%	-\$9,035.78	\$30,250.22
			,	·	
		Subtotal	\$78,572.00		
		Discount Total	-\$18,071.56		
		Discount	23.00%		
		Grand Total	\$60,500.44		

Additional Notes

- Subscription of Penda Science through July 31, 2024 to be in-step with existing districtwide Penda implementation, per Clay purchase order # P2201873
- Based upon enrollment of 3,022 provided by Katie Ruelas on August 18, 2022 for all elementary schools across
 the district for grade 3 add-on of Penda Science.
- Penda Learning student subscription price of \$13.00 has been volume discounted to \$10.01 per student (\$9,035.78 savings per year x 2 years = \$18,071.56) - approved by Corey Peloguin, 08.18.2022

Subscription Includes

Penda Learning Products - cloud-based digital science content for grades 3-10

- · Align content alignment to district scope and sequence by grade, subject, course via Penda pacing assistance service (PAS)
- · Assign student activities assigned weekly based on Penda PAS alignment
- Assess automated reporting as follows:
 - Weekly Assignment Mastery Reports, Late Assignment Reports, and teacher Class Mastery Reports by student delivered via email to teachers that support data-driven instruction and RTI
 - Monthly School Administrator Reports and Grade-Level Mastery Reports delivered via email to school administrators that support data-driven instruction
- Achieve Penda features/functionality that support research-based best teaching practices
 - Data-Driven Instruction weekly automated Class Mastery Reports sent to teachers via email
 - RTI (All Tiers) intervention group feature, ability to assign activities to whole class (Tier 1), intervention group (Tier 2), or
 individual student (Tier 3), advanced report filters for intervention groups, and school achievement gap classifications (lower
 quartile, ELL, SED, SWD, ethnicity)

• Differentiated Instruction - Penda Activity Builder tool allows teachers to create custom activities or tailor existing activities to differentiate instruction (content, product, process).

Penda Learning Services:

- Technical Services:

 - Single sign-on via Clever or ClassLinkAuto data rostering via OneRoster or ClassLink
 - Immersive reader (with read-aloud capability)
 - Language translator (60+ languages available and read-aloud capability in native language)
 - Canvas LMS or Schoology LMS integration via LTI 1.3 Advantage
- Implementation & Support Services:
 - Professional partnership planning session
 - Teacher and administrator access to on-demand professional development video library
 - Dedicated ongoing customer support

Learning 2020, Inc. DBA Penda Learning P.O. Box 7505 Loveland, CO. 80537 888-919-0404 www.pendalearning.com



230033 Penda Learning Amendment 1

Final Audit Report 2022-11-18

Created: 2022-11-18

By: Corey Peloquin (cpeloquin@pendalearning.com)

Status: Signed

Transaction ID: CBJCHBCAABAAOz3mVFiunqDNGuRxkslEbqjvYC7ljj-f

"230033 Penda Learning Amendment 1" History

Document created by Corey Peloquin (cpeloquin@pendalearning.com) 2022-11-18 - 4:30:11 PM GMT- IP address: 47.196.11.232

Document emailed to bbaird@pendalearning.com for signature 2022-11-18 - 4:30:46 PM GMT

Email viewed by bbaird@pendalearning.com 2022-11-18 - 5:05:45 PM GMT- IP address: 66.249.80.141

Signer bbaird@pendalearning.com entered name at signing as Brad Baird 2022-11-18 - 5:50:44 PM GMT- IP address: 72.19.141.14

Document e-signed by Brad Baird (bbaird@pendalearning.com)

Signature Date: 2022-11-18 - 5:50:46 PM GMT - Time Source: server- IP address: 72.19.141.14

Agreement completed.
 2022-11-18 - 5:50:46 PM GMT