

MEMORANDUM OF AGREEMENT (MOA)
FOR PARTICIPATION IN
PURCHASEPROS REVENUE SHARING

This agreement is made between the Kentucky Educational Development Corporation (KEDC), doing business as PurchasePros, located at 904 Rose Road, Ashland, KY 41102-7104, , and the Northern Kentucky Cooperative for Educational Services (NKCES), located at 5516 E. Alexandria Pike, Cold Spring, KY 41076. This agreement supersedes any previous agreements regarding PurchasePros revenue sharing.

Period of Contract:

The services to be performed under this agreement will commence upon the signature of an authorized agent from both parties and will continue until terminated by either party.

Purpose and Terms of Contract:

1. KEDC, an educational cooperative organized under the Interlocal Cooperation Act and providing various services to its member school districts, agrees to operate and offer the services of PurchasePros to any interested eligible entity including Kentucky educational cooperatives similarly organized under the Interlocal Cooperation Act.
2. NKCES wishes to participate in PurchasePros on behalf of its members.
3. NKCES agrees not to enter into agreements for, operate, or promote any competing services to those offered through PurchasePros. KyAEPA is not considered a competing offering.
4. NKCES agrees to actively promote the use of PurchasePros' competitively awarded contracts among its members including but not limited to the following activities:
 - a. Making introductions for PurchasePros staff and awarded vendors to NKCES members.
 - b. Allowing PurchasePros staff and awarded vendors to attend and present at NKCES board meetings and other appropriate meetings.
 - c. Listing PurchasePros as a sponsor at appropriate events and as a partner on the NKCES website.
 - d. Promoting PurchasePros regularly on NKCES social media with content provided by the PurchasePros marketing team.
5. NKCES agrees to assist in data gathering and other activities designed to improve the services offered through PurchasePros.
6. KEDC agrees to remit to NKCES 70% of any vendor administrative fees collected from purchases made by NKCES members through PurchasePros competitively awarded contracts (excluding construction). If the purchasing district is a member of two or more

participating cooperatives, the 70% administrative fee will be divided equally among the participating cooperatives.

7. KEDC agrees to remit to NKCES 15% of any vendor administrative fees collected from purchases made by NKCES members through the construction price contracting venues. If the purchasing district is a member of two or more participating cooperatives (excluding KEDC and OVEC), the 15% will be divided equally among the participating cooperatives.
8. NKCES will receive the same administrative fee payments for any new PurchasePros members it recruits.
9. Either party may terminate this agreement by giving a written 30-day notice.

Kentucky Educational Development Corporation

Nancy L. Hutchinson, CEO

Date

Northern Kentucky Cooperative for Educational Services

Amy Razor, Executive Director

Date