

SECOND AMENDMENT
TO
MASTER SERVICES AND LICENSE AGREEMENT

This SECOND AMENDMENT TO MASTER SERVICES AND LICENSE AGREEMENT (this “2nd Amendment”) dated _____ 2021 between Accelerate Education Incorporated and Compass Charter Schools.

RECITALS

Whereas, ACCELERATE and Customer entered into a Master Services and License Agreement effective as of June 12, 2019 (“Effective Date”); and Whereas, each of the parties now desire to amend the terms of that Agreement.

Now, therefore, the parties hereto hereby agree as follows.

AGREEMENT

1. Amendments to the Agreement

Exhibit B of the Agreement is hereby amended and restated to read in its entirety as follows:

Exhibit B Pricing and Payment Schedule

1400	K-5 Workbooks	Physical Workbook prices are Per Semester Course. Includes domestic standard ground shipping. Workbooks are only valid for the current school year as future course updates may necessitate changes to activities, page layouts, etc.	\$17.00	\$23,800.00
400	Grades 6-12 FT Seat	Full Time Seat Licenses include Orientation & Internet Safety course and up to 7 courses / Per Student / Per Semester for the academic school year. Students with more than 7 courses per semester will incur Individual Course fees.	\$237.15	\$94,860.00
175	K5 Content FT Seat	Full Time Seat Licenses include up to 6 courses / Per Student / Per Semester for the academic school year. Students with more than 6 courses per semester will incur Individual Course fees.	\$381.65	\$66,788.75
1	Dedicated Virtual training session	Dedicated virtual teacher training session in August. Client is to confirm the requested date and time a minimum of 30 days prior to the requested date or AE cannot guarantee availability.	\$600.00	\$600.00
1	Year 2+ Virtual Implementation & PD Package (Buzz)	Unlimited access to live and on-demand training webinars and resources for administrators and teachers (established programs) (Buzz). Includes: School year rollover domain configuration & support Refresher and new teacher/administrator training webinars	\$900.00	\$900.00

Additional Information

- Once a student completes or drops from a Seat, License is open for another student
- Physical Materials not Included
- No refunds or returns on workbooks
- K-5 Independent Reading Program Not Included
- IDEAL Learning Library if hosted by AE
- CMS Edit for Full Time Seats if hosted by AE

Subtotal	\$186,948.75
Tax	\$0.00
Total	\$186,948.75

2. Miscellaneous

(a) The headings contained in this Amendment are for reference purposes only and shall not affect in any way the meaning or interpretation of this Amendment.

(b) Except as expressly amended and modified by this Amendment, the Agreement shall continue in full force and effect and is hereby ratified and confirmed in all respects.

IN WITNESS WHEREOF, the parties hereto have entered into and signed this Amendment as of the date and year first above written.

ACCELERATE EDUCATION INCORPORATED

By _____

Name: Michael Axtman

Title: President/CEO

Date: _____

By _____

Name: _____

Title: _____

Date: _____