



TE21, Inc.

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Business Partner: LEARNING PARTNERS, LLC

Roger Choate ~ roger@yourlearningpartners.com ~ (270) 210-8907

475 Calvert Drive, Paducah, KY 42003

QUOTE/ORDER AGREEMENT

VALID UNTIL: 07-15-2019

Quote Number: Q-005923

Quote Name: Boone KY - BA IB #2 - 3YR -19-22 - 06/17/2019 14:27

Customer: Boone Co School District

Address: 8330 US Highway 42, Florence, KY 41042

Contact Name: Tina Henderson

Title: Administrative Assistant

E-mail: tina.henderson@boone.kyschools.us

Phone: (859) 283-1003

PRODUCTS/SERVICES ORDERED:

QTY	UNITS	PRODUCT	DESCRIPTION	PRICE LEVEL	SALES PRICE	TOTAL PRICE
28,864	Students	BA-PP	Paper-Pencil Benchmarks	TE21 Base Pricing	\$1.00	\$28,864.00
28,864	Students	KY-ElemBA	CASE Benchmark Assessments - KY Elementary School	Custom Pricing	\$7.50	\$216,480.00
15,213	Students	KY-MiddBA	CASE Benchmark Assessments - KY Middle School	Custom Pricing	\$7.50	\$114,097.50
30,355	Students	BA Online MC	Online Student Access - MasteryConnect Platform	Custom Pricing	\$4.50	\$136,597.50
30,355	Students	CASE - IB Intro	Introductory Pricing for CASE and Navigate Item Banks	CASE IB Content	\$3.00	\$91,065.00
1	Package	PD-MCDistrict	Mastery Connect District Professional Development Package	Custom Pricing	\$15,600.00	\$15,600.00
3	Package	PD-Level I	Data Review Session Onsite Session	Custom Pricing	\$20,000.00	\$60,000.00
15,142	Students	KY-HighBA	CASE Benchmark Assessments - KY High School	Custom Pricing	\$7.50	\$113,565.00
					Total:	\$776,269.00

This Order Agreement is governed by the Master Terms and Conditions located at <https://www.te21.com/terms>, which are hereby incorporated by reference (this Quote/Order Agreement and such Master Terms and Conditions, collectively, the "Agreement"). In the event of any conflict between any provisions of the Master Terms and Conditions and this Order Agreement, the provisions of this Order Agreement shall control to the extent of the conflict.

Online delivery orders, including CASE Item Bank, are also governed by the Master Terms and Conditions of our delivery platform partner, MasteryConnect, located at <https://www.masteryconnect.com/terms>.

Additional details of your order follow.



QUOTE/ORDER AGREEMENT

Elementary Assessment Order Detail				
Subject	Ordered?	# of Tests per Year	Online?	Grade Level
ELA	Yes	3	No	K (2BA) 1-5 (3BA)
Math	Yes	3	No	K (2BA) 1-5 (3BA)
Science	No			
SS	No			

Middle Assessment Order Detail				
Subject	Ordered?	# of Tests per Year	Online?	Grade Level
ELA	Yes	3	Yes - TE21 Customer	6-8
Math	Yes	3	Yes - TE21 Customer	6-8
Science	No			
SS	No			

High School Assessment Order Detail				
Subject	Ordered?	# of Tests per Year - Traditional	# of Tests per Semester - Block	Online?
Standard Package – All Subjects	No			
Standard English	Yes		2	Yes - TE21 Customer
Standard Math	Yes		2	Yes - TE21 Customer
Standard Science	No			
Standard History	No			
Exceptions or Notes	Eng I/II, Algebra I/II, Geometry			

Additional Assessment Details			
Assessment Package	Op 1: 1st BA, 2nd BA, & Final Comp		
College and Career Ready Assessments			
Grades to Test		# of Students	
CASE Item Bank Subscription			
Grades to Access	6-11	# of Students	30,355
Subscription Start Date	07-15-2019	Subscription End Date	07-13-2022
New Subscription Notes	New subscription term estimated; actual start date to be determined upon receipt of customer PO and account set up.		
Online Delivery Platform Vendor			
CASE Item Bank		Assessments	
MasteryConnect		MasteryConnect	
Special Instructions			
<p>This three year quote is for benchmarks for K-5 via Paper-Pencil, and benchmarks and item bank (CASE IB + Navigate™) for Grades 6-11 on the MasteryConnect platform. Student numbers are estimated to increase 5% per year.</p> <p>MasteryConnect Professional Development includes 5 onsite days and 2 MLI seats for Year one.</p> <p>TE21 Professional Development includes 8 days of Data Review per year. (required in year 1 and optional in years two and three.)</p> <p>Year 1 Pricing = \$ 289,000.00</p> <p>Year 2 Pricing = \$ 243,634.50</p> <p>Year 3 Pricing = \$ 243,634.50</p>			





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ASSESSMENT ORDERS:

For Paper/Pencil Assessment Delivery - Pre-coded answer documents and scanning provided for each benchmark; UPS Shipping Labels are provided for return of answer documents; School/District responsible for copying benchmarks. *For Online Assessment Delivery* - Enrollment and access information will be provided separately. **Changes to delivery options on assessment orders within one month of scheduled test delivery may be subject to additional charges.**

PRICING, TERM AND EXPIRATION: This Order is for the school year over which the purchased assessments referenced above are delivered. For CASE Item Bank, this Order is for a 12 month subscription term as detailed in the above order details. The details of this Quote/Order Agreement, including those related to pricing, are valid if executed by Customer on or before **07-15-2019**.

PAYMENT TERMS: Pricing above reflects current Customer student enrollment. If actual Customer student enrollment is greater than 10% of the above enrollment, Customer agrees to pay for any increase in student enrollment at the time invoiced. All payment obligations are non-cancelable and all amounts paid are nonrefundable. TE21 shall be entitled to withhold performance and discontinue service until all amounts due are paid in full. Payment is due in accordance with invoicing terms, unless otherwise specified below.

Special Payment Terms:

PROFESSIONAL SERVICES: Professional development ("PD") will be performed by TE21 in accordance with its published descriptions at a mutually-convenient time. TE21 will not have any obligation to perform any PD that is not scheduled within 12 months of the Effective Date.

CASE ASSESSMENTS: CASE Assessments are the property of TE21, Inc. CASE Assessments delivered via paper/pencil format or online through any delivery platform are intended for use with students registered in your classroom this school year. Your right to use of this document is limited to its delivery in whole to your students as a formative assessment, and for review and instructional purposes for those registered students within your classroom in the year of assessment delivery. CASE Assessments cannot be shared, duplicated, modified, uploaded to a community site or database, publicly displayed or reproduced in part or in whole without written permission of TE21.

CASE ITEM BANK LICENSE: CASE Item Bank and all items are the property of TE21. TE21 grants to Customer a limited, non-exclusive, non-transferable right and license to access CASE Item Bank to registered students during subscription. CASE Item Bank shall be limited to use in Customer's classrooms and shall not include any right to reproduce questions from CASE Item Bank, distribute copies of the questions, export questions for inclusion in any other delivery platforms or electronic storage devices, upload any question to any platform partner "community boards", prepare derivative works of the questions, or publicly display the questions outside Customer's classrooms.

The parties acknowledge that they've read and understood the TE21 Master Terms and Conditions located at <https://www.TE21.com/terms> and the MasteryConnect Master Terms and Conditions located at <https://www.masteryconnect.com/terms> and have executed this Agreement as of the last date signed (the "Effective Date").

TE21, Inc.

Customer: Boone Co School District

Quote: Q-005923

By:

By (Authorized):

Name:

Lou Ann Little

Name:

Title:

Chief Financial Officer

Title:

Date:

6/17/2019

Date:

Please provide or confirm the Main Contacts. Update as necessary. If correct, confirm by checking here: []

Role	Name	Title	Email	Phone
Main Contact Benchmarks	Tina Henderson	Other	tina.henderson@boone.kyschools.us	(859) 283-1003
Main Contact Item Bank	Tina Henderson	Other	tina.henderson@boone.kyschools.us	(859) 283-1003