

THIRD AMENDMENT
TO
MASTER SERVICES AND LICENSE AGREEMENT

This THIRD AMENDMENT TO MASTER SERVICES AND LICENSE AGREEMENT (this “3rd Amendment”) dated _____ 2023 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

Section 4 of the Agreement is hereby amended and restated to read in its entirety as follows:

4) Term and Termination

Initial Term. The initial term of this Agreement (“Initial Term”) shall commence on the date of the Agreement and shall continue until June 30, 2024.

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

Exhibit B Pricing and Payment Schedule

600	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. Only Math and ELA Workbooks.	\$19.00	\$11,400.00
375	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. Seats valid for the 23-24 SY and expire by June 30th 2024.	\$237.15	\$88,931.25
150	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. Seats valid for the 23-24 SY and expire by June 30th 2023.	\$381.65	\$57,247.50
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
0	K5 Per Semester Content	Grades K-5 Per Semester Course Enrollment. Includes Content, Hosting, and Support.	\$45.00	\$0.00
0	Grade 6-12 Per Semester Content	Per Semester Course Enrollments. Includes Content, Hosting, and Support.	\$39.00	\$0.00

Additional Information

- Once a student completes or drops from a Seat, License is open for another student
- Actual Seat usage above the initial pre-purchased amount will be invoiced periodically during the year
- No refunds or returns on workbooks
- Actual Workbook orders above the initial pre-purchased amount will be invoiced

Subtotal	\$158,478.75
Tax	\$0.00
Total	\$158,478.75

periodically during the year

- K-5 Independent Reading Program Not Included
- IDEAL Learning Library if hosted by AE
- School branded login page and logo within LMS included for Full Time Seats
- PD Support package required

Detailed catalogs and course descriptions of the Licensed Materials listed on this quote can be accessed at www.Accelerate.Education within the catalogs section of the web site.

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: _____

COMPASS CHARTER SCHOOLS

By _____
Name: _____
Title: _____
Date: _____